

Standing Orders for Meetings of the Agency Board

These Standing Orders were approved by the Board of the Northern Ireland Environment Agency (NIEA Board) on 20 November 2009.

Context

1. The Northern Ireland Environment Agency (NIEA) is an executive agency within the Department of the Environment. The aim of the Agency is to protect, conserve and promote the natural environment and built heritage for the benefit of present and future generations.
2. The statutory framework under which the Agency operates includes a wide range of environmental protection, natural heritage and built heritage legislation and including international agreements, charters, directives etc. NIEA advises the Minister of the Environment and works within the Department of the Environment and across other Departments on environmental issues.
3. The Chief Executive of the Agency is also the Agency Accounting Officer with the responsibilities and delegations outlined in the Agency's Framework Document.

Board Objectives and Reserved Matters

4. The objective of the Agency Management Board is to provide collective leadership for the Agency and to:
 - take forward the Agency's strategic aims and objectives;
 - determine the strategic allocation of the Agency's financial and human resources to achieve those aims and objectives;
 - strategically manage overall Agency resources, and monitor and take action to ensure the achievement of objectives;
 - set the Agency's standards and values;
 - maintain an effective system of internal control;
 - assess and manage strategic risk; and

- lead and oversee organisational development, encouraging innovation and, where appropriate enterprise, to enhance the Agency's capacity to discharge its functions efficiently and effectively.
5. In order to achieve these objectives, a formal schedule of matters reserved for Board decision – that is, those which should not be delegated within the Agency – is set out below and covers decision-making in relation to the following matters:
- setting the strategic direction for the Agency through the corporate plans and business plans to achieve Ministerial objectives;
 - financial planning and management, including allocation of resources to match delivery requirements and in-year monitoring and management of expenditure;
 - monitoring Agency performance against objectives and targets and assessing the risks to delivery;
 - risk management policies and plans, including the identification and management of strategic risks to the achievement of objectives and priorities;
 - the effective organisation and use of staff to achieve Ministerial objectives and priorities, including managing attendance;
 - Agency change and improvement programmes; and
 - Corporate Governance arrangements within the Agency.
6. The Board will seek to take collective decisions on matters referred to it by, or on behalf of, the Chief Executive or sponsoring Director, acting in keeping with the Nolan principles of public life. If a consensus cannot be reached the Chief Executive will make a final decision.
7. The Board acts collectively as the Chief Executive's primary source of advice within the Agency on issues which concern either:
- a the Agency as a whole; or
 - b certain major issues concerning the environment and heritage of Northern Ireland.

Board composition and role of Independent Board Members

8. The Board consists of the Chief Executive and the Executive Directors of the Built Heritage, Corporate Services, Environmental Protection and Natural Heritage Directorates. The Chief Executive will normally act as the Chair of the meeting.
9. The Board also includes two non-executive Independent Board Members who are appointed by the Department. The role of the Independent Board Members is to provide advice and expertise to inform the decision making process and contribute to the corporate management of the Agency, within the strategic policy and resources framework set by Ministers.
10. Independent Board Members are appointed on an individual basis and not as representatives of organisations. The duration of appointments will be as set out in a Member's letter of appointment.

Attendance

11. Where members are not able to attend a meeting, they should send their apologies in advance to the Secretariat. Members should not be absent from more than two consecutive meetings without the prior agreement of the Chair.
12. NIEA Executive Directors who are unable to attend may, subject to the Chief Executive's approval, nominate a representative.
13. All attendances and absences will be recorded in the minutes.

Schedule and notice of meetings

14. Prior to the beginning of each calendar year a provisional schedule of Open meetings of the Agency Board shall be approved by the Board and published on the NIEA website <http://www.ni-environment.gov.uk/>
15. Notice of meetings of the Agency Board will be advertised on the website at least 5 working days prior to the date of the meeting. The notice will include the date, time and venue of the meeting.

Agenda and papers for meetings

16. A draft agenda should be published within 10 working days prior to the meeting and posted on the website. The final agenda and any associated papers will be collated by the Chief Executive's office and circulated to Board members at least 5 working days prior to meeting and posted on the website.

17. If papers are not available for dispatch 5 working days prior to the meeting, the Secretariat may, after consultation with the Chief Executive, make a late posting or table the paper(s) at the meeting or withdraw the item(s) from the agenda at the meeting.
18. Papers will be in a form that facilitates Board discussion. They must be sponsored by the relevant Director and be accompanied by a covering note summarising the issues and putting forward recommendations.
19. In the interest of efficiency, papers may be cleared under written procedures¹, if, for example, the issue is straightforward, or is a single Directorate issue and does not need Board discussion. Once cleared, the paper will be placed on the agenda at the subsequent meeting, solely for the purposes of recording in the summary.

