



National Lottery
Commission

Standing Orders

NATIONAL LOTTERY COMMISSION

STANDING ORDERS

1 INTRODUCTION

- 1.1 These Standing Orders are made pursuant to paragraph 7 of Schedule 2A to the National Lottery etc Act 1993 ("the Act") as stated below:

Proceedings

7 (1) The Commission may regulate their own procedure and that of any of their committees (and in particular may specify a quorum for meetings).

(2) The validity of any proceedings of the Commission shall not be affected—

(a) By any vacancy among the members or in the office of chairman, or

(b) By any defect in the appointment or selection of any person as a member or as chairman of the Commission.

- 1.2 Subject to the provisions of the Act and regulations or orders made under it and directions given by the Secretary of State pursuant to it, these Standing Orders will regulate the procedure of the Commission, and of its committees as appropriate.

Interpretation

- 1.3 Any expression to which a meaning is given in the Act or in regulations or orders made under it shall have the same meaning in these Standing Orders, unless the context otherwise requires. In addition:

- "Commission" means the National Lottery Commission;
- "Secretariat Manager" means the officer of the Commission appointed by the Commission to act in this role;
- "Commissioner(s)" means a Member(s) of the Commission (including the Chair);
- "Chair" means the Chair of the Commission;
- "Chief Executive" means the person appointed by the Commission pursuant to paragraph 6(1) of Schedule 2A to the Act;
- "Committee" means a Committee appointed by the Commission;
- "Committee Chair" means the Chair of a Committee;
- "Committee member" means a member of a Committee, whether or not he is also a Commissioner;
- "Secretary of State" means the Secretary of State for Culture, Media and Sport;
- "Vice-Chair" means the Vice-Chair of the Commission.

- 1.4 All generalised reference to the male gender should read as equally applicable to the female gender, and vice versa.

- 1.5 In these Standing Orders, unless the contrary intention appears, words in the singular include the plural and words in the plural include the singular.

PART A

The provisions of Part A of these Standing Orders apply to meeting and proceedings of the Commission only

2 MEETINGS AND PROCEEDINGS

Ordinary Meetings of the Commission

- 2.1 Ordinary meetings shall be held at regular intervals with the time and place determined by the Commission, and confirmed at each preceding meeting of the Commission.

Special Meetings of the Commission

- 2.2 Special meetings may be held at such time and place as may be determined by the Chair, or in the absence of the Chair, the Chief Executive in consultation with one Commissioner.
- 2.3. The Chair shall call a meeting if a requisition for that purpose, signed by at least two Commissioners, is presented to him; and where such a requisition is presented-
- (a) the meeting shall be held within 28 days of the presentation of the requisition and
 - (b) if the Chair does not comply with the requisition within 7 days of its presentation, the Commissioners who signed the requisition may call a meeting.
- 2.4 The Chair or, as the case may be, the Commissioners requisitioning a meeting may authorise the Secretariat Manager, or another officer in the absence of the Secretariat Manager, to call such a meeting at a time and place to be agreed between the Chair or those Commissioners and the Secretariat Manager or that other officer, as the case may be.

Notice of Meeting

- 2.5 Before each meeting, a notice of the meeting, specifying the business proposed to be transacted at it, shall be delivered to every Commissioner, so as to be available to him at least five clear days before the meeting. In exceptional circumstances, however, the Chair may decide to call a meeting and notify members at shorter notice. In such circumstances the reason for the shorter notice will be recorded in the minutes
- 2.6 An accidental omission to serve such notice on any Commissioner shall not affect the validity of a meeting.
- 2.7 In the case of a meeting called by Commissioners in default of the Chair, the notice shall be signed by those Commissioners and no business shall be transacted at the meeting other than that specified in the notice.

Papers

- 2.8 While normal practice is for papers to be circulated with the agenda in advance of a meeting, papers may be admitted for discussion, at, or immediately prior to, the meeting,

with the prior approval of the Chair.

