PROTOCOL FOR RESERVING MATTERS TO A PRIVATE BOARD AND COMMITTEE MEETING

1. INTRODUCTION

In accordance with Betsi Cadwaladr University Health Board Standing Orders (SOs), the Board holds its formal Board meetings in public. The SOs provide, at paragraph 7.5.2, the basis to meet and discuss relevant items in private. This is sometimes known as a 'Private Board meeting'. The legal basis of this section of the SOs is The Public Bodies (Admission to Meetings) Act 1960, section 1 (2).

There will be occasions when aspects of the organisation's business are considered more appropriately in private session; this is to avoid prejudicing the public interest—in other words, to avoid any undue harm or unfair influencing of the public. This Protocol identifies the different rationales that apply to material considered in private sessions.

2. BETSI CADWALADR HEALTH BOARD VALUES AND TRANSPARENCY

Board members are accountable to the public in a stewardship role, and these measures help to protect Board members by ensuring there is openness and honesty in the business dealings of NHS organisations.

The Board operates on the basis that transparency and openness are at the heart of its governance and decision-making approach; and that Board members debate everything in the Public Board meeting unless there is a specific reason not to do so.

3. FACTORS TO CONSIDER WHEN RESERVING A MATTER FOR A PRIVATE BOARD MEETING

In deciding whether to reserve a matter for the Private Board agenda, there are a number of factors to consider, including:

- Any matter arising from a contract of employment and/or includes personal data;
- Commercial matters;
- Legal matters (including legal advice or subject to legal privilege);
- Actual or anticipated litigation, including any arbitration or dispute resolution process;
- Any matter that would cause undue concern or potential harm to the public;
- Draft documents for future publication;

- Any matter that could be prejudicial to the conduct of Health Board business;
- Any disclosure of the matter inhibited by law.

The list is not exhaustive and sets out to give examples of key considerations. The Board considers a number of papers in draft form in private session, before taking the final version at meetings in public.

4. **MANAGEMENT OF BOARD MEETINGS HELD IN PRIVATE**

When the Board comes together for formal meetings, the Public Board agendas set out the majority of the business under consideration. Board papers will include a formal rationale for taking any item in private session. There may be occasions when the Board needs to convene in private session, without public notice, to consider urgent business associated with its legal and statutory roles.

5. **DECISION TO CONSIDER ITEMS IN PRIVATE SESSION**

The Chair, with the support of the Chief Executive, takes the final decision on whether to discuss a matter in private or public session, following advice from the Director of Corporate Governance, Head of Corporate Governance, and lead Executive Officer, in accordance with this Protocol. The Chair may also seek advice from any other member of staff or professional advisor, including the designated Data Protection Officer for the organisation.

6. **THE REPORTING OF ITEMS CONSIDERED IN PRIVATE SESSION**

The Director of Corporate Governance will produce a summary report of any items taken in private session and include this on the agenda for the next Board or Committee meeting in public session.

7. **REVIEW OF THIS PROTOCOL AND FEEDBACK**

The Board will review this Protocol annually, to ensure that it continues to meet the needs of the organisation and remains consistent with the spirit of Regulations and SOs. The Head of Corporate Governance will maintain a log of items considered in private session and produce an analysis to inform the annual review.

We welcome any feedback about this Protocol and are happy to respond to any queries in relation to it. Please email the Head of Corporate Governance at BCU.OBS@wales.nhs.uk.