

Khyber Pakhtunkhwa Healthcare Commission
(Board) Regulations, 2023

CHAPTER I
PRELIMINARY

1.

2. **Short Title, Application and Commencement:**

- (1) These Regulations shall be called as the Khyber Pakhtunkhwa Health Care Commission (Board) Regulations, 2023;
- (2) These regulations are enacted in pursuance of Section 31 of The Khyber Pakhtunkhwa Health Care Commission Act, 2015;
- (3) These Regulations shall come into force at once.

3. **Definitions:**

- (1) In these Regulations, unless the context otherwise requires, the following expressions shall have the meanings hereby respectively assigned to them, as given below:
 - (a) "Act" means the Khyber Pakhtunkhwa Healthcare Commission Act, 2015;
 - (b) "Acting Chairman" means a Board Member nominated by the Chairman in his/her absence or elected for a specific Board meeting by majority of the members;
 - (c) "Agenda" refers to the list of items to be considered at a meeting;
 - (d) "Board" means the Health Care Commission established under section 3 of the Act;
 - (e) "Chairman" means the Chairman of the Board;
 - (f) "Commission" means the Khyber Pakhtunkhwa Health Care Commission;
 - (g) "Government" means the Government of the Khyber Pakhtunkhwa;
 - (h) "Secretary" means the Chief Executive Officer of the Commission;
 - (i) "member" means a member of the Board including the Chairman;
 - (j) "Virtually Meeting" means the joining of a Board meeting by a member other than through physical attendance, and can be through a video call or video conference by means of a secure application for the purpose.
- (2) All other words and expressions used in these regulations but not specifically defined herein shall have the same meanings as are assigned to them in the Act, other laws for the time being in force, rules, and regulations for achieving the purpose of the Act.

CHAPTER II
BOARD FUNCTIONS

4. Meetings of the Board:

- (1) Meetings of the Board shall be called by its Chairperson on quarterly basis for the conduct of the business of the Commission. Extraordinary meeting of the Commission may be convened as and when required. The extraordinary meeting may be called by the Chairman or on the request of three or more members in writing for reasons specified there;
- (2) Each meeting of the Board shall be presided-over by the Chairman or in his absence, by the Acting Chairman to be nominated by the Chairman or elected for that specific meeting by majority of the members;
- (3) The Secretary shall notify all members, by the most rapid possible means of communication reasonably available, of the date and place of each meeting of the Board. Such notifications must be dispatched at least seven (7) days prior to the date of quarterly meeting and one (01) day prior to the date of extraordinary meeting. In case of emergency, notification for extraordinary meeting by telephone, WhatsApp, email, or other rapid means of communication one (01) day prior to the date set for the meeting shall be sufficient.
- (4) In case of emergency additional agenda item can be presented for consideration of the Board.
- (5) The secretary shall notify each member of such additional item immediately.
- (6) Extra ordinary meetings of the Commission may be convened as and when required. The Extraordinary meeting may be called by the Chairman or on the request of three or more members in writing for reasons specified there.
- (7) The Board may order the temporary adjournment of any meeting and its resumption at a later date, notifications of which would be dispatched by the Secretary to the members of the Board, three (3) days prior to the date of the said meeting.
- (8) The Board may invite experts, advisors, directors, employees for their views on a particular issue. However, they shall not take part in voting for decision.
- (9) Except as otherwise specifically directed by the Board, the Secretary shall have charge of all arrangements for the holding of meetings of the Board.

5. Chairman and Acting Chairman:

The meetings shall be chaired by the Chairman, and in his absence by the Acting Chairman to be nominated by the Chairman or elected for that specific meeting by majority of the members.

6. Secretary:

The Chief Executive Officer of the Khyber Pakhtunkhwa Health Care Commission shall serve as Secretary of the Board.

7. Committees:

The Board may at any meeting establish such committees as may be necessary or appropriate to facilitate its work and such committees shall report to the Board.

8. Delegation of powers:

The Board may, by general or special order, delegate to the Secretary, Directors or any Officer of the Board any of its powers or functions under this Act subject to such conditions as it may deem fit.