- 2.9 The Chair has the discretion to admit papers not previously notified and approved, if they are brought to the Chair's notice immediately prior to the commencement of the meeting and the Chair considers that the matter is sufficiently urgent for it to require immediate consideration.

Chairmanship of Meetings

- 2.10 At any meeting, the Chair, if present, shall preside.
- 2.11 If the Chair is absent, the Commissioners present shall choose one of their number to preside.

Decisions

- 2.12 Decisions of the Commission shall be taken by resolution and recorded in the Minutes of the meeting at which such resolution is passed.
- 2.13 If any resolution or other question is put to the vote at a meeting it shall be determined by a majority of the votes of the Commissioners present and voting on the question, and shall be decided on a show of hands unless before, or on the declaration of the result of, a show of hands, a ballot is duly demanded. A ballot may be demanded by a single Commissioner. In the case of an equality of votes the person presiding shall have a second and casting vote.
- 2.14 The vote or the abstention of a Commissioner may be recorded in the minutes of the meeting at the request of the Commissioner concerned. However, unless a ballot is demanded, a declaration should be given by the person presiding at the meeting that a decision has been made or not, and an entry to that effect made in the minutes of the meeting.

Record of Attendance

- 2.15 The names of all persons present and the person presiding shall be recorded in the minutes.

Quorum

- 2.16 No business shall be transacted at a meeting unless four Commissioners are present. A Commissioner shall be deemed to be present if available to participate in person, by conference telephone call or by other means of simultaneous communication. Absent Commissioners are permitted to send comments on papers to Commission meetings which may be circulated to attendees with the consent of the Chair, but only Commissioners present at the meeting will be able to vote or partake in decisions.
- 2.17 If such a quorum is not present within half an hour from the start of the meeting, or if during the meeting such a quorum ceases to be present during an item where a decision is required, the meeting shall stand adjourned to such a time and place as the Commissioners present may determine.

Minutes

- 2.18 The minutes of the proceedings of each meeting shall be submitted for agreement at the next meeting of the Commission where, if affirmed as a correct record, they will be signed by the person presiding at the ensuing meeting. The procedures for the administration of meetings, including the production of minutes, are set out in Preparing for Meetings – Key Processes and Timing.

Decision-Making Outside of Meetings

- 2.19 In some circumstances, it may be impracticable to hold a meeting of the Commission to transact Commission business. In such cases, the principles underlying the procedures above are upheld as follows:
- (a) The Chair, or an officer so authorised by the Chair, shall use all reasonable endeavours to contact Commissioners stating the reasons why a meeting is not possible, specifying the business proposed for discussion and the nature of the decision required;
 - (b) Those Commissioners contacted will offer their views on the issue to the Chair or authorised officer.
 - (c) The Chair, or officer so authorised by the Chair, will determine a decision reflecting the views of the contacted Commissioners.
 - (d) No decision shall be deemed valid unless it has been agreed to by at least four Commissioners. The Chair, Chief Executive, or officer so authorised by the Chair, will confirm the decision in writing to all Commissioners and it shall be recorded in the minutes of the next Commission meeting.
 - (e) If one or more Commissioners request a meeting of the Commission to discuss the matter, then a meeting shall be held in accordance with the standing orders above governing meetings before any decision is made.
- 2.20 In exceptional circumstances, when the Chair judges that a matter requires an urgent decision and the Chair has not been able to act in accordance with the provisions of paragraph 2.19 because it has not been possible to obtain the views of at least four Commissioners, then the Chair will have emergency authority to take decisions on the Commission's behalf, in consultation with the Accounting Officer or his authorised deputy. The Chair will minute the decision made, the reasons for the decision and the reasons for exercising emergency authority, and will communicate this to all the Commissioners in writing as soon as practicable.

