



COLLEGE OF PHARMACY  
OF NEWFOUNDLAND AND LABRADOR

# BYLAWS

January 31, 2025

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# 1. NAME AND DEFINITIONS

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- 1.1 These bylaws may be cited as the College of Pharmacy of Newfoundland and Labrador Bylaws or the CPNL Bylaws.
- 1.2 These bylaws are made pursuant to section 15 of the *Pharmacy Act, 2024*, hereinafter referred to as the Act.
- 1.3 The College of Pharmacy of Newfoundland and Labrador is governed by a board of directors and administered and operated by a Registrar appointed by the board of directors.
- 1.4 In these bylaws:
  - a) unless the context otherwise requires or a separate definition is provided, words and phrases defined in the Act or the regulations passed pursuant to the Act have the same meaning in these bylaws;
  - b) words imparting the singular shall include the plural and vice versa;
  - c) "Act" refers to the *Pharmacy Act, 2024*;
  - d) "board" refers to the board of directors of CPNL;
  - e) "CPNL" refers to the College of Pharmacy of Newfoundland and Labrador;
  - f) "elected board member" refers to a member of the board elected in accordance with these bylaws;
  - g) "Executive Committee" refers to the committee established in Part 5 of these bylaws;
  - h) "individual with significant control over a corporation" has the same meaning as "individual with significant control over a corporation" in section 45.1 of the *Corporations Act*;
  - i) "individual with significant control over a partnership" means an individual who
    - i) controls 25% or more of the votes of the partnership, either
      1. alone, or
      2. jointly with one or more individuals or by arrangement or agreement for such rights to be exercised jointly or in concert with those individuals,
    - ii) controls 25% or more of the fair market value of the partnership, either
      1. alone, or
      2. jointly with one or more individuals or by arrangement or agreement for such rights to be exercised jointly or in concert with those individuals; or

- iii) has any direct or indirect influence that, where exercised, would result in control of the partnership.
- j) "operating name" refers to the name used by a corporation, partnership, or pharmacy in its day to day operations and may also be referred to as trade name;
- k) "public board member" refers to a member of the board appointed in accordance with subsections 9(1) or 9(2) of the Act;

## 2. BOARD OF DIRECTORS

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### Members of the Board of Directors

#### 2.1 The CPNL board of directors shall consist of:

- a) eight elected board members elected in accordance with these bylaws;
- b) two public board members appointed by the minister under subsection 9(1) of the Act who are not registrants;
- c) two public board members appointed by the board under subsection 9(2) of the Act who are not registrants;
- d) the Dean of the School of Pharmacy of Memorial University of Newfoundland and Labrador; and
- e) the Registrar appointed in accordance with the Act and these bylaws, who is a non-voting member of the board.

#### 2.2 The board may:

- a) divide the province into electoral zones for the purpose of election of board members and may rearrange the zones and increase or decrease their number, provided that such rearrangement shall not take place more often than once in a two-year period;
- b) specify the number of persons who may be elected as board member(s) from each electoral zone and may change the number of persons who may be elected from each electoral zone, provided such change shall not take place more often than once in a two-year period; and
- c) specify the categories of registrants eligible for election as board members in each electoral zone;
- d) specify other eligibility criteria for election as a board member;

- e) specify eligibility to vote in each electoral zone; and
- f) develop a process for selection and appointment of public board members under subsection 9(2) of the Act.

## Elected Members

2.3 The following electoral zones are established for the purposes of electing members of the board:

- a) Zone 1 – Geographical zone encompassing the metropolitan St. John's area, Conception Bay South to Holyrood, and Southern Shore to Trepassey;
- b) Zone 2 – Geographical zone encompassing the Conception Bay North/Trinity South peninsula, beginning at Avondale and extending west to Port Blandford, including Placentia and the Cape Shore to (but not including) Trepassey, the Burin peninsula, the Trinity North/Bonavista South Peninsula;
- c) Zone 3 – Geographical zone encompassing the area west of Port Blandford to the Hampden junction, and that part of the South Coast that does not include Burgeo and Ramea;
- d) Zone 4 – Geographical zone encompassing the area west of the Hampden junction including White Bay, Northern Peninsula, Labrador, West Coast extending to Port-aux-Basques, and that part of the South Coast that includes Burgeo and Ramea;
- e) Zone 5 – Hospital Practice;
- f) Zone 6 – Pharmacy Technicians; and
- g) Zone 7 – At Large.

2.4 Pharmacists are eligible for election and may vote:

- a) in the geographical zone in which they practice the majority of their time, or if they do not practice a majority of their time in one zone, in the zone in which they have their primary place of residence;
- b) in zone 7; and
- c) where the pharmacist practices the majority of their time in a hospital, in zone 5.

2.5 Notwithstanding section 2.4 of these bylaws, where a pharmacist does not practice a majority of their time in one geographical zone or in a hospital and their primary place of residence is not in Newfoundland and Labrador, the pharmacist is only eligible for election and to vote in zone 7.

- 2.6 Pharmacy technicians are eligible for election and may vote:
- a) in zone 6;
  - b) in zone 7; and
  - c) where the pharmacy technician practices the majority of their time in a hospital, in zone 5.
- 2.7 Eligible registrants may only seek election in one electoral zone at a time.
- 2.8 If a registrant requires clarification on the exact limits of zone boundaries or conditions and/or their eligibility to be elected, the board will consider the request for clarification, and the decision of the board will be final.
- 2.9 Elected board members shall be elected for a three-year term, which shall commence at the end of the Annual General Meeting of the board at which the results of the election are announced and are eligible for re-election in accordance with subsection 8(3) of the Act.
- 2.10 Where a vacancy occurs in the elected membership of the board, the board shall appoint a replacement member in accordance with subsection 8(6) of the Act. Where practicable:
- a) the replacement member shall be chosen from the zone represented by the former elected member; and
  - b) the Registrar shall issue a call for expressions of interest to serve as a replacement board member, and the board shall appoint the replacement member from among those expressing interest.
- 2.11 Notwithstanding sections 2.9 and 3.1, where a replacement member is appointed in accordance with subsection 8(6) of the Act and that zone is not due for election during the next regularly scheduled election period, a supplemental election in that zone will be held during the next regularly scheduled election period to fill the vacancy. A member elected pursuant to such a supplemental election will be elected for a term of less than three years, such that their term expires in accordance with the next regularly scheduled election for that zone.

### **Public Board Members Appointed by the Board of Directors**

- 2.12 The board shall appoint two members who are not registrants who are suitable to represent the public interest in accordance with subsection 9(2) of the Act.
- 2.13 Public board members appointed by the board are appointed for a term of three years and are eligible for re-appointment in accordance with subsections 9(3) and 9(4) of the Act.
- 2.14 Upon the expiry of the three-year term of a public board member appointed by the board who is eligible for reappointment, the board shall decide whether to re-appoint the member.

