City of Dublin Education and Training Board

Standing Orders

September 2019
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1 Introduction

1.1 These Standing Orders are the basic rules and procedures for meetings of the Board of CDETB. The Standing Orders are applicable to the CDETB Board and all committees reporting to the Board.

1.2 These Standing Orders are adopted pursuant to the Education and Training Boards Act, 2013, the Code of Practice for the Governance of Education and Training Boards (Department of Education Circular Letter 002/2019) and the Code of Conduct for Members of the Board of CDETB. These documents should be read in conjunction with the Standing Orders. Should any part of these Standing Orders be inconsistent with the 2013 Act, the 2019 Code of Practice, or any other relevant legislation, circulars, codes and/or ministerial direction, the latter shall prevail.

1.3 The Role of the Chairperson, role of the Board and/or the role of Board Members are outlined in chapters 1 - 4 of the 2019 Code of Practice.

1.4 The CDETB’s activities are divided into reserved and executive functions. The Board is responsible for reserved functions (See Appendix 1 for a summary list of reserved functions). Any function that is not a reserved function is an executive function. The Board must never become involved in the executive functions of the CDETB.

1.5 The Chairperson’s ruling on any question of interpretation of the Standing Orders shall be final. The Chairperson shall also have the power to deal with any matter that is not covered by these Standing Orders.

1.6 These Standing Orders shall continue in force until altered, amended or repealed by the Board.

2 Definitions

In these Standing Orders the following words and expressions shall have the following meanings:

2.1 “Act” refers to the Education and Training Boards Act, 2013.


2.3 “Board” refers to “The Board of City of Dublin Education and Training Board”

2.4 “Chairperson” refers to the member elected by the members among their number in accordance with the Education and Training Board Act 2013, Schedule 3, paragraph 3 (1).

2.5 “Chief Executive” or “CE” has the meaning assigned to it by Section 14 of the Education and Training Boards Act 2013.

2.6 “Committee” refers to a Committee established in accordance with Sections 44 and/or 45 of the 2013 Act.

2.7 “Deputy Chairperson” refers to the member elected from among their number by the members of the Board in accordance with the Education and Training Boards Act 2013, Schedule 3 paragraph 4 (1).

2.8 “CDETB” refers to the City of Dublin Education and Training Board.
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2.9 "Member(s)" refers to a person or persons appointed to Membership of the Board in accordance with Section 30 of the Education and Training Boards Act 2013 (or appointed by the Board to membership of any of its committees).

2.10 "Minister" refers to the Minister for Education and Skills.

3 The role of the Board and its members

3.1 The role of the Board and its members shall be as defined in Section 1 and Section 3 of the Code.

3.2 The executive and reserved functions of Education and Training Boards are as presented in the Code (Appendix 1 and 2 of the Code).

4 Convening of meetings

4.1 CDETB meetings will be held in accordance with the 2013 Act and sections 4.3 – 4.8 of the 2019 Code.

4.2 CDETB shall hold such and so many meetings, at such times, and in Town Hall, Ballsbridge, Dublin 4, however, the Board shall meet not less than six times per calendar year.

4.3 CDETB shall hold at least one meeting every two months other than the months of July, August and September. CDETB will however hold at least one meeting during the period commencing on the first day of July and ending on the 30th day of September in every year.

4.4 The ordinary meetings of the CDETB Board shall be held on the third Thursday of the month commencing at 5.00pm, and/or at such time or on such other date as the Board may determine.

4.5 Notice of Board meetings and agendas for the meetings will issue to Members at least 7 days in advance of the meeting. The notice shall contain concise particulars of the business to be transacted at the meeting including previous minutes, agenda, and all associated documentation required for the meeting. Other documentation may be circulated at the meeting for consideration by the Board at the discretion of the Chairperson.

4.6 In accordance with section 3.8 of the 2019 Code there is an expectation that Board Members would attend 100% of all Board meetings. Each Member shall inform the Secretary to the Board of their inability to attend a meeting at the earliest opportunity.

