



NORTHERN
IRELAND
HUMAN
RIGHTS
COMMISSION

**Standing Orders for Commission Meetings
(Extract from the Code of Governance –
September 2019)**

Introduction

1. These Standing Orders (SOs) have been prepared to ensure the effective and efficient conduct of business at meetings of the Commission (Board meetings). The procedures also apply to committees, amended as appropriate.
2. Commissioners shall be bound by the Code of Governance and the policies pertaining to their role and function, and shall undertake training provided by the Commission in respect of their corporate governance role. Commissioners shall act in a professional manner in carrying out their roles and responsibilities and have a duty to work in the best interests of the Commission regardless of sex, race, colour, language, religion, political or other opinion, national or social origin, association with a national minority, properly, birth or other status.
3. Commissioners shall be aware that they are bound by the provisions of legislation. Particular attention is drawn to Section 75 of the Northern Ireland Act (1998), Freedom of Information Act (2000) and Data Protection Act (1998).

Chairing meetings

4. The Chief Commissioner will normally chair Board meetings. In the absence of the Chief Commissioner at a Board meeting, the Commissioners present will appoint, by a simple majority, one of their number to act on behalf of the absent Chief Commissioner.
5. It shall be the responsibility of the Chief Commissioner, or in the Chief Commissioner's absence, the Commissioner presiding, to:
 - maintain order in the meeting
 - decide the order in which Commissioners and staff shall speak ensuring that all views are fairly represented
 - ensure that all the agenda items are addressed in the most efficient and effective way, whilst encouraging participation
 - decide, where necessary, the order in which agenda items will be taken
 - direct a Commissioner or other attendee to modify their behaviour or leave the meeting (as appropriate) if, in the

opinion of the Chairperson, it is necessary to do so to maintain order, and

- adjourn the meeting if in the Chairperson's view this is necessary, for whatever period of time the Chairperson thinks is appropriate.

Membership and attendance

6. Attendance at Board meetings will normally be limited to Commissioners, the Chief Executive and staff requested to attend by the Chief Executive. The Commission, through the Chief Executive, can request the attendance of staff as appropriate. The Commission may also invite, through the Chief Executive, other persons to attend its meetings or parts thereof.
7. The Chair of the Audit and Risk Management Committee can through the Chief Executive, request the attendance of staff as appropriate. The Chair of the Audit and Risk Management Committee, through the Chief Executive, can also invite the attendance of other persons at Audit and Risk Management Committee meetings or parts thereof.
8. Commissioners are expected to attend as many meetings as is reasonably practicable. Attendance is defined as attending for more than half of the agenda items tabled for discussion at the meeting. Attendance will be recorded in the minutes of meetings and each Commissioner's attendance record will be published. The Chief Commissioner will inform the Secretary of State for Northern Ireland if, without good reason, a Commissioner is absent from three consecutive Board meetings. The contribution and performance at meetings by individual Commissioners will be reviewed in an annual appraisal by the Chief Commissioner.

Frequency of meetings

9. The Commission will normally meet formally as a Board on a monthly basis.
10. The Commission will issue an annual schedule of Board meetings.
11. Except for residential events (see below), meetings will normally be held during office hours to demonstrate the Commission's commitment to work / life balance considerations. Reasonable adjustments (for example, to overcome the effects of disability, to

fulfil caring responsibilities, etc) will be made to enable Commissioners to participate fully in meetings.

12. The Chief Commissioner may convene additional 'special' Board meetings as deemed necessary. Such special meetings will normally be arranged during an ordinary meeting, but may be called at any time by the Chief Commissioner, or if the Chief Commissioner receives a request to that end from a majority of the other Commissioners.
13. The Commission will normally hold its ordinary and special Board meetings at its own premises in Belfast (Temple Court). Overnight residential events may be used to enable extensive discussions to take place.
14. More than 50% of Commissioners must be present at the meeting or attending by telephone or through other technology for a Board meeting to be deemed quorate.

Agendas, papers and minutes

15. The agenda for Board meetings, and reports and discussion papers, will be prepared by, or at the request of the Chief Commissioner, and will normally be available to all Commissioners, together with relevant papers, no later than five working days before the date of the meeting. Where an item has been added to the agenda fewer than five days prior to a meeting, and is of a matter of particular significance, consideration should be given to the time afforded to Commissioners to make an informed decision before deciding the issue.
16. Matters that Commissioners wish to have included in the agenda for a Board meeting should normally be notified to the Chief Commissioner at least 10 working days before the meeting, although late or urgent matters and any relevant papers may be raised at the meeting provided there is consensus at the meeting that the matter and/or paper should be discussed at that meeting.
17. Matters relating to the conduct of individual staff shall not be discussed at any Board meeting other than a disciplinary, grievance or other meeting properly convened for that purpose in accordance with the appropriate procedures, unless in exceptional circumstances when it is necessary and proper to do so. Any confidential matters relating to staff will be recorded in the minutes of a closed Board meeting.

18. The written comments of any Commissioner unable to be present at a Board meeting will, at the request of the Commissioner, be circulated by the Chief Commissioner or Chief Executive to all Commissioners attending the meeting.
19. The Chief Commissioner will request a member of the Commission's staff to keep the minutes of Commission meetings.
20. The minutes of meetings will record all decisions made and the reason(s) for such decisions. Where a Commissioner has a strong objection to a decision, at their request, the Commissioner may have her/his dissent from that decision recorded in the minutes.
21. Any amendments to the draft minutes of a Board meeting will be proposed at the next Board meeting before the minutes are considered for adoption. Matters arising from the minutes, other than matters listed elsewhere on the agenda for the meeting, will be taken immediately after the minutes have been adopted.
22. Once the minutes of Board meetings have been adopted, they will be published on the NIHRC website subject to the provisions of the FOI Act 2000 and the GDPR 2018.
23. All reports for decision must be sent in advance to the Chief Executive for financial and legal observations, which shall be included in reports, before submission to Board meetings.