9. Quorum & Attendance at Meetings:

- (1) Two-third of the total members shall constitute quorum for a meeting of the Commission.
- (2) The members may attend any meeting of the Board either physically or virtually through video conferencing or video call;
- (3) Other management officials/employees may also attend if deemed necessary by the Secretary;
- (4) Members may be assisted by advisors after prior notification to the Secretary to the Board. The Board may restrict such attendance if circumstances so dictate;
- (5) The Chairman of the Board, in consultation with the Board, may invite observers to attend any meeting of the Board, either physically or virtually through video conferencing or video call.

10. Decisions at Meetings:

- (1) The decision of meeting shall be taken by majority of votes: provided that in the case of equality of votes, the Chairman shall have a second or casting vote.
- (2) Legal issues shall be decided in the light of constitution, laws, rules and regulations.
- (3) The decision of the meeting shall be notified by the Secretary to the members present at the Board meeting, and also, the absent members at the said meeting.

11. Voting:

- (1) Except as otherwise expressly provided in the Act, Rules or the Regulations, all decisions of the Board shall be made by a majority of the voting power of the Members voting. At any meeting the Chairman may ascertain the sense of the meeting in lieu of a formal vote but a formal vote shall be taken whenever requested by any member.
- (2) At any meeting of the Board, the vote of any member must be cast in person by the member, or virtually when attending meeting virtually through Video Conferencing or Video Call.
- (3) The Chairman or the Acting Chairman, may not vote, except in case of a tie during a formal vote.

12. Voting Without Meeting by Circulation:

- (1) Whenever the members of the Board consider that the decision on a specific question which is for the Board to determine should not be postponed until the next meeting of the Board and does not warrant the calling of a special meeting of the Board, the Board shall promptly transmit to each member the agenda and proposals relating to that question with a request for a vote on such proposals by circulation.
- (2) In compliance with a request under paragraph (a) of this regulation, votes shall reach the Secretary of Board within such period as may be determined by the Board. Upon the expiration of that period, the Secretary of the Board shall report the votes so cast in favor of the agenda to the Board. If there is no response given within the time period, the agenda shall be deemed to be approved by the Board subject to the condition that the receipt of the agenda to all the members shall be presented in the next meeting of the Board.
- (3) In applying the provisions of Paragraphs (a) and (b) of this Regulation, it shall be ensured that all the proceedings are recorded as if a meeting of the Board had been held. The Secretary to the Board shall communicate the proceedings to all Members.
- (4) The Secretary to the Board shall issue the minutes of the meeting by circulation in accordance with Regulation 13.

13. Agenda of Meetings:

- (1) The Secretary shall prepare an agenda for each meeting of the Board, with prior approval of the Chairman, and shall transmit such agenda to Members together with, or in advance of, the notice of the meeting;
- (2) The notification with the agenda of the meeting shall be circulated not less than seven (7) days before the meetings, except in the case of extraordinary meetings, where the notice period shall be one (01) day.
- (3) Additional subjects may be placed on the agenda for any meeting of Members by any member provided that he or she shall give notice thereof to the Secretary at least three (03) days prior to the date of the meeting. The Secretary shall give notice of such additional items through a supplementary list to be communicated to Members within 36 hours of receipt of such notice from a member;
- (4) The agenda, as well as any supplementary list, shall be submitted to the Board for approval at the first business session of each meeting by the Chairman of the Board;
- (5) When a special meeting is called the agenda shall be limited to the items communicated by the Secretary;
- (6) In the course of any meeting of the Board, the Board may modify, add to, or eliminate items from the agenda.
- (7) In exceptional cases the Secretary, under the direction of the Board, may include at any time additional items in the draft agenda for any meeting of the Board. The Secretary shall notify each Governor of such additional items immediately.