4.7 In exceptional circumstances and subject to the prior approval of the Chairperson of the Board and/or the Chief Executive, Board/Committee Members may be permitted to attend Board meetings via teleconferencing or videoconferencing, when this can be facilitated in the meeting venue, subject to the following conditions:-

a. CDETB must be satisfied that the IT used by the Board/Committee Members is secure;
b. Prior arrangements will have to be made to enable Members to electronically sign the attendance record/conflict of interest declaration in accordance with the 2019 Code;
c. The facilities used will need to be checked and verified so as to ensure continuity of connectivity to enable the Board to discharge its duties effectively.
Any Board/Committee Member attending a Board meeting in this manner shall be deemed to be present in person at the meeting and shall be entitled to vote and be counted in a quorum accordingly.

4.8 The quorum for a meeting of the CDETB Board shall be 12 Members. If 30 minutes after the time appointed for a meeting a quorum of Members is not present, the Chairperson shall adjourn the meeting. In such event, the Secretary to the Board shall record the names of those who attended and record in the minutes that owing to the absence of a quorum, no business was done. Each member shall inform the Secretary to the Board of their inability to attend a meeting at the earliest possible convenience.

4.9 Each member shall ensure to sign the Attendance Register and Declaration of Conflict/Material Interest, at each meeting.

4.10 CDETB Board meetings shall not be held “in camera” except in exceptional circumstances where there may be certain items that the Board feels it is obliged to consider “in camera”.

4.11 The Chief Executive of CDETB and other senior management are permitted to attend and speak at Board meetings and to take part in discussions.

4.12 The CDETB shall, in every election year, appoint a date for the first meeting of the Board after the local elections concerned which shall be known as the “post-election meeting.” The post-election meeting is governed by section 31 of the 2013 Act.

5 Order of business

5.1 The agenda for meetings will be set down by the Chairperson, in consultation with the Chief Executive.

5.2 Meetings of the Board shall be comprised solely of reserved functions. See Appendix 2 for a template meeting agenda for CDETB Board meetings except for the post-election meeting or special meetings.

5.3 All items presented to the Board for decision require to be proposed and seconded.

5.4 A member may raise a matter at a meeting with prior permission of the Chairperson under Members Business.

5.5 A member of the executive may raise a matter at the meeting with prior permission of the Chief Executive under Chief Executives Business.

6 Chairperson/Deputy Chairperson

6.1 The CDETB Board shall elect one of its Members to be the Chairperson and the Deputy Chairperson of the Board.

6.2 The Chairperson and the Deputy Chairperson should not be a Member of CDETB staff or a person connected to a Member of CDETB staff to ensure a clear division of responsibility.

6.3 In the absence of a unanimous decision by the Members of the Board, the decision on who should be Chairperson shall be decided by secret ballot where more than one Member is proposed and seconded to contest the position. Each Member of the Board will be entitled to vote for one Member only. To be elected Chairperson, a Member must obtain sufficient
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votes to exceed 50% of the valid votes cast, by at least one vote and voting will continue until this is achieved with the lowest polling Member being eliminated after each secret ballot.

6.4 In the absence of a Chairperson at a meeting, the Deputy Chairperson shall chair meetings of the Board.

6.5 In the absence of a Chairperson and a Deputy Chairperson, the Chief Executive will act as Chairperson for the purpose of the election of a Member, chosen by a majority of the Members present and voting, who shall preside as acting Chairperson and in that capacity shall have the same powers, rights and duties as are, under Standing Orders, possessed by the Chairperson for the duration of the meeting.

6.6 Whenever the office of the Chairperson becomes vacant, for whatever reason, the Board shall at its next Board meeting, after the occurrence of the vacancy, elect one of its Members to be the Chairperson of the Board.

6.7 In accordance with Section 2 (Role of the Chairperson) of the 2019 Code, to ensure consistency and continuity of oversight, good practice suggests that the Chairperson should continue in his/her role as Chairperson for the duration of the Board, in so far as this is practicable.