3 APPOINTMENT OF DEPUTY CHAIR

- 3.1 Following discussion with the Accounting Officer and the DCMS Accounting Officer, the Commission may appoint one Commissioner as Deputy Chair of the Commission to deputise for the Chair in the event of as the Chair's incapacity. The appointment may be for any period of time up until the end of the Deputy Chair's term of office as a Commissioner of the Commission.
- 3.2 The Deputy Chair shall have the same powers the Chair has under these standing Orders for the period of the Chair's incapacity.
- 3.3 Any Commissioner appointed as Deputy Chair may resign from the office by giving notice in writing to the Chair.

4 DELEGATION OF FUNCTIONS

- 4.1 Paragraph 8 of Schedule 2A to the Act provides for the delegation of functions. It permits the Commission to delegate anything authorised or required by or under any enactment to be done by any duly authorised Commissioner, Commission employee or Committee consisting of Commissioners alone or one or more Commissioners and one or more employees. The way in which the Commission has so delegated its functions is set out in the Commission's Scheme of Delegation, approved by the Commission. The Commission's Scheme of Delegation shall be reviewed on a three yearly basis, but shall not lapse should such a review not be undertaken.

5 APPOINTMENT OF COMMITTEES AND REFERENCE GROUPS

- 5.1 The Commission may establish any Committee or Reference Group for such purposes as it considers appropriate and will determine its powers..
- 5.2 The Commission will appoint members to Committees and Reference Groups and may include one or more employees of the Commission. The Commission will also appoint one Commissioner who is a member of the Committee or Reference Group to be the Chair.
- 5.3 The Commission will keep under review the structure and scope of activities of each Committee and Reference Group, and will agree the Terms of Reference for each Committee and Reference Group.
- 5.4 The provisions of Part B of these Standing Orders shall apply to meetings and proceedings of Committees.
- 5.5 The provisions of Part C of these Standing Orders shall apply to meetings and proceedings of Reference Groups.

6 ACTIONS REQUIRED OF COMMISSIONERS HAVING A PECUNIARY OR NON-PECUNIARY INTEREST IN ANY MATTER

- 6.1 No Commissioner shall participate in the discussion or determination of any matter in which he has a direct or indirect pecuniary interest.
- 6.2 No Commissioner shall participate in the discussion or determination of a matter in which he has a Clear and Substantial non-pecuniary interest. An interest will be Clear and Substantial if members of the public, knowing the facts of the situation, would reasonably think that the Commissioner might be influenced by it.
- 6.3 In considering for the purposes of paragraph 6.2 whether an interest is Clear and Substantial, a Commissioner should assess (along with any other relevant consideration) whether -
- (a) the Commissioner, or close family member, or a person living in the same household as the Commissioner, or any person whose financial affairs significantly affect the Commissioner (including anyone who is financially dependent on the Commissioner), or
 - (b) a firm business or other organisation with which the Commissioner or anyone else such as is mentioned in paragraph (a) above is connected.

is likely to be affected to a greater extent than others affected by the decision.

- 6.4 Commissioners who cannot participate in the discussion or determination of a matter by virtue of paragraph 6.1 or 6.2 shall withdraw from the meeting (including leaving the room where it is being held) while that matter is under consideration. The Chair or other Commissioner presiding at the meeting shall have final authority to determine whether a Commissioner's interest is one requiring his withdrawal.
- 6.5 Whether or not a Commissioner is able (in the light of the above) to participate in the discussion or determination of a matter, he shall declare as soon as practicable after a meeting begins if he has an interest in a matter to be considered. If he is aware that a close family member or a person living in the same household as himself has an interest in the matter, he shall declare that too. In addition, he should consider whether he needs to disclose relevant interests of other persons or organisations which members of the public might reasonably think he could influence his judgement.
- 6.6 Where a Commissioner is aware that a spouse with whom he is living or his personal partner has an interest in a matter, that interest shall be deemed to be an interest of the Commissioner for the purposes of this Standing Order.
- 6.7 For the purposes of interpreting this Standing Order:

"close family members" include

- (a) spouses and personal partners, and
- (b) parents, children, brothers and sisters of the Commissioner or his spouse or personal partner, and the spouses and personal partners of any of these;

"Indirect pecuniary interests" are pecuniary interests arising-

- (a) from connections with bodies which have a direct pecuniary interest in a matter under consideration, including cases where a Commissioner or his nominee is a director of the body concerned; or
- (b) from being a business partner of, or employed by, a person with a direct pecuniary interest in such a matter, and

"non-pecuniary interests" include interests arising from personal connections with a close family member or a person living in the same household or a body with in any case an interest in the matter in question, and membership of clubs and other organisations.

