

The General Dental Council Standing Orders for the Conduct of Business 2020

Preamble

The Council is governed by the Dentists Act 1984. Schedule 1 Part 1 Section 8A gives the Council the power to regulate its own procedure by Standing Orders subject to any provision of the Act or rules made under the Act. This means that the Standing Orders must comply with the Act and any rules.

Standing Orders are made by the Council and can be amended by the Council.

Index

1. Application, Commencement and Interpretation
2. Membership of Council
3. Meetings of Council
4. Order of Business
5. Public accessibility of Council meetings
6. Quorum
7. Declaration of Interests
8. Decision Making and Voting
9. Rules of Debate
10. Urgent actions or decisions between meetings
11. Minutes
12. Role of the Chair
13. Temporary and Deputy Chair
14. Senior Independent Council Member
15. The Registrar
16. Secretary and Advisors
17. Common Seal
18. Members' attendance at meetings, education and training
19. Conduct
20. Provisional Suspension of Members
21. Revocation

1. Application, Commencement and Interpretation

- 1.1. These Standing Orders contain the procedures by which the Council conducts its business and shall come into force on 30 July 2020.
- 1.2. In these Standing Orders:
 - “Act” means the Dentists Act 1984;
 - “Chair” means the Chair of the Council;
 - “Code of Conduct” means the Code of Conduct for Members and Associates, as amended from time to time and included in the Governance Manual;

“Constitution Order 2009” means the General Dental Council (Constitution Order) 2009 (as amended);

“The Managing Interests Policy” means the Managing Interests Policy for Members and Associates, as amended from time to time and included in the Governance Manual;

“Meeting” means a meeting of the Council;

“Live streaming” means a live broadcast of an event via the internet;

“Member” means a Member of the Council;

“Officer of the Council” means any member of GDC staff;

“Provided” means sent by post or by email or any other electronic means or published on an electronic device provided to Members by the GDC.

“Registrar” means Chief Executive and Registrar;

“Secretary” means the person appointed by the Registrar, under SO16.1;

“Signed” includes by electronic signature provided that the signature is verified by a method agreed by the Secretary in advance;

“Vote” means a formal expression of opinion or choice, either positive or negative, made by a member of the Council when a question is put in accordance with these Standing Orders. It does not include abstentions. Voting is to be understood accordingly;

“Written” means in writing including by email or any other electronic means. Write and writing are to be understood accordingly.

- 1.3. Unless otherwise stated, terms used in these Standing Orders have the same meaning as in the Act.
- 1.4. Where a dispute as to the interpretation of these Standing Orders arises, the Chair, having consulted the Registrar and the Secretary, where different, and taking into account the Code of Conduct, may give a view as to the correct interpretation of these Standing Orders. The Chair’s view on this shall be final.
- 1.5. The Council may, for the purpose of any particular meeting, suspend any of these Standing Orders other than those which reflect legislative provision, by resolution carried by a vote of no fewer than two thirds of the Members present and voting.

2. Membership of Council

- 2.1. The Council comprises 12 Members, being 6 Registrant and 6 Lay Members¹, appointed in accordance with the Constitution Order 2009².

3. Meetings of Council

- 3.1. The Council shall hold meetings no fewer than 4 times in each calendar year and at such other times as the Chair shall decide, subject to SO3.3 and 3.4 below.
- 3.2. At the discretion of the Chair any Council meeting may take place by audiovisual and/or telephone conference. If the Chair decides that all or some Members may attend the meeting by audiovisual or telephone conference, they shall instruct the Secretary to put in place such arrangements as the Chair considers appropriate to allow participation by Members.
- 3.3. Except in cases of emergency or where circumstances make it impracticable to do so, a notice of a meeting, along with any accompanying papers shall be provided to Members 5 working days' before the meeting.
- 3.4. Failure to provide notice of a meeting to a single Member shall not, of itself, invalidate that meeting.
- 3.5. A special meeting of the Council may be convened by the Secretary by decision of Council at a Council meeting or upon written request signed by the Chair or by any four Members. A written request for a special meeting to be held shall include details of the business to be transacted at that meeting. A special meeting shall take place as soon as reasonably practicable after receipt by the Secretary of the written request for the meeting to be held.
- 3.6. An emergency meeting may be convened where a decision must be made by the Council before its next meeting because the Council will be unable to discharge its statutory functions or will be exposed to a significant level of risk if urgent action is not taken.
- 3.7. An emergency meeting may be convened by the Secretary upon written request signed by the Chair, the Chair of the Audit and Risk Committee or by any four Members. A written request for an emergency meeting to be held shall include details of the business to be transacted at that meeting. An emergency meeting shall take place as soon as possible after receipt by the Secretary of the written request for the meeting to be held.
- 3.8. The emergency meeting may take place by telephone or audiovisual conference.