- 2.15 When a vacancy occurs for a public board member appointed by the board, CPNL will issue a call for expressions of interest for the position.
- 2.16 An individual is ineligible for appointment by the board as a public board member if any of the following are true:
- a) The individual is a current or former registrant.
  - b) The individual is an employee or a contractor that provides services to CPNL.
  - c) The individual is or has been an employee, officer, director, or board member of a professional association or labour union that represents registrants within the previous twelve months.
  - d) The individual is a regulated professional and is the respondent in an outstanding allegation filed with another professional regulatory body within or outside of Newfoundland and Labrador.
  - e) The individual is charged with an offence under the provisions of the *Controlled Drugs and Substances Act* (Canada), the Criminal Code, or a similar penal statute of another country and the matter has not been resolved.
  - f) The individual is a regulated professional and has, within Newfoundland and Labrador or another jurisdiction:
    - i) been found guilty of conduct deserving of sanction by an adjudication tribunal or similar entity of a professional regulatory body where the decision or order suspends the individual; allows or directs the surrender of the individual's licence or registration; restricts the individual's practice; or specifies conditions for the continuing practice of the individual; or
    - ii) has acknowledged engaging in conduct deserving of sanction pursuant to a settlement agreement, undertaking, voluntary agreement, or other agreement of a similar nature that suspends the individual; allows or directs the surrender of the individual's licence or registration; restricts the individual's practice; or specifies conditions for the continuing practice of the individual.
  - g) Subsection 2.16(f) does not apply if a period of six years has passed since all suspensions, restrictions, and conditions in the decision, order, settlement agreement, undertaking, or voluntary order have been lifted.
  - h) The individual has been convicted or found guilty of an offence under the provisions of the *Controlled Drugs and Substances Act* (Canada), the Criminal Code, or a similar penal statute of another country, for which the individual has not been pardoned.
  - i) The individual is an adverse party in litigation or an appeal or judicial review application against CPNL, the board, a committee of CPNL or the board, a panel of a committee of

CPNL or the board, or any of CPNL's or the board's members, officers, employees, or agents.

- 2.17 Individuals interested in appointment shall submit a completed application form, statement of interest, and current curriculum vitae to the board, and may be required to provide additional information or participate in an interview with the board and/or CPNL staff.
- 2.18 Decisions on appointments and the start date of the term of appointment will be made by the board.

## **Registrar**

- 2.19 The Executive Committee shall be responsible for selecting and recommending a candidate for consideration for the office of Registrar to the board, and the board shall appoint the Registrar for a term deemed advisable by the board.
- 2.20 Upon appointment of the Registrar, the Executive Committee shall negotiate the employment contract between CPNL and the appointed Registrar, including the duties of the Registrar and remuneration for those duties.
- 2.21 The Registrar shall carry out the duties imposed upon the Registrar by the Act, the regulations under the Act, these bylaws, and the employment contract, and shall be responsible for the general administration and operation of CPNL and the board.
- 2.22 The Registrar shall fulfil the role of Chief Executive Officer of CPNL.
- 2.23 The Registrar shall perform such additional duties as may from time to time be required by the board.
- 2.24 The Registrar may appoint an employee of CPNL to be the Deputy Registrar, who has the powers and duties of the Registrar in the absence or incapacity of the Registrar, or when acting under the direction of the Registrar.
- 2.25 The Registrar may hire staff, contract persons for service, and appoint agents and may delegate powers and duties to those persons as appropriate. The Registrar remains accountable to the board for all actions taken under the Registrar's delegation or direction.

## **Remuneration and Reimbursement of Board Members**

- 2.26 The board may develop a policy to establish a process for remunerating elected board members for their service on the board and establishing the rates of remuneration.
- 2.27 The board may develop a policy to establish a process for paying for or reimbursing elected board members for their travel and other expenses associated with their duties as board members and establishing the rates of payment or reimbursement of such expenses.

- 2.28 The board may develop a policy to establish a process for remunerating public board members for their service on the board in accordance with guidelines established by the Lieutenant-Governor in Council pursuant to subsection 9(6) of the Act. Where no guidelines are established by the Lieutenant-Governor in Council, public board members will be remunerated for their service on the board in the same manner and at the same rates as elected board members.
- 2.29 The board may develop a policy to establish a process for paying for or reimbursing public board members for their travel and other expenses associated with their duties as board members in accordance with guidelines established by the Lieutenant-Governor in Council pursuant to subsection 9(6) of the Act. Where no guidelines are established by the Lieutenant-Governor in Council, such expenses of public board members will be paid or reimbursed in the same manner and at the same rates as elected board members.

## General

- 2.30 Prior to commencement of their term as a board member, all board members shall provide to the Registrar:
- a) contact information;
  - b) a declaration that they have reviewed and agree to abide by the Act, the regulations passed pursuant to the Act, these bylaws, and all relevant governing documents approved by the board;
  - c) a declaration that they have reviewed and agree to abide by the Code of Conduct established by the board;
  - d) consent to hold meetings by means of audio-visual technology or in a hybrid manner;
  - e) a signed confidentiality agreement; and
  - f) a general declaration of conflict of interest.
- 2.31 The exercise of the powers of the board shall not be impaired by reason of a vacancy in its membership.
- 2.32 If it is later discovered that there was some defect in the election or appointment of a person purporting to be a member of the board, all acts performed by the board shall be as valid and effectual as if that defect had not existed.

### 3. ELECTION PROCEDURES

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- 3.1 The election of members of the board shall take place each year in accordance with the following schedule.
- a) Elections for zones 2 and 3 shall be held in the year 2025 and every three years thereafter;
  - b) Elections for zones 5, 6, and 7 shall be held in the year 2026 and every three years thereafter; and
  - c) Elections for zones 1 and 4 shall be held in the year 2027 and every three years thereafter.
- 3.2 Registrants are ineligible for election if any of the following are true:
- a) The registrant is an employee or a contractor that provides services to CPNL.
  - b) The registrant is, or has been, an employee, officer, director, or board member of a professional association or labour union that represents registrants within the previous twelve months.
  - c) The registrant is in default of payment of any fees.
  - d) The registrant:
    - i) has terms, conditions or restrictions on their registration or practice;
    - ii) is subject to an interim suspension, restriction, or voluntary agreement to suspend or restrict their practice under Part IV of the Act; or
    - iii) is subject to any other voluntary agreement to suspend or restrict their practice or to withdraw from practice.
  - e) The registrant is the respondent in an outstanding allegation filed with CPNL, and:
    - i) the Complaints Authorization Committee has found reasonable grounds to believe that the respondent engaged in conduct deserving of sanction and instructed the Registrar to refer the matter to the disciplinary panel; and
    - ii) the matter has not yet reached conclusion, including the exhausting of any appeals.
  - f) The registrant is the respondent in an outstanding allegation filed with another professional regulatory body within or outside of Newfoundland and Labrador.