7 VARIATION OR SUSPENSION OF STANDING ORDERS

- 7.1 These Standing Orders may not be amended or replaced otherwise than by a resolution passed at a meeting at which at least five Commissioners are present. The Standing Orders shall be reviewed by the Commission on a three-yearly basis, but shall not lapse should such a review not be undertaken.
- 7.2 Provided that at least five Commissioners are present at a meeting, any one or more of these Standing Orders except Standing Order 6 may be varied or suspended for the duration of the meeting, unless that would contravene any rule of law, legislative provision or direction made by the Secretary of State.

8 STANDING FINANCIAL INSTRUCTIONS

- 8.1 The Commission shall adopt Standing Financial Instructions and these shall have effect as if incorporated within these Standing Orders (but, for the avoidance of doubt, it is declared that nothing in paragraph 7.1 of these Standing Orders applies to the adoption by the Commission of amended or replacement Standing Financial Instructions, and paragraph 7.2 does not permit the variation or suspension of the whole or any part of those Instructions as mentioned in that paragraph).

9 CUSTODY OF SEAL AND SEALING OF DOCUMENTS

- 9.1 The Chief Executive or his nominated deputy shall keep the Seal of the Commission in a secure place.
- 9.2 The Seal shall only be affixed following a decision of the Commission or a decision made under delegated authority from the Commission.
- 9.3 The application of the Seal shall be authenticated by the signatures of
- any Commissioner, or
 - any other persons who has been authorised by the Commission whether generally or specially for that purpose.
- 9.4 The Sealing shall be recorded in a Register and the entry signed by the person involved and the Register shall be available for inspection by any Commissioner upon request to the Chief Executive.

PART B

The provisions of Part B of these Rules of Procedure apply to meetings and proceedings of Committees.

10. MEETING AND PROCEEDINGS

First Meeting

- 10.1 The first meeting shall be held as determined by the Committee Chair who shall arrange for the meeting to be convened.

Ordinary Meetings

- 10.2 Ordinary meetings shall be held at regular intervals. The time and place of each such meeting shall be determined by the Committee concerned and confirmed at each preceding meeting, but having regard to any indicative schedule of such meetings that may be specified by the Commission.

Notice of Meeting

- 10.3 A notice of the meeting, specifying the business to be transacted at it, shall be delivered to every Commissioner and Committee member, so as to be available at least five clear days before the meeting.
- 10.4 An accidental omission to serve such a notice on any Commissioner or Committee member shall not affect the validity of a meeting.
- 10.5 Any Commissioner may attend and speak at any meeting of a Committee with the permission of its Chair; but only Commissioners who are members of the Committee may vote at such a meeting.

Chairmanship of Meetings

- 10.6 At any meeting the Committee Chair, if present, shall preside.
- 10.7 In the absence of the Committee Chair from a meeting, the Committee members present shall choose one of their number to preside.

Decisions

- 10.8 Decisions of the Committee shall be taken by resolution and recorded in the Minutes of the meeting at which such resolution is passed.
- 10.9 If any resolution or other question is put to the vote at a meeting it shall be determined by a majority of the votes of the Committee members present and voting on the question, and shall be decided on a show of hands unless before, or on the declaration of the result of, a show of hands, a ballot is duly demanded. A ballot may be demanded by a single member. In the case of an equality of votes the person presiding shall have a second and casting vote.
- 10.10 The vote or the abstention of a Committee member may be recorded in the minutes of the meeting at the request of the Commissioner concerned. However, unless a ballot is demanded, a declaration should be given by the person presiding at the meeting that a decision has been made or not, and an entry to that effect made in the minutes

of the meeting.