¹ In accordance with General Dental Council (Constitution) (Amendment) Order 2012 (SI 2012 No. 1655)

² General Dental Council (Constitution) Order 2009 (SI 2009 No.1808)

4. Order of business

- 4.1. Subject to SO4.2, no decision may be taken at a meeting on an item of business which does not appear on the agenda for that meeting.
- 4.2. The Chair or the Council may agree to the discussion of business which is not on the agenda.
- 4.3. A Member may propose a motion for discussion at a Council meeting by providing written notice to the Registrar, signed by at least two other Members, no later than 10 working days in advance of the meeting in question. The Secretary shall notify Members of the terms of the motion by providing a copy of the motion as soon as possible after receipt.
- 4.4. The Chair may, with the agreement of the Council, adjourn any item on the agenda to the next Council meeting.
- 4.5. Where there is insufficient business to convene a Council meeting, the Chair may, with the agreement of the Registrar, cancel the Council meeting. All matters due to have been considered at that meeting will be referred to the next.

5. Public accessibility of Council meetings

- 5.1. Subject to the remaining provisions of this Standing Order all meetings of the Council shall be accessible to the public by permitting the public to attend in person and/or by live streaming.
- 5.2. The Secretary shall publish the notice of all meetings, including the agenda and accompanying papers on the Council's website in advance of each meeting (unless such papers or parts of papers are not to be made public pursuant to SO5.7 below or not to be made public until after the meeting). The notice will state how the public may gain access to the meeting for example by inviting attendance at a specific location or by giving the link to the live streaming.
- 5.3. Failure of live streaming for technical reasons shall not, of itself, invalidate that meeting.
- 5.4. If there is an invitation to attend the meeting under SO5.2, members of the public may attend the meeting of the Council but may not participate. Attendance is subject to the terms and conditions set out in the notice, published under SO 5.2 and to these Standing Orders.
- 5.5. The Chair may decide that an agenda item be considered in private session, where to do otherwise would lead to the inappropriate disclosure of:
 - (a) personal data or sensitive personal data (within the meanings of the Data Protection Act 1998);

- (b) information relating to an employee or office holder, former employee, or applicant for any post or office;
 - (c) the terms of, or expenditure under, a tender or contract for the purchase or supply of goods or services or the acquisition or disposal of property;
 - (d) legally privileged information and any issue or papers relating to legal proceedings which are being contemplated or instituted by or against the Council;
 - (e) action being taken to prevent or detect crime or to prosecute offenders;
 - (f) information given to the Council in confidence; and/or
 - (g) any other matter, the public disclosure of which would or would be likely to prejudice the effective discharge of the Council's functions.
- 5.6. Where the Chair is considering whether an item should be considered in private, he or she should consult with the Registrar.
- 5.7. Items to be discussed in private session will not be disclosed to the public or the media, and papers, documents and information relating to them will not be posted on the Council website, and may, at the Chair's discretion, remain confidential after the meeting has taken place. Where the Chair so decides, there may be an abbreviated public minute of items considered in private session indicating, where appropriate the broad nature of the subject and the decision reached.
- 5.8. The paper supporting the item of business considered in private session will set out the rationale for the item being considered in private and, if possible and appropriate, state a date when the information will be released to the public.
- 5.9. Members of the public shall be excluded from that meeting or part of a meeting during which an item of business is to be dealt with in private session.
- 5.10. If, during the discussion of a particular item of business it becomes apparent that there are grounds for the item to be discussed in private session, the Chair may decide to do so, or a motion to do so may be moved.
- 5.11. If a member of the public interrupts the proceedings at any meeting, including by use of any method of recording the meeting, the Chair may order that person to be removed from the meeting or may order the part of the room which is open to the public to be cleared.

6. Quorum

- 6.1. In accordance with the Constitution Order 2009 the quorum of the Council is 7 Members.
- 6.2. If a quorum is not present within 1 hour of the time appointed for a meeting to commence, all business which should have been transacted at that meeting shall be held over until the next meeting.
- 6.3. If a meeting of the Council becomes inquorate the Chair may suspend business, postpone the consideration of an item of business or adjourn the meeting. If the meeting is adjourned, all remaining business will be adjourned to the next meeting.