- g) The registrant is charged with an offence under the provisions of the *Controlled Drugs and Substances Act* (Canada), the Criminal Code, or a similar penal statute of another country and the matter has not been resolved.
- h) The registrant has, within Newfoundland and Labrador or another jurisdiction:
  - i) been found guilty of conduct deserving of sanction by an adjudication tribunal or similar entity of a professional regulatory body where the decision or order suspends the respondent; allows or directs the surrender of the respondent's licence or registration; restricts the respondent's practice; or specifies conditions for the continuing practice of the respondent.
  - ii) has acknowledged engaging in conduct deserving of sanction pursuant to a settlement agreement, undertaking, voluntary agreement, or other agreement of a similar nature that suspends the respondent; allows or directs the surrender of the respondent's licence or registration; restricts the respondent's practice; or specifies conditions for the continuing practice of the respondent.
- i) Subsection 3.2(h) does not apply if a period of six years has passed since all suspensions, restrictions, and conditions in the decision, order, settlement agreement, undertaking, or voluntary order have been lifted.
- j) The registrant has been convicted or found guilty of an offence under the provisions of the *Controlled Drugs and Substances Act* (Canada), the Criminal Code, or a similar penal statute of another country, for which the individual has not been pardoned.
- k) The registrant is an adverse party in litigation or an appeal or judicial review application against CPNL, the board, a committee of CPNL or the board, a panel of a committee of CPNL or the board, or any of CPNL's or the board's members, officers, employees, or agents.

3.3 Nominations shall proceed as follows:

- a) CPNL will issue a call for nominations in the eligible zones at least 90 days prior to the Annual General Meeting.
- b) Nominations must be in writing and signed by at least two registrants.
- c) Registrants may nominate more than one registrant.
- d) Nominations must include the written consent and signature of the registrant nominated, as well as a completed and signed Nomination Declarations Form, a photo, and a brief biography for voters to review.

3.4 If, 30 days following the call for nominations, the number of valid nominations for a zone is equal to the number of members of the board to be elected from that zone, the persons nominated shall be declared elected by acclamation.

- 3.5 If, 30 days following the call for nominations, CPNL has not received enough valid nominations to fill the vacancies for a zone, a second call for nominations shall be made.
- 3.6 If, 30 days following a second call for nominations, there is still an insufficient number of valid nominations from that zone:
- a) the persons nominated, if any, shall be declared elected by acclamation;
  - b) the board shall appoint the remaining number of members required to fill the positions in accordance with subsection 8(6) of the Act;
  - c) where possible, the board-appointed member(s) shall be chosen from that zone;
  - d) the board-appointed member(s) shall be appointed for a one-year term and a supplemental election in that zone will be held during the next regularly scheduled election period; and
  - e) a member elected pursuant to such a supplemental election will be elected for a term of less than three years, such that their term expires in accordance with the next regularly scheduled election for that zone.
- 3.7 If, 30 days following the call for nominations, or the second call for nominations as applicable, the number of valid nominations for a zone is greater than the number of members of the board to be elected from that zone, an election shall take place, and voting shall be conducted by any means that maintains the security and confidentiality of the voting process.
- 3.8 Registrants shall be advised of their right to vote, and voting shall commence, at least 30 days prior to the Annual General Meeting.
- 3.9 The Registrar shall act as returning officer for the elections.
- 3.10 Voting results shall be tabulated by the returning officer not less than 7 days before the Annual General Meeting.
- 3.11 In the case of a tie vote, the returning officer shall immediately conduct a recount, and if the results are not altered, the returning officer will select the successful nominee by random draw.

## 4. RESIGNATION, SANCTION, OR REMOVAL OF BOARD MEMBERS

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## Code of Conduct

- 4.1 The board shall establish a Code of Conduct for board members. The Code of Conduct shall:
- a) Establish rules pertaining to appropriate and inappropriate conduct of board members;
  - b) Define a process for reviewing and addressing the conduct of board members.
- 4.2 All board members shall comply with the Code of Conduct.

## Sanction of Board Members

- 4.3 Where it is determined that a board member has failed to comply with the Code of Conduct, the board member may be sanctioned in accordance with the process established in the Code of Conduct.

## Resignation or Removal of Elected Board Members and Public Board Members Appointed by the Board of Directors

- 4.4 A member of the board, other than a public board member appointed by the minister in accordance with subsection 9(1) of the Act, may resign from the board by submitting notice of their intention to resign, along with the intended date of resignation, in writing, to the Chair of the board and the Registrar.
- 4.5 Where the board determines that a member, other than a public board member appointed by the minister in accordance with subsection 9(1) of the Act, has become incapable of performing their duties in accordance with the Code of Conduct, the member will be removed from the board and will be informed of the decision in writing.
- 4.6 Repealed.

## Resignation or Removal of Public Board Members Appointed by the Minister

- 4.7 Where a public board member appointed by the minister in accordance with subsection 9(1) of the Act submits written notice of resignation from the board to the minister, the member must immediately provide a copy of the written notice of resignation to the Chair of the board and the Registrar.
- 4.8 Where the board becomes aware of the death of a public board member appointed by the minister in accordance with subsection 9(1) of the Act, the board shall notify the minister and request that a new appointment be made.
- 4.9 Where the board determines that a public board member appointed in accordance with subsection 9(1) of the Act has become incapable of performing their duties in accordance with the Code of Conduct, the board shall submit a written notice of the determination to

the minister and request that the minister remove the member from the board in accordance with subsection 9(7) of the Act, a copy of which notice of determination will be provided to the member.

## **Determining that a Member of the Board is Incapable of Performing the Duties of a Member of the Board**

- 4.10 In determining whether a member of the board has become incapable of performing their duties, the board shall consider the criteria established in the Code of Conduct.
- 4.11 If a concern arises respecting the capability of a member of the board to perform their duties, the board shall follow the process for review established in the Code of Conduct.
- 4.12 A member whose capability to perform their duties is subject to review:
- a) is in a conflict of interest with respect to the consideration and decision on the issue of their capability to perform their duties and shall be excused from any discussion and decision-making on the matter;
  - b) may be declared by the board to be in a conflict of interest with respect to any or all matters before the board until a decision is rendered on the issue of the member's capability to perform their duties.
- 4.13 Notwithstanding section 4.12, the remaining members of the board may require the member whose capability to perform their duties is subject to review to provide information, answer questions, or make submissions as to the member's capability to perform their duties in accordance with the process established in the Code of Conduct.
- 4.14 The decision as to whether a member of the board has become incapable of performing their duties will be made by the remaining members of the board.

