

Policy Name	Standing Orders
Policy No.	004

STANDING ORDERS

1. The Company shall adhere to the Memorandum and Articles dated November 2012 of the Company, being a company Limited by Guarantee and established in Guernsey.
2. The Board of Directors is responsible for ensuring the Company is managed in accordance with its aims and latest business plan.
3. No Director shall receive any payment or other benefit from the Company.
4. The Board shall appoint a Chairman from amongst its number.
5. The Board shall consist of not less than three Directors up to a maximum of eight Directors. A Director shall be a member of the Company.
6. The Company or the Directors may appoint an additional Director provided the appointment is not in breach of the Articles of the Company.
7. Three Directors present shall represent a Quorum
8. On a show of hands every Director who is present in person at a meeting shall have one vote. In the case of an equality of votes the Chairman will be entitled to a casting vote in addition to any other vote they may have.
9. A Director may resign or be removed from the Company in accordance with the Articles. Directors are required to retire by rotation, after every third anniversary of the registration of the Company, and shall be re-appointed if they are willing to act and the vacancy is not filled.
10. The Board and Chief Executive of the Company shall be primarily responsible for seeing that the Memorandum and Articles of the Company are observed.
11. The Board shall retain the services of an appropriately qualified accountant who shall be responsible for the preparation of annual Financial Statements and audit

12. The Board shall meet a minimum of four times a year and hold its Annual General Meeting in accordance with the requirements of the Statutes.
13. Reports and minutes for the previous meeting will generally be circulated to Board members at least seven working days in advance of the meeting at which they are presented for approval.
14. At every meeting the minutes of the last meeting shall be agreed and signed by the Chairman as a true and accurate record.
15. The Board shall declare at each meeting any personal interest in matters concerning the Company. A register of interests will be held by the Company Secretary.
16. The Board shall include audit, remuneration and risk on the standing agenda, (ideally to be discussed periodically at different meetings during the year).
17. Executive members and the Company Secretary will withdraw from any part of the meeting which is discussing their own remuneration, conditions of service, promotion, conduct suspension, dismissal or retirement.
18. The Board shall approve an annual Business Plan each year
19. The Chief Executive and the relevant GHA manager will review all Company Policies and bring forward 5 different Policies to each board meeting on a rolling basis to ensure all policies are seen by the Board. All Policies reviewed will require a fresh review after 2 years unless operational changes require this to be earlier.

Date approved – March 2021	Date for review: March 2023
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