7. Declaration of interests

- 7.1. Members shall be under a duty to declare their interests in the Register of Members' Interests in accordance with the Managing Interests policy and to ensure that the details of their interests set out in it are accurate and up to date.
- 7.2. A Member who has an interest in any matter under consideration at a Council meeting, whether or not declared in the Register of Members' Interests, shall promptly disclose that interest to the meeting.
- 7.3. A declaration of interest relevant to an item on the agenda, if not already declared to the meeting, should be made at the start of the discussion of the item to which it relates and should be recorded in the minutes. In the event of a Member not appreciating at the beginning of a discussion that an interest exists, he or she should declare such an interest as soon as he or she becomes aware of it.
- 7.4. Subject to SO7.8, in any case of doubt the Member should openly declare the possibility of an interest and the Chair will decide whether it is a prejudicial interest, in accordance with SO7.6 below.
- 7.5. Subject to SO7.8, if a Member believes that another Member present has an interest in an item for discussion and that interest has not been declared, they should inform the Chair. The Chair will establish whether or not there is an interest which should have been declared, and will if necessary make a ruling in accordance with SO7.7 below.
- 7.6. For the purposes of this Standing Order a Member has a prejudicial interest where the interest is one which a member of the public with knowledge of the relevant facts would reasonably regard as so significant that it is likely to prejudice the Member's judgement of the public interest.
- 7.7. If the Chair decides that a Member's interest in a matter is a prejudicial interest and that he or she needs to withdraw (the Chair's ruling on this shall be final), the Member shall leave the room for the duration of the discussion on that matter.

- 7.8. Where the Chair has declared an interest under SO7.2 or is believed to have an interest pursuant to SO7.5, the Members of the Audit and Risk Committee shall decide whether that interest is prejudicial. If the Chair of the Audit and Risk Committee decides that the interest is prejudicial and that the Chair needs to withdraw (and the Chair of Audit and Risk Committee's ruling on this shall be final) the Chair shall leave the room for the duration of the discussion of that matter and a different Chair shall be appointed under SO13.1 for the purposes of that discussion.
- 7.9. Members who have a prejudicial interest in relation to a particular item of business shall not count towards the quorum for the meeting whilst that item is under consideration and shall not, even if not required to withdraw under SO7.7, vote on the particular item.

8. Decision Making and voting

- 8.1. A vote at a meeting shall be decided by a simple majority of the Members present (including the Chair) and voting subject to where otherwise provided in these Standing Orders.
- 8.2. Decisions will be reached by vote on the following occasions:
- (a) when the Chair determines that no clear consensus has emerged;
 - (b) when a Member present at the meeting requests a vote to be taken and this is supported by at least one other Member;
 - (c) when a Member has a prejudicial interest in the matter under discussion; The Member with the prejudicial interest shall not vote on the matter; and/or
 - (d) in any other circumstance where the Chair concludes that a vote should be taken.
- 8.3. If an equality of votes occurs there will be further debate and a second vote shall be taken. If, following a second vote, there remains an equality of votes, the Chair shall have a second, casting vote.
- 8.4. The minutes of the meeting shall record the results of voting.

9. Rules of debate

- 9.1. A ruling by the Chair on any question of order, whether or not provided for by the Standing Orders, shall be final unless the ruling concerns the Chair in which case the Council shall make the ruling by a majority of votes.
- 9.2. If, in the opinion of the Chair, a Member has persistently disregarded a ruling of the Chair or has behaved in a manner which is obstructing the business of

the meeting, the Chair may order that Member to withdraw from the whole or part of the remainder of the meeting.

- 9.3. 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.

10. Urgent actions or decisions between meetings

Chair's Action

- 10.1. In the event that a decision or action is required urgently on a matter that would normally be considered at a meeting, and it is not practical to convene an emergency meeting, the Chair may take a decision or action on behalf of the Council between meetings.
- 10.2. In such circumstances, the Chair having first consulted the Chief Executive and Registrar or their nominated deputy, should use best endeavours to obtain the support of a majority of Council members by email. Where the Chief Executive and Registrar has a conflict of interest, the Chair should consult the Chair of the Audit and Risk Committee.
- 10.3. Where urgent decisions or action needs to be taken between meetings the Governance team will assist the Chair and Chief Executive and Registrar by keeping a record of all emails in order to establish an audit trail. Any such decisions or actions will be notified to members by email and reported at the next Council meeting.
- 10.4. This procedure may not be used for any matter reserved to Council, or to revoke or vary the Standing Orders.