## **Resignation or Removal of the Registrar**

- 4.15 The Registrar may resign from the board by submitting notice of their intention to resign, along with the intended date of resignation, in writing, to the Chair of the board, subject to the terms and conditions outlined in the Registrar's employment contract.
- 4.16 Removal of the Registrar from the board is subject to the terms and conditions outlined in their employment contract.
- 4.17 Where the Registrar resigns, dies, or is removed from the board, the Deputy Registrar, where there is one, shall be the acting Registrar until such time that the board appoints an interim or a new Registrar in accordance with the Act and these bylaws.

## 5. OFFICERS OF THE BOARD OF DIRECTORS

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- 5.1 The board shall elect the following officers, who shall form the Executive Committee of the board:
  - a) Chair;
  - b) Vice-Chair;
  - c) at least one Executive Member;
  - d) the immediate Past-Chair, where that person is a member of the board; and
  - e) the Registrar (*non-voting*).
- 5.2 The Executive Committee shall consider and make decisions on all matters delegated to it by the board and all matters that require timely attention between meetings of the board that are not addressed at Special Board Meetings.
- 5.3 Officers of the board, other than the Registrar, shall serve in their office for a term of two years or until a successor is appointed or elected.
- 5.4 The Registrar serves as a non-voting member of the Executive Committee for the duration of their term as Registrar.
- 5.5 The Executive Member(s) and the Vice-Chair shall be elected by the board from the members of the board by open vote or by secret ballot if requested by any member of the board.
- 5.6 The Vice-Chair shall be vested with all powers and shall perform all the duties of the Chair in the absence or incapacity of the Chair. The Vice-Chair shall also have such other powers and duties as may from time to time be assigned to the Vice-Chair by the board.
- 5.7 The office of Chair shall be assumed by the outgoing Vice-Chair. Where the current Vice-Chair is not eligible or interested in assuming the role of Chair, the Chair shall be elected by the board from the members of the board by open vote or by secret ballot if requested by any member of the board, and the outgoing Chair is eligible for election.
- 5.8 The Chair shall perform all duties incident to the office of Chair and shall have other powers and duties as may from time to time be assigned to the Chair by the board.
- 5.9 The office of Past-Chair shall be assumed by the outgoing Chair. The immediate Past-Chair shall provide expertise and support as needed to the Chair, the board, and the Executive Committee.

- 5.10 Where the person eligible for the office of immediate Past-Chair is not a member of the board, that person may be invited to serve as a non-voting member of the Executive Committee and act in an advisory capacity.
- 5.11 The board may develop and maintain position descriptions and duties for the officers of the Executive Committee in addition to those noted in these bylaws.
- 5.12 The election and appointment of officers whose term has expired is to take place at a meeting of the board to be held as soon as practicable following the Annual General Meeting.
- 5.13 Board members can self-nominate or be nominated by other board members, and all nominations require a seconder.

## **Vacancies**

- 5.14 A member of the Executive Committee may resign from the Executive Committee by submitting notice of their intention to resign, along with the intended date of resignation, in writing, to the Chair of the board and to the Registrar.
- 5.15 Where it is determined that a member of the Executive Committee has failed to comply with the Code of Conduct, the member may be removed from the Executive Committee in accordance with the process established in the Code of Conduct.
- 5.16 Where the board determines that a member of the Executive Committee has become incapable of performing their duties in accordance with the Code of Conduct and is removed from the board, the member is also removed from the Executive Committee.
- 5.17 Where a vacancy occurs in the office of Chair, the Vice-Chair shall immediately assume the office of Chair and shall hold office for a term of two years or until a successor is appointed or elected.
- 5.18 Where a vacancy occurs in the office of Vice-Chair, the board shall elect a replacement at the next meeting of the board, and the replacement member shall hold office for the remainder of the term of the person in whose place the replacement member is elected.
- 5.19 Where a vacancy occurs in the office of an Executive Member, the board shall elect a replacement at the next meeting of the board, and the replacement member shall hold office for the remainder of the term of the person in whose place the replacement member is elected.
- 5.20 Notwithstanding section 5.19, the board may choose not to fill the vacancy of an Executive Member where at least one Executive Member remains on the Executive Committee.

- 5.21 Where a vacancy occurs in the office of Past-Chair, the Executive Committee will continue without a Past-Chair until the current Chair assumes the position of Past-Chair at the end of their term.
- 5.22 Where a vacancy occurs in the office of Registrar, the Deputy Registrar, if there is one, will assume the office of Registrar until an interim or new Registrar is appointed. If there is no Deputy Registrar, the Executive Committee will continue without a Registrar until an interim or new Registrar is appointed.
- 5.23 The exercise of powers of the Executive Committee shall not be impaired by reason of a vacancy in its membership, provided there remain three members who are eligible to vote.

### **Executive Committee Meetings and Decisions**

- 5.24 The Executive Committee shall meet on a regular basis at a frequency agreed upon by the Executive Committee, or at the call of the Chair.
- 5.25 The Chair shall preside at all Executive Committee Meetings. The Chair shall regulate the order of such meetings and shall decide all questions of order.
- 5.26 Decisions of the Executive Committee are effective as decisions of the board unless and until amended or rescinded by the board.
- 5.27 Decisions of the Executive Committee:
  - a) shall be made by consensus of all voting members of the Executive Committee;
  - b) may be made:
    - i) at an Executive Committee Meeting;
    - ii) in writing (e.g. by e-mail) without holding a meeting of the Executive Committee; or
    - iii) where not all members of the Executive Committee are present at a meeting, consensus on a decision may be obtained through a combination of discussion at a meeting and written input from members not present.
  - c) shall be documented; and
  - d) shall be presented at the next Regular Board Meeting where the board will be asked if there are any amendments or rescissions to the decision, following which the decision, with any applicable amendments or rescissions, will be recorded in the minutes of the Regular Board Meeting.
- 5.28 If it is later discovered that there was some defect in the election or appointment of a person purporting to be a member of the Executive Committee, all acts performed by the Executive Committee shall be as valid and effectual as if that defect had not existed.

## 6. MEETINGS OF THE BOARD OF DIRECTORS

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### All Meetings of the Board

- 6.1 A quorum of the board is 50% plus one member, at least one of whom shall be a public board member.
- 6.2 A meeting of the board may be held in person, by means of audio-visual technology, or in a hybrid manner.
- 6.3 Consent to participate in meetings by means of audio-visual technology or in a hybrid manner will be obtained from board members upon their initial election or appointment to the board, and such consent, if given, will be deemed to remain in place unless the board member rescinds their consent in writing.
- 6.4 The board may establish meeting procedure guidelines.
- 6.5 The Chair of the board:
  - a) shall preside at all meetings of the board;
  - b) shall call the meeting to order as soon after the scheduled meeting time as a quorum is present;
  - c) may cancel any meeting if there is not a quorum present within 30 minutes of the scheduled meeting time;
  - d) shall decide all questions of order in accordance with the established meeting guidelines, and the Chair's decision on a point of order or element of meeting procedure shall be final.
- 6.6 Voting at meetings of the board shall be conducted by open vote or by secret ballot if requested by any member of the board. Votes cast by board members attending by means of audio-visual technology shall be counted as if they were cast in person.
- 6.7 No motion shall be voted on unless it has been discussed and seconded.
- 6.8 While the goal is consensus, a majority vote of the board members present and entitled to vote shall decide any issue before the board.
- 6.9 Where there is a tie vote on a motion of the board, that motion shall be considered defeated.
- 6.10 Decisions of the board will be noted in the minutes of the meeting.

