

**RULES FOR THE
PROCEEDINGS OF THE BOARD OF DIRECTORS OF THE
BELIZE AGRICULTURAL HEALTH AUTHORITY**

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I. SCOPE

Rule 1

These rules shall apply to the proceedings of the Board of the Belize Agricultural Health Authority (BAHA) established in accordance with the Belize Agricultural Health Authority Act No. 47 of 1999.

II. DEFINITIONS

Rule 2

For the purpose of this regulation:

- (a) “BAHA” means the Belize Agricultural Health Authority established under the Belize Agricultural Health Authority Act No. 47 of 1999;
- (b) “The Board” means the Board of Directors established under Section (10) of the Belize Agricultural Health Authority Act No. 47 of 1999.
- (c) “Minister” means the Minister responsible for Agriculture.
- (d) “Managing Director” means the Managing Director of the Belize Agricultural Health Authority appointed under section 8 (1) of the Belize Agricultural Health Authority Act 1999;
- (e) “Chairman” means the Chairman appointed under section 11 (3) of the Belize Agricultural Health Authority Act 1999;
- (f) “Deputy Chairman means” the deputy chairman elected in accordance with section 11 (4) of the Belize Agricultural Health Authority Act No. 47 of 1999;
- (g) "Director" means a member of the Board of Directors of the BAHA.

III. FUNCTIONS

Rule 3

Section 10 There shall be a Board of Directors of the Authority, appointed by the Minister which shall be constituted as provided in Section 11, and the Board of Directors shall be the policy organ of the Authority.

Rule 4

The functions of the Board of Directors shall be as follows:

- (a) establish policies necessary for achieving the objectives of BAHA;
- (b) approve programs that give effect to these policies;
- (c) represent BAHA at national and international forums when required;
- (d) approve the annual operational plan and respective budget;
- (e) to make recommendations to the Minister for the annual subvention from the Government of Belize;
- (f) to promote the image and interest of BAHA;
- (g) to supervise and evaluate the performance of the Managing Director in the execution of his functions and responsibilities;
- (h) make rules in accordance with Section 18 (1) of the BAHA Act;
- (i) to perform such other functions as may be required from time to time.

IV. DIRECTORS

A. COMPOSITION

Rule 5

Section 11 (1) The Board of Directors shall consist of the following persons:

- (a) a representative of the Ministry responsible for Agriculture or his designee;
- (b) a representative of the Ministry responsible for Trade or his designee;

- (c) a representative of the Ministry responsible for Health or his designee;
- (d) a representative of the Ministry responsible for Economic Development or his designee;
- (e) one Director appointed by the Minister in his discretion from among persons having knowledge or experience in the agricultural or commercial sectors;
- (f) four Directors appointed by the Minister from the Citrus Growers Association, the Banana Growers Association, the Belize Livestock Procedures Association, the Sugar Cane Association, the Chamber of Commerce and Industry, and other agribusiness associations;
- (g) one Director nominated by associations in the fishing industry having knowledge and experience in the fisheries sectors;
- (h) the Managing Director, who shall not have the right to vote.

B. APPOINTMENT AND RE-APPOINTMENT

Rule 6

Section 13(4) The names of all Directors of the Board as first constituted, their terms of office and every change in the membership thereof shall be published in the Gazette.

Rule 7

Section 16 Subject to the provisions of this Act, a Director, other than the ex-officio Director, shall hold office for two years and shall be eligible for re-appointment upon the expiration of his period of office.

Rule 8

Section 11 (2) The Directors referred to in subsection (1) above shall be appointed by the Minister for such period not exceeding two years as may be specified in the instruments appointing them:

Provided that any such Director retiring on the expiration of his term of office shall, subject to section 13, be eligible for re-appointment.

C. RESIGNATION AND TERMINATION

Rule 9

Section 13(1) No person shall be appointed or remain a Director who is a member of the National Assembly.