Decision-making

24. The Commission operates on the basis of collective responsibility. All Commissioners should agree to abide by and implement decisions taken at Board meetings.
25. The Commission will strive to reach decisions by consensus on points discussed at meetings. 'Consensus' means that all Commissioners taking part in the discussion accept the proposed decision. If, after thorough discussion consensus is not reached the Chairperson will rule in favour of the majority view.
26. Decisions to be made by the Commission will only proceed to a vote if necessary. A Commissioner who is not present at the meeting, nor attending by telephone or through other technology, at the time a vote is taken is not entitled to have their vote counted. Where a vote is taken, and the result is tied, the Chairperson will have the casting vote, which must be cast in favour of the status quo.

27. A matter which has been agreed at an ordinary or special Board meeting will not be re-opened within three months at a subsequent ordinary or special Board meeting, unless a majority of the Commissioners attending the subsequent meeting so agree.
28. The nature of the deliberations of the Commission at ordinary and special Board meetings will not be disclosed outside the Commission by Commissioners, except for what is made available to the public through the minutes of Commission meetings. Commissioners are required to maintain confidentiality in respect of information relating to the Commission's business, unless disclosure is expressly authorised by the Commission.
29. The Chief Executive is required to escalate high risk and / or high impact issues for the timely attention and consideration of the Board.
30. Where, in the opinion of the Chief Commissioner, and considering advice from the Chief Executive, significant operational or other matters require approval by the Board between meetings, papers may be circulated for approval by correspondence, using the Resolutions in Writing procedure.
31. A Resolution in Writing shall be supported by a report from the Chief Executive or in her/his absence the relevant Director on the issues for decision by the Board.
32. In order for a decision to be taken under this procedure, a Resolution in Writing in identical terms must be considered and consented to by a simple majority of all Commissioners who would have been entitled to vote on the subject of such resolution, as if it had been proposed at a meeting duly convened and held for that purpose.
33. No amendments may be made to a resolution considered under this procedure. For a decision to be validly taken under this procedure, a quorum of Commissioners must indicate whether they consent to the proposed resolution or objects to it or wishes to abstain. The Commissioner's wishes (consent, objection or abstention) will be recorded in the minutes of the next scheduled meeting of the Commission.
34. The Resolutions in Writing procedure may not be used to revoke or substantively vary the Governance Framework or any decision reserved to the Board.

Challenge

35. A ruling of the Chairperson shall only be challenged if a majority of the Commissioners who are present and voting agree that the challenge should be heard. The Commissioner offering the challenge shall speak in favour and the Chairperson against. No one else may speak. A challenge to the Chairperson's ruling shall be deemed to have been carried if more than two-thirds of those members present vote in favour.

Openness and transparency

36. The Commission operates on the basis of openness and transparency. All papers and reports tabled, unless covered by an exemption under the Freedom of Information Act or the General Data Protection Regulation (GDPR), will be available for access by the public. All papers and reports prepared for the Commission by Commissioners, staff, or its consultants and advisers, will be the property of the Commission.

Registering and declaring interests

37. The Commission will maintain a register, available for inspection by the general public, of the interests of Commissioners. The register will be updated annually, although Commissioners are obliged to notify the Commission of significant changes in their interests as soon as they occur.
38. If a matter arises at an ordinary or special Board meeting in which a Commissioner or any other person present at the meeting has a financial or professional interest, that interest will be declared and recorded in the minutes of the meeting. Normally, the person in question will take no further part in the discussion of that matter and, where appropriate, will leave the room.
39. In the event of the Chairperson having a conflict of interest, or alleged to have a conflict of interest, with an item under discussion, the chair will be reassigned for the duration of that discussion to another Commissioner.

Committees and working groups of the Commission

40. The Commission can decide to establish one or more committees or, where appropriate, working groups, to further the purposes of the Commission. The terms of reference of each committee will be approved by the Commission.
41. The Commission can invite persons who are not Commissioners to attend committees and working groups as appropriate.
42. The minutes of committee meetings and, where relevant, working groups, once approved, will be noted at the following Board meeting.

Urgent actions

43. Any urgent matter requiring a Commission decision between Board meetings, which is outside the delegated authority of the Chief Executive, must be referred by her/him to the Chief Commissioner for action. In the absence of the Chief Commissioner, action can only be taken where any such matter involves reputational or financial risk to the Commission and it is not possible to convene a special Board meeting of the Commission, in which case the Chief Commissioner may take action, but must consult with at least two Commissioners.

Making, altering and suspending Standing Orders

44. These Standing Orders and any alteration or amendment to them will require the agreement of at least two-thirds of the total cohort of Commissioners.
45. Any proposal to suspend one or more of the Standing Orders for a specified purpose at a Commission meeting will be carried if supported by at least two-thirds of the Commissioners attending the meeting.

Interpreting Standing Orders

46. The Chairperson's ruling on the interpretation of the Standing Orders will prevail unless she/he is overruled at an ordinary or special Board meeting by at least two-thirds of the Commissioners attending the meeting.

47. In the event of any situation arising not being covered by the Standing Orders, then the Chairperson shall rule on the procedure to be adopted. Such ruling shall be subject to the approval of at least two-thirds of the Commissioners attending the meeting.