## Annual General Meeting

- 6.11 The board shall hold an Annual General Meeting once per calendar year at such a time and place as may be decided by the board.
- 6.12 Board members will receive notice of the date and time of the Annual General Meeting at least 14 calendar days prior to the meeting.
- 6.13 At the Annual General Meeting the board shall:
- a) appoint an auditor or firm of auditors to audit the CPNL accounts;
  - b) report on CPNL's financial statements;
  - c) announce the results of the annual election; and
  - d) consider and vote on any other matters deemed necessary by the board.

## Regular Board Meetings

- 6.14 The board shall hold Regular Board Meetings no less than three times per year at such times and places as it may determine.
- 6.15 Board members will receive notice of the date and time of Regular Board Meetings at least 14 calendar days prior to the meeting.

## Special Board Meetings

- 6.16 The Chair, a majority of board members, or the Executive Committee may call a Special Board Meeting as needed.
- 6.17 Board members must receive notice of the date and time of a Special Board Meeting at least 24 hours prior to the meeting and the notice shall stipulate the business to be considered at the meeting.

## Matters Arising Between Regular Board Meetings

- 6.18 Where a matter arises that requires timely attention between Regular Board Meetings, the matter shall be decided by the Executive Committee or, if the Executive Committee deems it appropriate, at a Special Board Meeting called by the Executive Committee.

## General

- 6.19 A board member may waive notice of a meeting of the board.
- 6.20 The inadvertent failure to give notice of a board meeting within the required time, a board member's non-receipt of notice, or any actual or asserted defect in any information, agenda,

or document provided to board members in advance of, or during, a meeting of the board, does not invalidate any act or decision made at the meeting.

## 7. COMMITTEES AND OTHER APPOINTMENTS

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### Board Committees

- 7.1 The following statutory committees are established in the Act, the regulations passed pursuant to the Act, and these bylaws:
- a) Complaints Authorization Committee;
  - b) Disciplinary Panel;
  - c) Executive Committee;
  - d) Pharmacy Practice Advisory Committee; and
  - e) Quality Assurance Committee.
- 7.2 In addition to these statutory committees, the board may appoint other board committees to carry out the duties and functions directed by the board.
- 7.3 The board may delegate a duty or power given to the board by the Act to a board committee, and an action or decision of a board committee to which the board delegates a duty or power is considered to be an action or decision of the board.
- 7.4 The board may develop and maintain a policy that establishes processes for the creation, appointment, and operation of board committees.
- 7.5 The board may develop and maintain Terms of Reference for all board committees, including the statutory committees listed in section 7.1.
- 7.6 The board may develop a policy to establish a process for remunerating board committee members for their service and establishing the rates of remuneration.
- 7.7 The board may develop a policy to establish a process for paying for or reimbursing board committee members for their travel and other expenses associated with their duties as board committee members and establishing the rates of payment or reimbursement of such expenses.

### Auditor

- 7.8 The board shall appoint an auditor or firm of auditors at the Annual General Meeting.

- 7.9 The auditor or firm of auditors shall be a chartered professional accountant or a firm of chartered professional accountants.
- 7.10 The auditor shall examine all accounts, books, and securities of CPNL and shall submit a statement of the affairs and financial position of CPNL to the board on an annual basis.
- 7.11 The appointment of an auditor by the board does not preclude the Registrar from hiring, contracting, or appointing the same or another auditor or chartered professional accountant and delegating powers and duties to that person as appropriate in accordance with the powers and duties of the Registrar in the general administration of CPNL.

## Other Operational Committees

- 7.12 The Registrar may appoint operational committees to carry out the duties and functions directed by the Registrar in accordance with the powers and duties of the Registrar in the general administration of CPNL.
- 7.13 The Registrar may develop and maintain a policy that establishes processes for the creation, appointment, and operation of operational committees, and may develop Terms of Reference for those committees.
- 7.14 The Registrar may develop a policy to establish a process for remunerating operational committee members for their service and establishing the rates of remuneration.
- 7.15 The Registrar may develop a policy to establish a process for paying for or reimbursing operational committee members for their travel and other expenses associated with their duties and establishing the rates of payment or reimbursement of such expenses.

## 8. REGISTRATION

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### Registers

- 8.1 The Registrar shall maintain public registers that contain the following information for all registration types established in the Act:
  - a) name;
  - b) registration type;
  - c) registration number;
  - d) expiration date of current registration;
  - e) authorizations;

- f) practice location(s), where applicable; and
  - g) other information that the board may require.
- 8.2 The Registrar shall maintain public registers for all pharmacies that contain the following information:
- a) operating name;
  - b) licence type:
  - c) licence number;
  - d) expiration date of current license
  - e) physical address
  - f) mailing address;
  - g) telephone number;
  - h) e-mail address;
  - i) name and registration number of the pharmacist-in-charge; and
  - j) names and registration numbers of all registrants employed by the pharmacy.

## Registration

- 8.3 In accordance with the Act and the regulations passed under the Act, the Registrar shall develop and maintain processes for:
- a) applying to register with CPNL, and
  - b) applying to renew registration.
- 8.4 In addition to the information required in the Act and the regulations passed pursuant to the Act, an application to register or renew registration shall include the following information as deemed appropriate by the Registrar:
- a) name;
  - b) contact information;
  - c) demographic information;
  - d) information pertaining to intended or current practice location; and
  - e) declarations and certifications.

- 8.5 The Registrar may, at any time, require verification in a manner and form deemed appropriate by the Registrar of any information or declaration provided pursuant to an application to register or renew registration.
- 8.6 The Register shall issue or renew a certificate of registration for a person who has applied to register or renew registration and has satisfied all registration or renewal requirements as appropriate.
- 8.7 Where a change in the information provided by a registrant to CPNL occurs, the registrant must update the information with CPNL within 14 days of the change.
- 8.8 Where CPNL has reason to believe that a registrant has provided information or documentation pursuant to an application that is untruthful, inaccurate, or incomplete, the Registrar may reject the application or may suspend or cancel the registration if one has been issued.
- 8.9 All registrants shall provide and monitor an active e-mail address to receive CPNL e-mails and shall promptly review all correspondence sent to that e-mail address by CPNL. Any notices, correspondence, or documentation sent from CPNL to that e-mail address shall be deemed received and reviewed by the registrant on the day the e-mail is sent.
- 8.10 Where a registrant does not comply with one or more of the requirements for registration or renewal of a registration in the Act or the regulations passed pursuant to the Act, the Registrar may suspend or cancel the registration.
- 8.11 The Registrar may appoint persons as needed to conduct routine assessments of a registrant's practice pursuant to subsection 54(1) of the Act.