Rule 10

Section 13(2) The Minister may terminate the appointment of the Director appointed under section 11(1) (e) or (f), only if the Director, as the case may be:

- (a) by writing under his hand addressed to the Minister resigns his office;
- (b) becomes subject to the disqualification specified in subsection (1) above;
- (c) becomes bankrupt or insolvent, compounds with his creditors or benefits under the law for the relief of a bankrupt or makes any assignment in whole or in part of his income for the benefit of such creditors;
- (d) is convicted of an offence involving dishonesty or any other offence punishable with not less than three years imprisonment (whether or not the convicted person is awarded such sentence);
- (e) becomes totally or permanently incapable of performing his duties; or
- (f) is guilty of gross misconduct.

Rule 11

Section 13(3) The Minister may terminate the appointment of a Director of the Board who absents himself from three consecutive meetings of the Board without leave from the Board.

D. CHAIRMAN

Rule 12

Section 11(3) The Minister shall appoint one of the Directors to be the Chairman of the Board and the Chairman shall hold office for a period of two years and shall be eligible for reappointment.

Rule 13

The Chairman shall preside at every meeting of the Board. In addition to exercising the functions conferred upon the Chairman elsewhere by these rules, the Chairman shall declare the opening and closing of meetings, ensure the observance of these rules, accord the right to speak, put questions to the vote and announce decisions. The Chair shall rule on points of order and, subject to these rules, shall have complete control of the proceedings and over the maintenance of order at the meetings.

Rule 14

The Chairman may propose to the Board a limitation on the time to be allowed to speakers and on the number of times each Director may speak on a question, the adjournment or closure of the debate and the suspension or adjournment of a meeting.

Rule 15

Section 12(6) Where for any reason, the Chairman is unable to preside at any meeting of the Board:

- (a) the Deputy Chairman shall preside if he is present and able; and
- (b) if the Deputy Chairman is absent or unable to preside, then the Directors present shall elect one of their number to preside.

E. DEPUTY CHAIRMAN

Rule 16

Section 11(4) The Board shall elect from among its members, a Deputy Chairman who shall hold office for a period of two years and shall be eligible for re-appointment.

Rule 17

In addition to presiding over meetings in accordance with Rule 16, the Deputy Chairman shall deputize for the Chairman in the execution of his functions when the Chairman is unable to do so.

F. MANAGING DIRECTOR

Rule 18

Section 8(1) The Board may, with the approval of the Minister, appoint and employ at such remuneration and subject to such terms and conditions as it thinks fit, a suitably qualified Managing Director who shall be the Chief Executive Officer of the Authority and shall be responsible, subject to section 9 below, for managing the day to day affairs of the Authority.

Rule 19

Section 9(1) The Managing Director shall, subject to the general policy decisions of the Board, be responsible for the management of the Authority, including the organization of staff in accordance with the general terms and conditions of service established by the Board.

Rule 20

The Managing Director shall have the following functions:

- (a) ensure the proper execution of Act No. 47 of 1999 and all regulations made there under;
- (b) establish programs aimed at achieving the objectives of BAHA;
- (c) review and recommend policies for achieving the objectives of BAHA;
- (d) manage and implement approved work programs;
- (e) preparation of annual operational plans and annual budget;
- (f) coordinate the preparation of quarterly and annual progress reports;
- (g) represent the interest of BAHA at national and international forums;
- (h) preparation of papers for decision making purposes;
- (i) manage the human and financial resources of BAHA;
- (j) advise the Board and Minister on issues of Agricultural Health and Food Safety or other related matters;
- (k) mobilize financial and human resources to effectively deal with threats of pests and disease when they arise.

Rule 21

Section 9(2) The Managing Director shall have authority:-

- (a) To sign jointly with another Director, reports, balance sheets and other financial statements;
- (b) To delegate his powers provided for in paragraph (a) of this subsection to other officers of the Authority.

Rule 22

Any delegation of powers by the Managing Director shall be granted in writing explicitly stating the activities for which authority is being granted, the effective date of such delegated authority, the duration of the delegated authority and any condition which the delegated authority may so require.