6.8 The Chairperson may at any time resign his or her office by letter addressed to the Chief Executive.

7 Decisions between meetings

7.1 In exceptional circumstances, where the CDETB needs to make a decision between board meetings, these decisions will be made in consultation with the Chairperson and the Chief Executive. Such decisions (and the reasoning for them) will be brought to the next meeting of the Board for retrospective confirmation.

8 Special meetings

8.1 A Special Meeting of the Board may be called at any time by the Chairperson on his/her own motion, or upon a requisition addressed to him/her, and signed by at least half of the Members of the Board. Should the Chairperson not act on such a requisition within seven days of receipt, a special meeting may be summoned by the Chief Executive.

8.2 The Chief Executive shall summon a meeting of the Board on the request of the Chairperson, or by half of the Members of the Board or whenever he/she deems it necessary that the Board meets.

9 Minutes

9.1 In accordance with Schedule 3, Section 9 (2) of the 2013 Act, CDETB shall prepare minutes of each Board meeting, which shall be submitted for confirmation as an accurate record at the next Board meeting. The minutes of the Board meetings shall consist of a general overview of discussions that take place and a record of decisions. Any discussion of the minutes except as to their accuracy is out of order. When confirmed, the minutes of a meeting shall be signed by the Chairperson and published on the CDETB website.
9.2 In exceptional circumstances, where a meeting or part of a meeting is held “in camera”, the minutes of the public meeting should record the nature of the item being discussed, the reason why the Board considered that the matter had to be discussed “in camera” and the decision taken. A supplementary minute book should be maintained for “in camera” meetings.

10 Attendance record/Conflicts of interest/Disclosure of interests
10.1 At the beginning of each Board meeting, the Members attending must sign an attendance record and a declaration indicating if they have a conflict of interest with any of the items on the agenda for that meeting.

10.2 Members who leave a Board meeting, without the permission of the Chairperson before one hour after the scheduled start of the meeting, shall be deemed not to have been in attendance.

10.3 All Board Members are required to comply with paragraph 5.10 of the 2019 Code in relation to disclosure of interests. If a Board Member has a doubt as to whether an interest should be disclosed, he/she should consult with the Chairperson of the Board and/or the Chief Executive of the CDET8.

10.4 If a Board Member becomes aware of an issue during his/her term as a Board Member that does or may create a conflict or a potential conflict in him/her continuing in his/her role as a Board Member, he/she must immediately bring that information to the Chairperson of the Board and/or the Chief Executive.

11 Rules of debate
11.1 A Member while speaking shall address themselves to the Chairperson.

11.2 The Chairperson shall call upon each Member to speak.

11.3 In the interest of fairness and debate, each Member shall not be interrupted while speaking, except on a question of order.

11.4 Each Member shall be given a right of reply.

11.5 A ruling by the Chairperson at a meeting on a point of order shall be final.

11.6 Members of the Board shall address one another and treat each other in a dignified and respectful manner at all times. Offensive, abusive or inappropriate language shall not be used by Members.

11.7 Mobile phones are to be switched off or silent (not vibrating) during Board meetings. No camera or sound recording, electronic device or communication equipment may be used at Board meetings without the prior approval of the Chairperson.

12 Disorderly conduct
12.1 The Chairperson shall be the sole judge on a point of order and his/her decision is final.
12.2 If necessary, the Chairperson may call a Member to order and may direct such Member, if speaking, to discontinue his/her speech and/or in exceptional circumstances may direct the Member to leave the meeting. The Chairperson also has discretion to adjourn the meeting for such period as he/she considers necessary in the interests of order.

12.3 If the Chairperson requests a Member to leave the meeting for instances of disorderly conduct, the Member shall retire from the meeting without delay or objection.

13 Voting
13.1 In accordance with Schedule 3 Section 5 (3) of the 2013 Act, every question at a CDETB meeting shall be determined by a majority of votes of the Members present.