## 9. LICENSING

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- 9.1 In accordance with the Act, the regulations passed under the Act, and these bylaws, the Registrar shall develop and maintain processes for:
  - a) applying for a pharmacy licence with CPNL;
  - b) applying to renew a pharmacy licence;
  - c) applying to relocate a pharmacy;
  - d) applying to renovate a pharmacy;
  - e) applying for a change in pharmacy ownership; and

- f) applying to close a pharmacy.
- 9.2 The Registrar may at any time, in a manner and form deemed appropriate by the Registrar:
- a) require verification of any information or declaration provided pursuant to an application referenced in section 9.1 of these bylaws;
  - b) require the pharmacy owner or pharmacist-in-charge to provide any information or declaration that is required in an application referenced in section 9.1 of these bylaws that has not previously been provided by the pharmacy owner or pharmacist-in-charge.
- 9.3 The three classifications of pharmacy ownership are a corporation, a partnership, and individual ownership by way of sole proprietorship.

### **Application for a Pharmacy Licence**

- 9.4 An application for a pharmacy licence shall be filed with CPNL not less than 90 days before the proposed opening date of the pharmacy.
- 9.5 An application for a pharmacy license shall be filed jointly by the proposed pharmacy owner and the proposed pharmacist-in-charge, if different, and shall contain:
- a) classification of ownership for the proposed pharmacy;
  - b) proposed pharmacy operating name;
  - c) proposed pharmacy address;
  - d) proposed pharmacy telephone number, fax number, and e-mail address, if known at the time of application;
  - e) list of registrant staff of the pharmacy, if known at the time of application;
  - f) proposed opening date;
  - g) proposed floor plan;
  - h) proposed pharmacist-in-charge name, registration number, telephone number, and e-mail address;
  - i) declarations required of the owner in accordance with section 6 of the *Pharmacy Regulations, 2024*;
  - j) declarations from the pharmacist-in-charge that the pharmacist-in-charge will:
    - i) fulfill the duties of a pharmacist-in-charge in accordance with section 9 of the *Pharmacy Regulations, 2024*;

- ii) comply with the Act, all regulations under the Act, and these bylaws;
    - iii) comply with all applicable standards of pharmacy operation, standards of practice, the Code of Ethics, and other policies established by the Registrar;
    - iv) cooperate with an inspector carrying out inspections of the pharmacy under the Act and comply with an order of an inspector; and
    - v) participate in the quality assurance program established under Act;
  - k) application fee;
  - l) all additional information required for the relevant classification of ownership of the proposed pharmacy; and
  - m) a sworn statement as to the accuracy and completeness of the application.
- 9.6 CPNL may cancel an application for a pharmacy licence and require a new application to be submitted where:
- a) the proposed pharmacy has not completed the requirements to open the pharmacy and had a licence issued within 365 days of filing the application;
  - b) the proposed pharmacy owner information has changed;
  - c) the proposed pharmacist-in-charge has changed; or
  - d) other information has changed such that the Registrar determines that a new application is required.
- 9.7 In addition to the requirements established in section 9.5, where the proposed pharmacy owner is a corporation the application shall include:
- a) the name of the corporation;
  - b) the operating name of the corporation, if different;
  - c) a list of shareholders of the corporation, and if any of the shareholders are corporations or partnerships, a list of individuals with significant control over the associated corporation or partnership, except:
    - i) where the proposed pharmacy owner is a publicly-traded corporation; or
    - ii) where the proposed pharmacy is a hospital pharmacy.
  - d) the name of the individual designated as representative of the corporation for the purposes of issuing declarations and accepting correspondence and other notices or documents on behalf of the pharmacy owner;

- e) a current certificate of conduct satisfactory to the Registrar for the individual designated as representative of the corporation; and
  - f) the following additional information from the individual designated as representative of the corporation:
    - i) mailing address;
    - ii) telephone number;
    - iii) e-mail address;
    - iv) relationship to the corporation;
    - v) a declaration of consent to act as designated representative for the corporation;
    - vi) written documentation satisfactory to the Registrar that they are authorized to act on behalf of the corporation and to sign declarations on behalf of the corporation; and
    - vii) an undertaking of responsibility to deliver all correspondence, notices, or other documents issued to the attention of the corporation accurately and promptly upon receipt.
- 9.8 The individual designated as representative of a corporation must be an individual approved by CPNL.
- 9.9 In addition to the requirements established in section 9.5, where the proposed pharmacy owner is a partnership the application shall include:
- a) the name of the partnership;
  - b) the operating name of the partnership, if different;
  - c) a list of all partners, and if any of the partners are corporations or partnerships, a list of individuals with significant control over the associated corporation or partnership.
  - d) the name of the individual designated as representative of the partnership for the purposes of issuing declarations and accepting correspondence and other notices or documents on behalf of the partnership;
  - e) a current certificate of conduct satisfactory to the Registrar for the individual designated as representative of the partnership; and
  - f) the following additional information from the individual designated as representative of the partnership:
    - i) mailing address;
    - ii) telephone number;

- iii) e-mail address;
  - iv) relationship to the partnership;
  - v) a declaration of consent to act as designated representative for the partnership;
  - vi) documentation satisfactory to the Registrar and signed by all partners that the individual designated as representative of the partnership is authorized to act on behalf of the partnership and to sign declarations on behalf of the partnership; and
  - vii) an undertaking of responsibility to deliver all correspondence, notices, or other documents issued to the attention of the partnership accurately and promptly upon receipt.
- 9.10 The individual designated as representative of a partnership must be an individual approved by CPNL.
- 9.11 In addition to the requirements established in section 9.5, where the proposed pharmacy owner is an individual by way of sole proprietorship the application shall include:
- a) the individual's:
    - i) legal name;
    - ii) mailing address;
    - iii) telephone number;
    - iv) e-mail address; and
  - b) a current certificate of conduct satisfactory to CPNL for the individual.
  - c) Repealed.
- 9.12 The Registrar shall issue a pharmacy licence where the applicant has applied for a pharmacy licence with CPNL and has satisfied all applicable licensing requirements.