Decisions via correspondence

- 10.5 The Chair may decide, as an alternative to holding an additional meeting or taking a Chair's Action, to seek a decision by correspondence. When deciding whether to use this procedure, the Chair will consult with the Chief Executive and Registrar or their nominated deputy.
- 10.6 A decision via correspondence shall be supported by a paper on the matter, prepared and approved in the usual way.
- 10.7 In order for a decision to be taken under this procedure, a decision via correspondence must be considered and consented to by a simple majority of Council members as if it had been proposed at a meeting duly convened and held for that purpose.
- 10.8 For a decision to be validly taken under this procedure, a quorate number of Council members must indicate whether they consent to the proposed

recommendation, object to it, or wish to abstain. They must convey their decision to the Head of Governance, or their nominated deputy, by email.

10.9 The decisions via correspondence procedure may not be used to revoke or vary the Standing Orders.

10.10 Decisions taken using this procedure will be reported to the next Council meeting and will be recorded in the minutes of that meeting.

11. Minutes

11.1. The Secretary shall be responsible for the production of a minute which shall include a record of the Members and any invitees present at that meeting. When read in conjunction with the papers presented to the meeting, the minute shall provide an accurate and authoritative record of the meeting and shall be sufficiently detailed to provide an audit trail of issues discussed by the Council, and the decisions taken.

11.2. At the next meeting of the Council after the minutes have been provided to Members, the Chair shall move that those minutes be approved as a correct record. No discussion shall take place except upon the accuracy of the record. When the minutes have been approved they shall be marked as confirmed by the Secretary and, unless in accordance with SO5.7, shall be published on the website.

12. Role of the Chair

12.1. The Chair, when chairing a meeting, shall:

- (a) at the end of each item of business, state the decision that has been made;
- (b) preserve order and ensure that Members have sufficient opportunity to express their views on all matters under discussion;
- (c) determine in which order Members and Officers should speak;
- (d) determine if the existence of a prejudicial interest requires a Member to withdraw from the room during discussion of an agenda item;
- (e) seek the advice of the Registrar or other officers of the Council where necessary.

12.2. The Chair may resign the office of Chair at any time by giving notice in writing addressed to the other members of the Council.

13. Temporary and Deputy Chair

13.1. Without prejudice to SO13.2, if the Chair is absent from some or all of a meeting, by reason of SO7.8 or otherwise, the Members present shall

nominate one of their number to serve as a temporary chair during his or her absence at that meeting.

13.2. If, for any reason -

- (a) the Council is on notice that the Chair is likely
 - (i) to be absent for more than one meeting of the Council, or
 - (ii) to be unavailable to perform the duties of a chair for more than one month; or
- (b) the office of chair is vacant,

the Council may nominate a Deputy Chair, in accordance with article 10 of the Constitution Order 2009³, to serve as chair during the absence or unavailability of the chair or the vacancy.

13.3. The process under this Standing Order for nominating and electing a temporary chair or a Deputy Chair shall be:

- (a) the Registrar shall act as chair at the beginning of the meeting or in the Chair's absence and invite nominations;
- (b) a Member may nominate him or herself or any other Member present;
- (c) if no more than one Member is nominated, that Member shall be elected chair for the period of the Chair's absence;
- (d) if more than one Member is nominated, the Registrar shall ask the Members present at the meeting, if electing a temporary chair, or all Members if electing a Deputy Chair, to elect by vote one of the Members nominated;
- (e) in the event of an equal number of votes being cast there shall be a further vote or votes if necessary until a member is elected as chair with a simple majority;
- (f) an election may be suspended at any stage if the Members nominated can, between themselves, reach agreement on which one of them shall act as chair;
- (g) if the Registrar knows, before the date of the meeting that the Chair will not be attending or will be absent for some part of the meeting, the Registrar may, in advance of the meeting, invite nominations to chair.

³ General Dental Council (Constitution) Order 2009

- 13.4. Where a temporary chair or Deputy Chair chairs some or all of a Council meeting, all references to the Chair in these Standing Orders shall apply to that Member as if he or she were the Chair.