Minutes of meetings

20. A formal summary of each meeting will be produced in draft for clearance by Board members. Once approved, the summary will be placed on the NIEA website.

Business conducted in closed sessions

21. There is a presumption that NIEA Board papers will be considered in Open Session unless there are strong grounds for confidentiality. The Freedom of Information Act 2000, along with the Environmental Information Regulations 1994 and the Data Protection Act 2002, are used to guide which papers should be dealt with in closed session. Decisions on confidentiality are made by the Chief Executive.
22. Examples of Board papers which may be dealt with in Closed Session include:
 - a. papers relating to NIEA's policy advice to Government, where this is subject to further discussion or has been asked for in confidence;
 - b. papers containing information that is the subject of legal proceedings, for example judicial review;
 - c. papers containing information, that, if publicly released, would increase the likelihood of damage to the environment;
 - d. papers where confidentiality is required to protect NIEA's negotiating position on a strategy issue or casework;
 - e. papers which include information provided to NIEA by a third party on a confidential basis, or personal information on an individual who has not given consent for disclosure; and
 - f. papers relating to specific personnel and staffing issues.

¹ Items dealt with by written procedure are circulated to Board members by email and a nil response is deemed acceptance.

23. Prior to the meeting, a Board member can move that an item, or part of an item, should be switched from the Open Session to the Closed Session of the meeting, or vice versa, if it becomes apparent that there is justification so to do. This is at the discretion of the Chair and where the proposal is to move an item from the Open to the Closed Session will only be permitted in exceptional circumstances.
24. Papers discussed in the Closed Session will not be issued to the public or press, and will not be posted on the NIEA website. The reason for papers being dealt with in this way will be included on the meeting's agenda. Where personnel, finance or other restricted matters, are discussed, the minutes will describe the substance of the discussion only in general terms.

Conduct and approval of business

25. The Chief Executive will, if present, chair all meetings of the NIEA Board. In the absence of the Chief Executive, a member of the Board who is an Agency Executive Director may chair the meeting.
26. The Chair is responsible for maintaining order and ensuring that business is conducted reasonably, fairly, effectively and responsibly. The Chair will ensure that all members receive a fair hearing with sufficient opportunity to express their views on matters under discussion.
27. Where there is an agenda item requiring the approval of the Board, the Chair will seek the views of members and wherever possible reach a consensus. If a consensus cannot be reached, the Chief Executive will make a final decision on approval. Individual Board members may request their views be recorded in the formal minutes of the meeting.

Conflicts of Interest

28. If a member of the Board has any actual or potential interest, whether direct or indirect and whether pecuniary or not, that in the opinion of a fair-minded and informed observer would suggest a real possibility of bias in relation to any matter that is brought up for consideration at a meeting of the Board, that member must disclose the nature of the interest to the meeting. The declaration of interest must be made prior to the start of the discussion of the item to which it relates. If an interest has been declared in advance of the meeting this will be made known by the Chair of the meeting prior to the discussion of the relevant agenda item. In the event of the member not appreciating at the beginning of the discussion that an interest exists, that member should declare their interest as soon as they become aware of it.
29. Where a member of the Board has acted in accordance with the provisions of paragraph 28 and has fully explained the nature of their interest, the Chair of the Board will decide whether the declared interest is such that the member should be excluded from participating in the discussion and determination of the relevant item. If the Chair decides that the member should be so excluded the member shall withdraw from the meeting for the duration of the item. However, having considered the

potential for bias, the Chair may conclude that the member can be allowed to participate to an extent considered appropriate in the discussion and determination of the issue. If it is decided that the member with the interest should leave the meeting the Chair may first allow them to make a statement on the item under discussion.

30. If it is decided that the Chair of the Board should leave the meeting because of a conflict of interest, another Executive Board member will be asked to chair the discussion of the relevant agenda item.
31. In addition to the above provisions, a Board member's 'Declaration of Interests Register' is maintained by the Board Secretariat and members are required, at least annually, to register any company directorships or other significant interests held.

Admission of the public

32. Any member of the public may attend Open meetings as an observer and receive a copy of papers other than those dealing with the closed business of the Board.
33. Members of the public may bring information to the attention of the Board regarding items on the Board agenda by writing to the Board secretariat or by emailing NIEAboardsecretariat@doeni.gov.uk. Comments received by one working day in advance of the meeting will be circulated to Board members and noted by the secretariat at the meeting. Comments noted form part of the public record of the meeting and may be copied to others.
34. A member of the public who disrupts the business of the meeting may be asked to leave the meeting after due warning has been given. Re-admission to that or other public meetings held by the Agency is at the discretion of the Chair.
35. All Open meetings will be held in venues that are accessible to people with disabilities.

Revision of Standing Orders

36. These terms of reference shall be reviewed regularly and not less than every three years.