### **Application to Renew a Pharmacy Licence**

- 9.13 An application to renew a pharmacy licence shall be filed with CPNL within the annual renewal period established and communicated by CPNL and shall contain verification of the following pharmacy information:
- a) ownership details, including the designated representative and their contact information;
  - b) operating name of the pharmacy;
  - c) address, telephone number, fax number, and e-mail address;

- d) list of registrant staff at the pharmacy;
- e) pharmacist-in-charge name, registration number, telephone number, and e-mail address;
- f) declarations required of the pharmacist-in-charge as per section 6 of the *Pharmacy Regulations, 2024*; and
- g) application fee.

9.14 Repealed.

9.15 An application to renew a pharmacy licence shall be filed by the pharmacist-in-charge.

9.16 The Registrar shall renew a pharmacy licence where the applicant has applied to renew the pharmacy licence with CPNL and has satisfied all renewal requirements as appropriate.

### **Application to Relocate or Renovate a Pharmacy**

9.17 An application for a relocation or renovation of a pharmacy shall be filed with CPNL not less than 90 days before the proposed relocation or renovation date and must be approved by CPNL in advance of the proposed relocation or renovation.

9.18 Any proposed relocation or renovation of a licensed pharmacy shall be subject to an inspection by the Registrar or a designated agent, and the pharmacy must not operate at the new location or in the renovated space until the Registrar or their designated agent is satisfied that the pharmacy continues to comply with the board's standards of pharmacy operation and standards of practice.

### **Application for a Change in Pharmacy Ownership**

9.19 Pursuant to the Act and the regulations passed under the Act, a change of ownership occurs when an owner of a pharmacy sells an interest in the pharmacy through:

- a) a sale of the pharmacy;
- b) a sale of shares in the pharmacy; or
- c) a sale of shares in a corporation that holds shares in the pharmacy.

9.20 An application for change in ownership of a pharmacy shall be filed jointly by the current owner, current pharmacist-in-charge, proposed new owner, and proposed new pharmacist-in-charge, if different.

9.21 An application for a change in ownership of a pharmacy shall be filed with CPNL not less than 90 days before the proposed date of change of ownership and shall contain:

- a) current pharmacy information, including:

- i) licence number;
    - ii) classification of ownership;
    - iii) operating name;
    - iv) mailing address;
    - v) telephone number, fax number, and e-mail address; and
    - vi) pharmacist-in-charge name, registration number, telephone number, and e-mail address;
  - b) current pharmacy owner information, including:
    - i) name of owner; and
    - ii) where the current owner is a corporation or partnership:
      - 1. the owner's operating name, if different; and
      - 2. the name, mailing address, telephone number, e-mail address, and relationship to the corporation or partnership of the individual designated as representative of the owner;
  - c) description of the proposed change in ownership in accordance with section 31(5) of the Act and subsections 2(4) and 2(5) of the *Pharmacy Regulations, 2024*;
  - d) proposed date of change of ownership;
  - e) proposed new pharmacy information, including:
    - i) all information required for an application for a pharmacy licence in accordance with these bylaws, where this information differs from the current pharmacy; and
    - ii) other information required by the Registrar
  - f) proposed new pharmacy owner information, including:
    - i) all information required for an application for a pharmacy licence in accordance with these bylaws; and
    - ii) other information required by the Registrar; and
  - g) application fee.
- 9.22 CPNL may cancel an application for a change in pharmacy ownership and require a new application to be submitted where:
- a) the change in ownership has not been approved by the college and completed within 365 days of filing the application;
  - b) the description of the proposed change in ownership has changed;

- c) the proposed new pharmacist-in-charge has changed; or
  - d) other information has changed such that the Registrar determines that a new application is required.
- 9.23 Where the applicants have applied for a change in pharmacy ownership with CPNL and have satisfied all application requirements, the Registrar shall determine whether the change in ownership requires the issuance of a new pharmacy licence, and
- a) where a new pharmacy licence is required, the Registrar shall cancel the current pharmacy licence and issue the new pharmacy licence; or
  - b) where a new pharmacy licence is not required, the Registrar shall confirm the change of ownership in writing and make any necessary changes to the register of pharmacies.

### **Application to Close a Pharmacy**

- 9.24 An application to permanently close and cease operation of a pharmacy shall be filed with CPNL by the pharmacist-in-charge not less than 30 days before the proposed date of closure, and shall include:
- a) the proposed date of closure;
  - b) a detailed plan for the disposition of all narcotic, controlled and other drugs in accordance with the laws relating to disposal of those drugs;
  - c) a detailed plan for the transfer of all prescription records to ensure their availability through another pharmacy; and
  - d) any other information required by the Registrar.
- 9.25 Where the applicant has applied to permanently close and cease operation of a pharmacy with CPNL and has satisfied all application requirements, the application may be approved by the Registrar.
- 9.26 An application to temporarily close a pharmacy shall contain the information required by the Registrar and be filed with CPNL by the pharmacist-in-charge:
- a) as soon as practicable in the event of an emergency temporary closure; or
  - b) not less than 30 days before the proposed date of a planned temporary closure.
- 9.27 An application to temporarily close a pharmacy may be approved by the Registrar:
- a) for no more than 90 days in the event of an emergency temporary closure; or
  - b) for no more than 14 consecutive days in the event of a planned temporary closure.

- 9.28 No more than one planned temporary closure may be approved for a pharmacy in each year.

## Revocation of a Pharmacy Licence

- 9.29 The Registrar may revoke a pharmacy licence where the pharmacy ceases to satisfy the requirements for a licence under the Act or the regulations passed under the Act.

## General

- 9.30 Any notices, correspondence, or documentation sent from CPNL to the e-mail address provided for the pharmacy, pharmacist-in-charge, pharmacy owner, or individual designated as representative of a pharmacy owner shall be deemed received by the relevant person or entity on the day the e-mail is sent.
- 9.31 Any notices, correspondence, or documentation received by the individual designated as representative of a pharmacy owner shall be deemed received by the pharmacy owner.
- 9.32 Where CPNL has reason to believe that a person has provided information or documentation pursuant to an application noted in section 9.1 that is untruthful, inaccurate, or incomplete, the Registrar may reject the application or may revoke the pharmacy licence if one has been issued.
- 9.33 Where a change in the information provided to CPNL with respect to a pharmacy licensed with CPNL occurs, the owner or pharmacist-in-charge must update the information with CPNL within 14 days of the change.
- 9.34 The Registrar may appoint persons as needed to conduct routine assessments of a pharmacy pursuant to subsection 54(1) of the Act.

## 10. SCHEDULE OF FEES

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- 10.1 The board shall establish a Schedule of Fees and publish them on the CPNL website.
- 10.2 The Schedule of Fees will be revised as needed to accommodate new or obsolete fees and to ensure that the fees are sufficient to enable CPNL to discharge its duties under the Act.
- 10.3 The Schedule of Fees will be reviewed at least annually and, at a minimum, will be adjusted for inflation using the annual average increase in the Consumer Price Index (CPI) for the prior year.
- 10.4 Notwithstanding section 10.3, in any particular year, the board may choose not to adjust the Schedule of Fees due to specific extenuating circumstances.