Record of Attendance

10.11 The names of the person presiding and other Committee members present at the meeting shall be recorded.

Membership

10.12 Committees will normally be chaired by a non-executive member of the Commission other than the Chairman, who has relevant experience and expertise. Other members of the Committee will be Commission members and/or employees appointed at a full meeting of the Commission. Commissioners who are not members of the Committee shall have right of attendance and must act in accordance with Standing Order 10.5.

Quorum

10.13 The quorum for a meeting of the Committee will be one-half of the whole number of the Committee members present and will include at least two members, neither of whom has been excluded from voting by virtue of Standing Order 6. A Committee member shall be deemed to be present if available to participate in person, by conference telephone call or by other means of simultaneous communication.

10.14 If such a quorum is not present within half an hour from the agreed start of the meeting, or if during the meeting such a quorum ceases to be present, the meeting shall adjourn to another date as agreed by the Committee members present.

Minutes

10.15 The minutes of the proceedings of each meeting shall be drawn up and submitted for agreement at the next meeting where, if affirmed as a correct record, they will be signed by the person presiding.

10.16 The minutes of the proceedings of each meeting of a Committee shall be submitted to the Commission for information at the next convenient meeting of the Commission.

Decision-Making Outside of Meetings

10.17 Provisions for the making of decisions outside of Committee meetings are equivalent to those laid out in paragraphs 2.19 and 2.20 with respect to Commission business.

Special Meetings

10.18 Special meetings may be held at such time and places as may be determined by the Committee Chair

ACTIONS REQUIRED OF COMMITTEE MEMBERS HAVING A PECUNIARY OR NON-PECUNIARY INTEREST IN ANY MATTER

10.19 The actions required of Committee members having a pecuniary or non-pecuniary interest in any matter are equivalent to those laid out in Section 6 of the Standing Orders with respect to Commission business.

PART C

The provisions of Part C of these Rules of Procedure apply to meetings and proceedings of Reference Groups.

11. MEETING AND PROCEEDINGS

First Meeting

11.1 The first meeting shall be held as determined by the Reference Group Chair who shall arrange for the meeting to be convened. All Reference Groups will be established at a full meeting of the Commission.

Ordinary Meetings

11.2 Ordinary meetings shall be held on an informal, flexible and needs-led basis. The time and place of each such meeting shall be determined by the Reference Group concerned. The Chief Executive, Chair, or Chair of a Reference Group may ask the Reference Group to convene further meetings to discuss particular issues on which they are seeking the Reference Group's advice.

Notice of Meeting

11.3 A notice of the meeting, specifying the business to be transacted at it, shall be delivered to every Commissioner and Reference Group member, so as to be available at least five clear days before the meeting.

11.4 An accidental omission to serve such a notice on any Commissioner or Reference Group member shall not affect the validity of a meeting.

Chairmanship of Meetings

11.5 At any meeting the Reference Group Chair, if present, shall preside.

11.6 In the absence of the Reference Group Chair from a meeting, the Reference Group members present shall choose one of their number to preside.

Decisions

11.7 The Reference Group shall have no executive or decision making powers. Where decisions on policy or implementation are required, these will be referred to a meeting of the full Commission.

Record of Attendance

11.8 The names of the person presiding and other Reference Group members present at the meeting shall be recorded.

Membership

11.9 Reference Groups will be normally be chaired by a non-executive member of the Commission. The members of the Group will be appointed at a full meeting of the Commission. There will be a maximum of three Commissioners as members of a Reference Group (including the Chair of the Reference Group but excluding the Chief Executive). Commissioners who are not members of the Group shall have right of

attendance as observers.

Quorum

- 11.10 A minimum of one Commissioner member and one executive member will be present for the meeting to be deemed quorate. A Reference Group member shall be deemed to be present if available to participate in person, by conference telephone call or by other means of simultaneous communication.
- 11.11 If such a quorum is not present within half an hour from the agreed start of the meeting, or if during the meeting such a quorum ceases to be present, the meeting shall adjourn to another date as agreed by the Reference Group members present.