G. OTHER OFFICERS

Rule 23

Section 12(5) The Board shall employ the services of an official or other member of the staff of the Authority as secretary of the Board and shall ensure that records are kept of its acts and decisions.

Rule 24

A Secretary of the Board shall be responsible for:

- (a) receiving, reproducing and distributing to Directors the documents of a meeting;
- (b) recording and making available when required the full texts of all the meetings and the decisions of the Board;
- (c) maintain a minuted record of all meetings of the Board in a designated file for that purpose;
- (d) assist the Board in fulfilling tasks relating to the maintenance of files and the collection, processing and availability of information;
- (e) perform any other work that the Board may require.

Rule 25

The Secretary shall be bound by the confidentiality provisions set out in these Rules.

V. MEETINGS

A. DATES

Rule 26

Section 12(1) The Board of Directors shall meet as often as the business of the Board requires but not less frequently than once every month in the year.

Rule 27

- (a) At the first meeting of each year, the Chairman shall propose for the approval of the Board a schedule of meetings for that calendar year.
- (b) If changes to the schedule or additional meetings are required, the Secretary shall, as delegated by the Chairman after consultation with all Directors, give notice of any changes in the dates of scheduled meetings, and/or of the dates of additional meetings.

B. PARTICIPATION

Rule 28

- (a) Participation of Directors is fundamental and is the direct consequence of being a Director of the Board of BAHA.
- (b) For purposes of continuity and effectiveness, the use of alternates is discouraged.

Rule 29

When participation is definitely not possible, the Director may submit his comments electronically to the Secretary of the Board and these shall be tabled by the Chairman at the meeting.

Rule 30

Meetings of the Board shall be open to attendance, as observers, by invitation only. Such invitation can be extended by any Board member with the approval of the Chairman.

Rule 31

Observers may, upon invitation by the Board, make presentations relating to matters under consideration by the Board. Observers invited to participate in the meetings of the Board do not have the right to vote or participate in any form of voting, including by electronic means. Observers shall be bound by the confidentiality provisions of the Board.

Rule 32

Directors may be paid an allowance for attending Board meetings as approved by the Board and subject to the Authority's approved budget.

C. VENUE

Rule 33

Meetings of the Board shall be held at the headquarters of BAHA, unless the Board decides otherwise or other appropriate arrangements are made by the Secretary of the Board in consultation with the Chairman.

D. QUORUM

Rule 34

Section 12(3) A quorum for any meeting of the Board shall be six Directors one of whom shall be the Managing Director.

Rule 35

The Secretary of the Board shall confirm attendance prior to each meeting of the Board to ensure that a quorum is obtained.

E. AGENDA

Rule 36

The Secretary of the Board shall draft for the approval of the Chairman, the provisional agenda of each meeting of the Board.

Rule 37

The Secretary of the Board shall give to each Director not less than seven days' notice in writing of a Board meeting. Such notice shall include the provisional agenda, draft minutes and other documents for the meeting in accordance with Rule 38.

Rule 38

Additions or changes to the provisional agenda of a meeting may be proposed to the Secretary of the Board by any Director and incorporated in the proposed agenda provided that the Director shall give notice thereof to the Secretary of the Board not less than eight (8) working days before the date set for the meeting. The proposed agenda for the meeting shall be transmitted by the Secretary of the Board to all those invited to the meeting five (5) working days before the date set for the meeting.

Rule 39

The Board shall, at the beginning of each meeting, adopt the agenda for the meeting.

Rule 40

Any item included on the agenda for a meeting of the Board, consideration of which has not been completed at that meeting, shall be included automatically on the provisional agenda for the next meeting, unless otherwise decided by the Board.

F. DOCUMENTATION**Rule 41**

All documentation for a Board meeting shall be made available to Directors through the Secretary of the Board not less than seven (7) calendar days before the meeting.