13.2 Each Member of any Committee/Board will have a vote, unless prohibited by conflict of interest.

13.3 Subject to any statutory provision requiring the recording of the names of Members voting, for or against a motion, the recording of Members voting may be by voice, by show or hands or by ballot.

13.4 The Chairperson shall have a casting vote in the event the vote is tied.

14 Public relations/Media interaction
14.1 All interaction with the media on CDETB matters shall be agreed with the Chief Executive, in consultation with the Chairperson of the Board.

14.2 All press releases shall be issued through the office of the Chief Executive.

15 Committees/Boards of Management
15.1 The establishment of Committees by the Board is governed by sections 44 and 45 of the 2013 Act.

15.2 The purpose of a Committee is to perform functions on the Board’s behalf or to advise the Board in relation to the performance of its functions. A Committee should have written Terms of Reference provided by the Board. While Committees undertake work to assist the CDETB Board, they report to the Board and ultimately the Board is the body who is responsible to the Minister (who is responsible to the Government) for the operation and proper functioning of the CDETB.

15.3 The Finance Committee should have at least 3 and not more than 7 Members and should include at least one Member who is external to the CDETB and who has relevant financial experience.

15.4 The Audit and Risk Committee should have Members drawn from outside the CDETB Board. The Board should satisfy itself that at least one Member of the Audit and Risk Committee has recent and relevant governance experience and experience in the core areas of its activities. The 2019 Code recommends that the Audit and Risk Committee should have between six and eight Members.
15.5 Meetings of any Committee shall not, without the authority of the Board be open to the public. Minutes of Committees established by the Board shall not be open to the public unless otherwise directed by the Board or Ministerial order.

16 Reports of Committees and Sub-Committees
16.1 In accordance with the 2013 Act and the 2019 Code, the Audit and Risk Committee and the Finance Committee must report to the Board at least 4 times a year. The Committees are required to report at Board meetings and to submit regular written reports to the Board for consideration.

16.2 Reports of any task force, sub-committee or working group formed at the behest of the Board shall also submit regular reports to the Board for consideration.

16.3 The Board through the Chairperson, shall have the right to seek clarification on any reports submitted. The CDETB executive and/or the relevant Committee Chairperson (s) will facilitate this process.

17 Questions
17.1 Written questions submitted by Members, where received by the Chief Executive at least 7 days before the meeting of the Board, will be considered by the Chairperson and Chief Executive in order to assess the permissibility of such questions. Where relevant, these will be dealt with under “Members Business” on the agenda.

18 Resignation/Cessation/Disqualification of membership
18.1 Board Members’ resignation, disqualification and cessation of membership is detailed in sections 31, 33, 34, 35 and 36 of the 2013 Act and all procedures set out in these sections of the Act will be followed.

18.2 A Member of the CDETB Board shall hold office for a term ending on the date of the next post-election meeting of the Board.

18.3 Ethical obligations to CDETB regarding in particular the non-disclosure of privileged or confidential information does not cease when Board Membership has ended. Former Board Members must treat commercial and sensitive information received while acting in that capacity as confidential.

18.4 Board Members should not retain documentation (hardcopy or softcopy) obtained during their terms as Board Members and should delete/return such documentation to the Secretary to the Board or to otherwise indicate that all such documentation in their possession has been disposed of in an appropriate manner in line with relevant legislation including CDETB’s Records Retention Schedule.

19 Public report/Media
19.1 The media may attend Board meetings. A spokesperson, usually the Chief Executive (or his/her nominee) or the Chairperson of the Board will be nominated to address the media if required.
20 Data protection
20.1 Members must comply with Data Protection legislation and CDETB’s Data Protection Policy.