Papers

- 11.12 It is not a requirement for Reference Groups to receive and consider papers. Where papers are provided, it will be normal practice for them to be circulated with the agenda in advance of a meeting. Exceptionally, papers may be admitted for discussion, at or immediately prior to the meeting, with the approval of the Reference Group Chair.
- 11.13 A Reference Group will not commission additional work in relation to a topic or issue unless agreed with the Chair of the Reference Group and the Chief Executive.

Minutes

- 11.14 A note of the actions agreed at each meeting shall be drawn up and circulated to members by the Commission Secretariat Manager (or person fulfilling this role), to be submitted for agreement at the next meeting where, if affirmed as a correct record, they will be signed by the person presiding.

ACTIONS REQUIRED OF COMMITTEE MEMBERS HAVING A PECUNIARY OR NON-PECUNIARY INTEREST IN ANY MATTER

- 11.15 The actions required of Reference Group members having a pecuniary or non-pecuniary interest in any matter are equivalent to those laid out in Section 6 of the Standing Orders with respect to Commission business.

TERMS OF REFERENCE

- 11.16 A proforma for terms of reference for Reference Group is attached at Annex A.

Terms of Reference Proforma

REFERENCE GROUPS

A. Purpose

1. Reference Groups have been established by the Commission to improve the flexibility of Commissioner input to key Commission issues. The aim is to make the best use of Commissioners' time and ensure the decision making and wider governance process is as effective as possible. They are time limited and topics based, and are held on an informal, flexible and needs-led basis.
2. The purpose of a Reference Group is to review the output of key work programmes while acting as an exchange of information and ideas, with constructive challenge where appropriate.

B. Principles

3. A Reference Group is intended to create the least amount of burden possible on the Executive. Therefore the Terms of Reference do not include criteria such as regularity, frequency and formality. All Reference Groups will be established at a full meeting of the Commission.
4. A Reference Group has no executive or decision making powers. The Reference Group is a means to discuss issues and direction with Commissioners, to draw on their experience elsewhere, and to give them sight of the direction and progress of the issue or topic as a whole.
5. Where decisions on policy or implementation are required, these should be in accordance with the Scheme of Delegation and will be referred to a meeting of the full Commission.
6. A Reference Group will not commission additional work in relation to a topic or issue unless agreed with the Chair of the Reference Group and the Chief Executive.
7. Papers and verbal updates can be requested for presentation at a Reference Group, although these should not be core to its role and should be based on work already being carried out as part of the Reference Group's remit.
8. An action note of the meeting will be produced and circulated to members by the Secretariat Manager.
9. Members of a Reference Group will receive a copy of the Terms of Reference along with a briefing from the Chair of the Reference Group at the first meeting. This will allow new members to understand the purpose and scope of the Reference Group thus allowing effective contribution in line with the Terms of Reference.

C. Membership and Attendance

10. A Reference Group will normally be chaired by a non-executive Commissioner other than the Chair, who has relevant experience and expertise. There will be a maximum of three Commissioners as members of a Reference Group (including the Chair of the

Reference Group but excluding the Chief Executive). The members of the Group will be appointed at a full meeting of the Commission.

11. A minimum of one Commissioner member and one executive member will be present for the meeting to be deemed quorate.
12. Commissioners who are not members of a Reference Group shall have the right of attendance as observers.
13. Executive members will depend on the topic or issue being considered but should include as a minimum one Director.
14. A note of the actions agreed at each meeting shall be drawn up and circulated to members by the commission secretariat manager (or person fulfilling this role), to be submitted for agreement at the next meeting where, if affirmed as a correct record, they will be signed by the person presiding.

D. Reporting

15. The Chair of a Reference Group will report back orally to Commissioners after each meeting where necessary.

E. Review

16. All Reference Groups should be reviewed at least annually and should be time limited.

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