Rule 42

Whenever a decision is required of the Board, this request should be presented to the Board in the form of a properly documented "Board Paper". Such Board Paper shall include at a minimum (a) a serial number (b) subject matter (c) background (d) nature of the request (e) justification (f) proposed decision (g) an invitation to approve the decision (h) date (i) any other relevant fact that justified decision-making.

Rule 43

Documents prepared for public purposes can be made publicly available by the Secretary of the Board, only after transmission and approval by the Board.

G. SPECIAL MEETINGS

Rule 44

Section 12(2) The Chairman, or in his absence, the Deputy Chairman, shall summon a special meeting of the Board within seven (7) calendar days of a requisition for that purpose addressed to him in writing by any three Directors.

H. RECORD OF THE MEETING

Rule 45

Before the end of each meeting, the Chairman shall present draft conclusions and decisions of the meeting for consideration and approval by the Board. Any written records of the Board or recordings of proceedings shall always be kept by the Secretary of the Board within the physical premises of BAHA.

Rule 46

Minutes of the Meeting should include details such as date of meeting, opening and closing time, the name and representation of each person in attendance, respective agenda, a concise summary of the points considered and transcribe the decisions taken. These shall be numbered. A copy of the transcript of the minutes can be made available upon request to Board Directors.

Rule 47

The confirmed Minutes of Meetings shall be signed by the Chairman and the Secretary of the Board.

VI. VOTING

Rule 48

Each Director, except for the Managing Director who does not have the right to vote, shall have one vote.

Rule 49

Directors not present at the meeting can cast their vote electronically.

Rule 50

Section 12(4) Decisions of the Board shall be by majority of the votes cast provided that in any case in which the voting is equal, the person presiding at the meeting shall have a second or casting vote.

Rule 51

Whenever, in the judgment of the Chairman, a decision must be taken by the Board which cannot be postponed until the next meeting of the Board, the Chairman shall transmit to each Director, through the Secretary of the Board, a proposed decision, with an invitation to approve the decision. Together with the proposed decision, the Chairman shall provide, subject to the applicable confidentiality requirements, the relevant facts that, in the Chairman's judgment, justify decision-making pursuant to this rule. The proposed decision shall be transmitted in the form of an electronic message. A quorum of the Board is required to confirm the receipt of the message.

Rule 52

Directors shall be given one week from the date of receipt of the proposed decision for comments. These comments shall be made electronically available to Directors.

Rule 53

At the expiration of the period referred to in Rule 52, the proposed decision shall be considered approved if there is no objection by any Director. If an objection is raised, the Chairman shall include consideration of the proposed decision as an item on the proposed agenda for the next meeting of the Board and inform the Board accordingly.

Rule 54

Any decision made using the procedure specified in Rules 51-53 shall be included in the report of the Board at its next meeting.

VII. CONFLICT OF INTEREST AND CONFIDENTIALITY

Rule 55

Directors of the Board shall have no pecuniary or financial interest in any aspect of the BAHA's activities.

Rule 56

If a matter is under discussion before the Board which may constitute a conflict of interest or which might be incompatible with the requirements of integrity and impartiality for any Director, that Director shall excuse himself from voting on that matter.

Rule 57

Directors of the Board shall take a written oath of service witnessed by the Minister (or his/her authorized representative) before assuming his or her duties as a member of the Board. The written oath of service shall read as in Annex 1.

Rule 58

Directors of the Board shall, subject to their responsibilities to the Board, not disclose any confidential or proprietary information coming to their knowledge by reason of their functions and duties as a Director of the Board. The duty of the Director not to disclose confidential information constitutes an obligation in respect of that member and shall remain an obligation after the expiration or termination of that member's function on the Board.

VIII. TRANSPARENCY

Rule 59

Subject to the need to protect confidential information, the principle of transparency should apply to all work of the Board, encompassing the timely availability of public documentation after due consideration by the Board.