21 Miscellaneous
21.1 The Chairperson shall have the power to deal with any matter not covered by the Standing Orders.
21.2 All relevant legislation, circulars, Codes and Ministerial direction shall take precedence over these Standing Orders.
21.3 A copy of these Standing Orders shall be distributed to each member on their appointment, or as soon as practicable thereafter.
21.4 The duration of the Standing Orders will be until such time that a motion for amendment to said Orders is passed at a meeting of the Board.
Reserved Functions of Board - Section 12 (2) of the Act and are summarised as follows:

<table>
<thead>
<tr>
<th>Function</th>
<th>Section of the Act</th>
<th>Ministerial consent required</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. A request to the Minister for a name by which the Board may describe itself for operational purposes</td>
<td>9 (3)</td>
<td>Yes</td>
</tr>
<tr>
<td>2. The appointment of a Chief Executive</td>
<td>14</td>
<td>Yes</td>
</tr>
<tr>
<td>3. The suspension of a Chief Executive</td>
<td>17</td>
<td>Yes</td>
</tr>
<tr>
<td>4. The establishment of a scholarship</td>
<td>24</td>
<td>Yes</td>
</tr>
<tr>
<td>5. The giving of an opinion as to persons with whom the Chief Executive must consult in the preparation of a strategy statement</td>
<td>27 (4) (h)</td>
<td>No</td>
</tr>
<tr>
<td>6. The adoption of a strategy statement</td>
<td>27 (6)</td>
<td>No</td>
</tr>
<tr>
<td>7. The adoption of an annual report</td>
<td>28</td>
<td>No</td>
</tr>
<tr>
<td>8. The acceptance of gifts or being constituted as a trustee</td>
<td>29</td>
<td>Yes</td>
</tr>
<tr>
<td>9. A decision to authorise the attendance by a Member at a conference, seminar, meeting or event</td>
<td>38</td>
<td>No, but subject to regulations made by the Minister</td>
</tr>
<tr>
<td>10. In relation to an ETB Committee</td>
<td>44</td>
<td>No, but may be subject to Ministerial direction</td>
</tr>
<tr>
<td>(i) the establishment or dissolution of the Committee</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(ii) the determination of the terms of reference and the regulation of the procedures of the Committee</td>
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<tr>
<td>(iii) the appointment or removal from office of a Member (including the chairperson) of the Committee, and</td>
<td></td>
<td></td>
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<tr>
<td>(iv) the confirmation of an act of the Committee</td>
<td></td>
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<tr>
<td>11. In relation to a finance Committee and an Audit and Risk Committee:</td>
<td>45</td>
<td>No, but may be subject to Ministerial direction</td>
</tr>
<tr>
<td>(i) the establishment of those Committees</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(ii) the appointment and removal of a Member (including a chairperson) of those Committees, and</td>
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<tr>
<td>(iii) the receipt of a report prepared by each of those Committees and the determination of what action (if any) should be taken as a result of the findings of any such report</td>
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<td></td>
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<tr>
<td>12. The adoption of an annual service plan</td>
<td>47</td>
<td>No</td>
</tr>
<tr>
<td>13. The power to borrow money</td>
<td>49</td>
<td>Yes</td>
</tr>
<tr>
<td>14. The keeping of accounts</td>
<td>51</td>
<td>No</td>
</tr>
<tr>
<td>15. The acquisition, holding and disposal of land, or any interest in land</td>
<td>53</td>
<td>Subject to regulations made by the Minister</td>
</tr>
</tbody>
</table>
Appendix 2
Template Agenda for CDETB Board Meeting

Thursday XXXXX 2019 in XXXXXX at 5.00 pm.

1. Signing of Attendance Record/Conflicts of Interest/Disclosure of Interests;

In accordance with the provisions of Cl. 002/2019 Code of Practice for the Governance of Education and Training Boards, please declare any conflict of interest in respect of any of the matters listed for consideration suitably in advance of meetings of City of Dublin Education and Training Board to the Chairperson of CDETB Board or Chief Executive.

2. Minutes and Matters Arising

3. Finance Matters

4. Reserved Functions

5. Chief Executive’s Business

6. Risk

7. Boards of Management and Committees

8. Letters from Government Departments

9. Members Business

10. Chairpersons Business

11. Next Meeting