14. Minutes of the Meetings:

- (1) The minutes of the meeting shall be recorded by the Secretary.
- (2) The Chairman/Acting Chairman shall ensure that minutes of meetings of the Members of the Commission are appropriately recorded by approving them under his signature.
- (3) The minutes of meetings shall be circulated by the Secretary to the members after approval of the Chairman/Acting Chairman, not later than fourteen days thereof.
- (4) In the event that a member of the Board is of the view that his dissenting note has not been satisfactorily recorded in the minutes of a meeting, he/she may refer the matter to the Chairman within seven days of receipt of the minutes of the meeting failing which it will be deemed that the said minutes have been concurred to by the respective member of the board of the Commission.
- (5) A meeting of the Members of the Board held and attended through teleconference or video-conference shall be a valid meeting, as long as its proceedings are properly recorded.

15. Record of Proceedings:

- (1) The Board shall keep a summary record of its proceedings which shall be available to all Members and kept on file at the Board Headquarters.
- (2) Draft minutes shall be submitted to the Chairman/Acting Chairman for approval and after his approval distributed within three (3) days to all the members present during the meeting.
- (3) Each member may present his or her opinions and proposals within seven (07) calendar days after receipt of the approved minutes of the relevant meeting to be included in the minutes of that meeting. The Secretary shall be obliged to distribute all these documents to all members immediately.
- (4) The opinion and proposal shall be presented to the next meeting of the board for discussion if need be.

16. Significant Issues:

- (1) The Members of the Board shall establish appropriate arrangements to ensure it has access to all relevant information, advice and resources necessary to enable it to carry out its role effectively. Significant issues shall be placed by the Secretary before the Members of the Commission for its information and consideration, in order to formalize and strengthen the corporate decision making process.
- (2) For the purpose of sub-regulation (1), significant issues shall, inter-alia, include in addition to the powers as laid in Section 6 of the Act, the following:
 - (a) Cash flow projections, forecasts and long term plans, budgets including capital, manpower and expenditure budgets, along with variance;
 - (b) Internal audit reports, including cases of fraud or major irregularities;

- (c) Management letters issued by the external auditors;
- (d) Detail of joint ventures or collaboration agreements or agreements;
- (e) Promulgation or amendment of a law, rule or regulation or, enforcement of an accounting standard or such other matters which may affect the Commission;
- (f) Status and implication of any lawsuit or judicial proceedings of material nature, filed by or against the Commission;
- (g) Any show cause, demand or prosecution notice received from any revenue or regulatory authority, which may be material;
- (h) Material payment of government dues, such as income tax, excise and customs duties, and other statutory dues, if any;
- (i) Policies related to the award of contracts, and purchase and sale of material;
- (j) Default in payment of principal or interest, including penalties on late payments and other dues, to a creditor, bank or financial institution or default in payment of public deposit;
- (k) Annual, quarterly, monthly or other periodical accounts as are required to be approved by the Members of the Commission for circulation amongst its members; and
- (l) Related party transactions.

17. Language:

At meetings of the Board the working language shall be English or Urdu as the case may be and as directed by the Chairman.

CHAPTER 4 MISCELLANEOUS

18. Indemnity:

All the acts of Members of the Commission under these regulations shall be presumed to have been done in good faith and no suit, prosecution or legal proceedings before any court of law, tribunal or executive authority shall lie against any act done under these regulations.

19. Removal of Difficulties:

The Board of Khyber Pakhtunkhwa Health Care Commission may issue such instructions, directions or amend these Regulations, in public interest keeping in view the purpose of the Act or for the purposes of removing any difficulties that may arise in implementing these Regulations.

20. Amendment:

The Board may amend or repeal these Regulations with simple majority.

21. Overriding Effect:

Notwithstanding anything to the contrary contained in any other regulations, the provisions of these Regulations shall have an overriding effect and the provisions of any such regulations on the subject, to the extent of inconsistency to these Regulations shall cease to have effect.

22. Conflict:

In the event of a conflict between the provisions of these Regulations, the Rules and the Act, the provisions of the Act shall prevail.

23. Repeal:

The Khyber Pakhtunkhwa Health Care Commission Conduct of Business Regulations, 2016 are hereby repealed.