IX. DIRECTIONS BY MINISTER

Rule 60

Section 7 The Minister may, after consultation with the Chairman, give to the Board directions of a general character as to the policy to be followed in the performance of any of its functions, and the Board shall give effect to such directions.

X. DELEGATION OF POWERS

Rule 61

Section 15(1) The Board may from time to time, in respect of any particular matter or class of matters, and in writing, delegate to any other Director or to the Managing Director, any of its functions under this Act except this power of delegation and the following function:

- (a) approving annual budgets or programs of activities;
- (b) making Regulations;
- (c) carrying out activities which require off-budget expenditures.

Rule 62

Section 15(2) Subject to any general directions given to him by the Board, the person to whom any powers are so delegated may exercise those powers in the same manner and with the same effect as if they had been conferred on him directly by this Act and not by delegation.

Rule 63

Section 15(3) Every person purporting to act pursuant to a delegation under this section shall, in the absence of proof to the contrary, be presumed to be acting in accordance with the terms of the delegation.

Rule 64

Section 15(4) Every delegation under this section shall be revocable at will, and no such delegation shall prevent the exercise of any power by the Board.

Rule 65

Any delegation of powers by the Board shall be granted in writing explicitly stating the activities for which authority is being granted, the effective date of such delegated authority, the duration of the delegated authority and any condition which the delegated authority may so require.

XI. COMMITTEES, PANELS AND WORKING GROUPS

Rule 66

The Board may establish committees, panels or working groups to assist in the performance of its functions. The Board shall draw on the expertise necessary to perform its functions.

Rule 67

Each committee, panel or working group shall be composed of an appropriate number of members determined by the Board. Directors of these bodies shall have demonstrated and recognized technical expertise in the relevant field of work.

Rule 68

In establishing a committee, working group or panel, the Board shall appoint two Board Directors to act as Chair and Vice-Chair of the panel. The Board may appoint additional Directors to participate in each of these bodies.

Rule 69

In establishing a committee, working group or panel, the Board shall determine its terms of reference. The terms of reference shall include a work plan, the deadline for submission of documents, the criteria for the selection of the body's members and the necessary budgetary provisions.

Rule 70

Reports of committees, panels and working groups to the Board can only be made publicly available after the consultation and approval of the Board.

Rule 71

Where the committee, panel or working group requires a decision of the Board, these shall be requested via the Secretary of the Board in accordance with the procedure set out in Rule 51.

XII. ADOPTION, AMENDMENT OR REVOCATION OF THE RULES

Rule 72

Once adopted, the Board may at any time make amendments or additions to its rules of procedures, as appropriate.

Rule 73

Section 18(2) Notice in writing of every proposed Resolution to make Rules under this section or for the amendment or revocation of any Rule so made, (including a copy of the proposed Rules, amendment or revocation) shall be given to every Director not less than twenty-one (21) calendar days before the meeting at which the proposal is to be moved but an inadvertent failure to comply with this subsection shall not invalidate the making, amendment or revocation of any Rule at that meeting.

XIII. EFFECTIVE DATE

Rule 74

These Rules shall enter into force on the day the Board adopts these Rules.

ANNEX 1

Oath of Service

“I solemnly declare that I will perform my duties as a member of the Board of the Belize Agricultural Health Authority, honourably, faithfully, impartially and conscientiously.”

“I further solemnly declare and promise that I shall have no financial interest in any aspect of the BAHA’s operations. Subject to my responsibilities to the Board, I shall not disclose, even after the termination of my functions, any confidential or proprietary information which has been brought to the attention of the Board in connection with the operations of the BAHA, or any other confidential information coming to my knowledge by reason of my duties as a member of the Board of Directors.”

“I shall disclose to the Chairman of the Board any interest in any matter under discussion before the Board which may constitute a conflict of interest or which might be incompatible with the requirements of integrity and impartiality expected of a member of the Board of Directors and I shall refrain from participating in the work of the Board in relation to such matter.”

Signed by:

Witnessed by:

Director of the Board

Minister