



## GP 20: Code of Conduct for Council Members & Committee Members

**Policy Type:**  
Council Governance

**Policy No:**  
GP 20

**Effective Date:**  
June 24, 2024

**Last Approval/Revision Date:**

**Policy Review Frequency:**  
Every Five Years

### Purpose:

To establish the ethical and professional standards that all Council members and committee members are expected to uphold.

### Policy:

### Introduction

Council of the College of Pharmacists of Manitoba (CPhM) has a duty to govern its registrants in a manner that serves and protects the public interest.

Council holds itself accountable to the public and ensures that all decisions and actions taken by Council are consistent with the relevant laws, regulations, and Council policies.

CPhM Council and its committee members are expected to meet the highest ethical and professional standards in their actions and the use of their authority. All members of Council and committees are expected to review and comply with this Code of Conduct in conjunction with the fiduciary obligations of Council members and committee members outlined in CPhM bylaw and policies.

### Code of Conduct

The Council of the College of Pharmacists of Manitoba and all members of its committees are expected to maintain high standards of conduct. This Code of Conduct should be considered the minimum standard. Failure to adhere to the standards of the Code of Conduct shall be considered a violation of the policy and subject to disciplinary action.

#### 1. General Conduct

Council members and Committee members will:

- i. Exercise the degree of care, diligence, competence, and skill that a reasonably prudent person would exercise in comparable governance circumstances
- ii. Act in a manner to enhance and maintain the reputation and image of CPhM.
- iii. Place the interest of CPhM, the Council, and committee above other interests.
- iv. Act in good faith, responsibly, and with independent judgement; avoid outside influence.

- v. Avoid using their position to improperly influence the discharge of official duties of staff or commit an act of discrimination in violation of law or CPhM policy.
- vi. Be familiar with the legislation, regulations, bylaws and Council policies, as well as the procedure and conduct of a meeting, so that meetings may be conducted in an efficient and meaningful manner.
- vii. Be familiar and comply with Council governing policies and the Governance Manual, which guide and direct the Council and its committees.
- viii. Be prepared to actively participate in Council or committee meetings, including reading meeting package and background documents.
- ix. Regularly attend the meetings of Council or committees and other activities of the CPhM (annual meetings, governance training and education sessions, professional development presentations).
- x. Be forthcoming in meetings of Council or committees to ensure all members have all relevant and appropriate information to make sound decisions.
- xi. Actively participate in Council or committee meeting process to uphold the collective conduct of the group and not condone unethical or unprofessional behaviour.

Council is responsible for the oversight of the strategic direction, the assets, and the governance affairs of CPhM; as such it is expected to conduct its business in a fair, objective, ethical, and transparent manner. By delegation of duties and responsibilities, so to are the committees of CPhM. Council members and committee members are expected to act honestly, impartially, and with fairness and integrity in all matters related to the affairs of CPhM.

## **2. Conflict of Interest**

Council members and committee members are expected to adhere to the Conflict of Interest Policy. In so doing, a Council member or committee member will promptly identify, declare, and remove themselves from any discussion, vote, or situation where an actual or perceived conflict of interest may be present.

## **3. Confidentiality**

Council members and committee members are expected to adhere to the Oath of Confidentiality and ensure that all confidential information obtained directly or indirectly through their involvement with the College of Pharmacists of Manitoba remains confidential. Council members and committee members must avoid inadvertent disclosure of confidential information through casual or public discussion, which may be overheard.

## **4. Respectful Workplace**

Council members and committee members are expected to treat fellow members and staff with respect and listen to their points of view. Council members and committee members bring a diverse background of experience and skills and may not agree with one another on all issues. All debates shall take place in an atmosphere of mutual respect and courtesy.

## **5. Board Spokesperson and Solidarity**

Only the Chair of Council may speak on behalf of Council. Only the Chair of Council or the Registrar / CEO may speak on behalf of the CPhM. No Council member or committee member

shall make representations on behalf of Council or CPhM unless specifically authorized to do so by the Chair.

Individual Council members or committee members must uphold decisions of the majority, regardless of the level of prior debate and disagreement while participating in meetings. Other than the official spokespersons of CPhM, all Council members and committee members will avoid interaction with the public, media, or other entities except to repeat the explicitly stated decisions and policies of Council.

## **6. Substance abuse**

Council members and committee members who attend meetings or represent the organization while under the influence of a substance that impairs judgment, will not be tolerated.

## **7. Harassment**

Harassment including unwelcome conduct, comment, gesture, contact or intimidating and offensive behavior likely to cause offense or humiliation, will not be tolerated.

## **8. Discrimination**

Council members and committee members are expected to comply with the Manitoba Human Rights Code that defines discrimination as treating a person or group differently, to their disadvantage and without reasonable cause, on the basis of a group characteristic, such as ancestry, sex or disability.

## **9. Criminal Activity**

Council members are expected to conduct their affairs in accordance with all applicable legislation. Council and committee members charged with a criminal offense shall immediately report the charge to the President and/or Executive Committee.

## **Disciplinary Action**

The following procedure shall be followed in the event that a Council member or Committee member is alleged to have contravened the duties of a Council member or Committee member set out in governance policy or meets the criteria for disqualification set out in bylaw Articles 6.0, S 6.23.

- i. A written complaint shall be filed with the Registrar/CEO. A complaint can be made by a registrant of the College, a member of the public, a Council or committee member or the Registrar/CEO. If a member of Council or a committee receives such complaint, they shall immediately file it with the Registrar/CEO.
- ii. The Registrar/CEO shall forthwith report the complaint to the Chair and/or the Vice Chair who shall bring the complaint to the Executive Committee.
- iii. If the Executive Committee, after any investigation it deems appropriate, believes that the complaint warrants formal action, it shall call a meeting of the Council. Council shall determine whether there has been a breach of duties or whether the criteria for disqualification have been

met and, if so, impose the appropriate sanction. The appropriate sanction can include one or more of the following:

- a. censure of the member verbally or in writing,
  - b. removal of the member from any Committee and/or working group on which they serve
  - c. disqualification of a pharmacy professional Council member from the Council, or a report requesting removal of a public representative Council member from the Council to the Minister of Health.
- iv. A decision finding that there has been a breach of duties or that a Council or Committee member meets the criteria for disqualification set out in bylaw Article 6.0, S 6.23, or governance policy, and a decision to impose a particular sanction must be approved by a majority vote of the Council members present and voting.
- v. The Council or committee member whose conduct is the subject of concern shall not take part in the deliberation or vote, however, they will be given a reasonable opportunity to respond to the allegation.
- vi. The Chair of Council shall make their best efforts to report any complaints to the Executive Committee within thirty (30) days of receiving it. The Executive Committee shall make its best efforts to conduct its investigation within sixty (60) days of receiving it. The goal is to make best efforts to bring any concerns warranting Council action within one hundred twenty (120) days of it being brought to the attention of the CPhM.