14. Senior Independent Council Member

- 14.1. The Council may choose to appoint one of the Members as the Senior Independent Council Member.
- 14.2. The Senior Independent Council Member shall:
- (a) Be a conduit between Members and the Chair to communicate any major concerns Members have to the Chair;
 - (b) Lead the process of appraising the performance of the Chair and take advice from the Council and the Remuneration Committee around whether to seek the views of external stakeholders (including Government);
 - (c) Investigate any complaints (from Members, Officers of the Council or any other parties) about the Chair's conduct; and
 - (d) Occasionally deputise for the Chair at external events or internal meetings.

15. The Registrar

- 15.1. The Registrar shall be the Accounting Officer of the Council.
- 15.2. The Registrar shall hold office for the period determined by the Council.
- 15.3. The Registrar may delegate to staff members the power to perform such of the Registrar's functions as the Registrar may from time to time think fit.
- 15.4. Reference in these Standing Orders to the Registrar shall, where powers or duties have been delegated to another staff member to act in his or her absence, be deemed to be a reference to that staff member.
- 15.5. The Registrar shall be entitled to attend and speak at all meetings of the Council unless s/he has a prejudicial interest in a matter under consideration, in which case SO7 shall apply as if the Registrar were a Member.

16. Secretary and advisors

- 16.1. The Registrar shall appoint the Head of Governance, or, in the Head of Governance's absence another member of staff, as appropriate, to act as Secretary.

- 16.2. The Chair, or the Council, may invite any person to speak at a Council meeting, to give advice to the Council and answer questions through the Chair.

17. Common Seal

- 17.1. The Common Seal of the Council shall be kept in safe custody by the Registrar or a person appointed by the Registrar.
- 17.2. Where the Common Seal is affixed to a document, that document shall also be signed by the Chair and by the Registrar or a person appointed by the Registrar or by the Chair.
- 17.3. A report on the use of the Common Seal will be presented on an annual basis to the Council.

18. Members' attendance at meetings, education and training

- 18.1. Subject to SO18.2, the Chair may refer a Member to the Privy Council for consideration under Article 6 of the Constitution Order 2009 (removal of members from office) if they attend less than 65% of meetings in a one-year period.
- 18.2. For the purposes of SO18.1, "meeting" does not include Council Workshops and additional meetings of Council members though this figure may include, at the Chair's discretion, other meetings which the Council member is obliged to attend (e.g. committee meetings).
- 18.3. The Council shall direct that the Secretary arrange for Members to undergo training to assist them in the performance of their duties.
- 18.4. The Council shall establish standards of performance of Members, including a system of regular performance appraisal.
- 18.5. Members shall comply with the standards of attendance and performance and attend the training established by the Council under this Standing Order.

19. Conduct

- 19.1. Members shall comply with the policies and procedures provided to them governing their conduct which are approved by the Council from time to time.
- 19.2. The Chair's ruling on any question of conduct raised at a meeting shall be final unless the ruling concerns the Chair, in which case the Council shall make the ruling. Rulings shall be made in accordance with the provisions of the Constitution Order 2009⁴, these Standing Orders and the policies and procedures provided to members governing their conduct.

⁴ General Dental Council (Constitution) Order 2009

20. Provisional suspension of members

- 20.1. The Constitution Order⁵ sets out the mechanisms for appointment, removal and suspension of Members and the Chair.
- 20.2. The Council may resolve that a Member be provisionally suspended from office until such time as the Privy Council has reached a decision on whether to suspend or remove the Member under the Constitution Order 2009.
- 20.3. If a Member has been provisionally suspended the Chair shall notify the Privy Council in writing of the provisional suspension as soon as is reasonably practicable.
- 20.4. Where the Privy Council decides not to suspend a Member or not to remove a Member from office, the Council must terminate the provisional suspension as soon as reasonably practicable.
- 20.5. A Member who is provisionally suspended shall not be entitled to attend or otherwise participate in meetings of the Council or to exercise any other function of a Member.

21. Lifting a member's suspension

- 21.1. The Council may resolve to recommend to the Privy Council, with reasons, that a Member's suspension is lifted.
- 21.2. The decision on whether a suspension is to be lifted can only be taken by the Privy Council and any suspended Member shall not attend or otherwise participate in meetings of the Council or to exercise any other function of a Member until confirmation has been received from the Privy Council.

22. Revocation

- 22.1. The General Dental Council Standing Orders for the Conduct of Business 2016 and 2017 are hereby revoked.

Approved by the Council on 30 July 2020 and came into effect from this date.

Given under the official seal of the General Dental Council on [insert date]

William Moyes
Chair

General Dental Council (Constitution) Order 2009

Ian Brack
Chief Executive and Registrar