

# AHCS

# Terms of Reference

## AHCS Board

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## Functions of the AHCS Board

The Academy of Healthcare Science Board is the main decision-making body overseeing the operational and strategic direction for the Academy

Its functions are:

- To drive forward the Academy's work
  - Promoting healthcare science & scientific advances
  - Address workforce issues
  - Promoting professionalism & professional Standards through our regulatory framework
  - Consider policy challenges for the profession
  - To implement a strategy for an enduring organisation
  - To oversee the finance and governance of the organisation
  - To consider Corporate Risks

## Membership

The membership shall consist of:

- AHCS Chair
- Chief Executive
- Non-Executive Directors (Lay and Professional)
- Non-executive Director (Governance/Finance)

Appointments to the Board will be made giving due consideration to maximising diversity of Board composition and promoting a culture of mutual respect and inclusiveness.

## Notice of Meetings

The Secretariat shall give Board Members not less than seven days' notice of the time and place of a meeting

## Agenda

The Secretary shall issue an agenda for each meeting

Except in cases of urgency or where circumstances make it impracticable to do so, the agenda for a meeting and any accompanying papers will be sent to Members seven days before the meeting

## Chair

The Chair of the Board shall preside at any meeting of the Board

If the Chair is absent from, or otherwise unable to preside at, a meeting the Board Members present shall nominate one of their number to serve as chair at that meeting

In these Standing Orders, references to the “Chair” include a Board Member presiding at a meeting of the Committee in place of the Chair

## Quorum

The quorum at any meeting of the Board shall be half of the total number of Board Members of the Committee plus one

## Conduct of Meetings

The order of business at a meeting shall follow that set out in the agenda unless it is varied by the Chair with the consent of the meeting

A Board Member may only initiate a debate or move a motion on a matter which is not on the agenda with the consent of the meeting actioned through the Chair

All motions must relate to matters that are within or related to the functions of the Board

A Board Member must speak to the subject under discussion. The Chair may call attention to any irrelevance, repetition, unbecoming language or other improper conduct on the part of a Board Member and, where the Board Member persists in that conduct, may direct that Board Member to cease speaking

A ruling by the Chair on any question of order, whether provided for by the Standing Orders, shall be final and shall not be open to debate

## Voting

Any question at a meeting shall be decided by a majority of the Board Members present voting by a show of hands

In the event of an equality of votes, the Chair shall be entitled to an additional casting vote

## Minutes of meetings

The Secretary shall keep minutes of each meeting which shall include a record of the Board Members present at that meeting

At each meeting, the minutes of the preceding meeting shall be confirmed (or confirmed as amended) and be signed by the Chair as a true record of that meeting

The signed minutes of a meeting shall, unless the contrary is proved, be conclusive proof of the proceedings of that meeting

## Duration

A meeting shall start at the time set out in the notice of meeting and shall normally continue until all the business on the agenda has been disposed of.

## Disorder

If, in the opinion of the Chair, a Board Member has persistently disregarded the ruling of the Chair or behaved in a manner which is obstructing the business of the meeting, the Chair may order that Board Member to withdraw from the whole or part of the remainder of the meeting

In the event of a disturbance which, in the opinion of the Chair, prevents the orderly conduct of business, the Chair may adjourn the meeting for such period as the Chair considers appropriate

## Interests of Board members

Board Members shall make a declaration of their personal interests annually or at such times their circumstances change. and shall be under a duty to ensure that the details of their interests set out in the Register of Board Members' Interests maintained by the secretary are accurate and up to date

The agenda for every meeting shall include as an item of business the declaration of interests. A Board member who has a personal interest in any matter under consideration at that meeting, whether declared in the Register of Board Members' Interests, shall promptly disclose that interest to the meeting. If the interest is a prejudicial interest, the Board member shall withdraw from the meeting during the consideration of that matter

## **Code of conduct**

Board Members shall comply with the Nolan Principles. The Board shall establish standards of education and training and shall arrange development opportunities for the Board members in developing as fit and proper persons, in their performance of their duties

The Board shall establish standards of attendance and performance. which may include a system of annual performance appraisal

## **Approval of resolutions without meeting**

A resolution which, gives consent for the Chair to act, or with the consent of the Chair, is circulated to, and approved in writing or electronic form by not less than three quarters of the Members entitled to receive notice of and attend a meeting of the Committee shall be as valid as if it had been passed at such a meeting

## **Secretariat**

The Chief Executive shall appoint appropriate administrative support to ensure the effective running of meetings including staff to attend and service meetings.