## 11. GOVERNING DOCUMENTS

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- 11.1 Where the Act, the regulations passed pursuant to the Act, or these bylaws refer to an action or decision of the board, that action or decision shall be undertaken by the board, unless delegated in accordance with the Act, the regulations passed pursuant to the Act, or these bylaws.
- 11.2 Where the Act, the regulations passed pursuant to the Act, or these bylaws refer to an action or decision of the college or CPNL, unless stated otherwise in these bylaws, that action or decision is delegated to the Registrar.
- a) The Registrar may confer with the board as required and in consideration of organizational risk.
  - b) The Registrar shall advise the board of such actions or decisions as appropriate.
- 11.3 The board or the Registrar may develop and maintain policies not inconsistent with the Act, the regulations passed pursuant to the Act, and these bylaws to assist with effectively and efficiently carrying out their duties and functions.

### Registration Policies and Licensing Policies

- 11.4 Registration Policies and Licensing Policies are policies that establish processes and procedures relevant to Part III of the Act.

### Governance Policies

- 11.5 Governance Policies are policies approved by the board that establish processes and procedures relevant to the general governance of CPNL and the operation of the board.

### Operational Policies

- 11.6 Operational Policies are policies approved by the Registrar that establish processes and procedures relevant to the operation and administration of CPNL.

### Other Policies

- 11.7 Other policies may be developed as needed by the board or the Registrar.

### Interpretation Guides

- 11.8 The Registrar may develop Interpretation Guides as needed to support registrants, pharmacies, members of the public, or other parties in their understanding and

implementation of the Act, any regulations passed pursuant to the Act, these bylaws, and any CPNL governing documents.

## Code of Ethics, Standards of Practice, and Standards of Pharmacy Operation

11.9 A Code of Ethics, Standards of Practice, and Standards of Pharmacy Operation shall be developed, routinely reviewed, and revised by the board in accordance with the schedule and policy development processes established by the Registrar, or at the discretion of the board.

## Discipline Definitions and Methods of Advertising

11.10 The board may approve definitions of the following terms for the purposes of Part IV of the Act:

- a) professional misconduct;
- b) professional incompetence;
- c) incapacity or unfitness to engage in the practice of pharmacy; and
- d) conduct unbecoming a registrant.

11.11 The board may approve rules respecting methods of advertising.

## 12. GENERAL

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12.1 The Newfoundland and Labrador Pharmacy Board Bylaws established under the *Pharmacy Act, 2012* are repealed and replaced by these bylaws.

12.2 Any existing references to the Newfoundland and Labrador Pharmacy Board Bylaws established under the *Pharmacy Act, 2012* shall be deemed references to these bylaws, as appropriate, and any CPNL standards, policies, or other documentation that currently references or is required to reference bylaws may be updated as appropriate by the Registrar without notice to the board.

12.3 Any inconsistency in numbering, typographical or grammatical error, formatting error, or other required clarification or change identified in these bylaws or in any other board-approved governing documents described in section 11 of these bylaws may be corrected by the Registrar at any time without notice to the board provided that the change does not impact the general meaning or interpretation of the bylaws or other board-approved governing document.

- 12.4 If any section of these bylaws, or part thereof, is to any extent held invalid or unenforceable by a court of competent jurisdiction, the remainder of these bylaws are not impaired or affected and continue in full force and effect.
- 12.5 Any acts or decisions performed or made by the board, a committee, the Registrar, or any designee under the authority of a bylaw that is later held by a court of competent jurisdiction to be invalid or unenforceable, shall be as valid and effectual as if the bylaw had not been deemed invalid or unenforceable, unless determined otherwise by a court of competent jurisdiction

Version History

|          |                  |                                                                                                                |
|----------|------------------|----------------------------------------------------------------------------------------------------------------|
| Approved | January 31, 2025 |                                                                                                                |
| Revision | July 25, 2025    | Affected provisions: 2.16(h), 3.2(e), 3.2(j), 3.6, 4.6, 8.5, 8.9, 9.2, 9.7(c), 9.8, 9.10, 9.11(c), 9.14, 12.3. |
| Revision | June 26, 2026    | Affected provisions: Appendix A – A1, A2, A3, A4                                                               |

## APPENDIX A

### Professional Misconduct

A1. Professional misconduct may arise from:

- acts or omissions;
- a single incident, multiple incidents, or a pattern of conduct;
- pharmacy practice that occurs in-person or virtually;
- pharmacy practice that occurs in NL or in another jurisdiction.

Professional misconduct includes, but is not limited to including:

#### Breach of Law or Other Governing Documents

- a) Breach of a federal, provincial, territorial, municipal, or other law, bylaw, order, or provision applicable to the practice or profession of pharmacy, the operation of pharmacies, or the prescribing, sale, or dispensing of drugs.
- b) Permitting, consenting to, approving, counselling or assisting, either expressly or by implication, the breach by another person of any federal, provincial, territorial, municipal, or other law, bylaw, order, or provision applicable to the practice or profession of pharmacy, the operation of pharmacies, or the prescribing, sale, or dispensing of drugs.
- c) Being subject to a finding of conduct deserving of sanction, or similar, or a suspension or revocation of registration, by another professional regulatory body in NL, in another jurisdiction in Canada, or in another territory or country.
- d) Being convicted or found guilty of an offence under the provisions of the *Controlled Drugs and Substances Act* (Canada), the *Criminal Code* (Canada), or a similar penal statute of another country.
- e) Being subject to the withdrawal or restriction of rights or privileges under the *Controlled Drugs and Substances Act* (Canada), the *Food and Drugs Act* (Canada), the regulations enacted pursuant to those acts, or any similar legislation applicable to the practice or profession of pharmacy, the operation of pharmacies, or the prescribing, sale, or dispensing of drugs.
- f) Breach of a standard of practice, standard of pharmacy operation, interpretation guide, policy, or other governing document approved or implemented by CPNL or the board.
- g) Breach of the CPNL Code of Ethics.

- h) Where any part of pharmacy practice takes place in another jurisdiction, or any of the recipients or the conduits of pharmacy practice are located in another jurisdiction:
  - failing to meet and comply with all of the professional expectations and legal requirements of that jurisdiction and of the pharmacy regulatory authority in that jurisdiction.

#### Other Responsibilities to Patients, the Public, and the Profession

- i) Engaging in conduct that carries an inappropriate level of risk to a patient or the public.
- j) Engaging in conduct that, having regard to all the circumstances, is contrary to the expectations of professional conduct and best practices generally recognized by the profession, and which is harmful or potentially harmful to a patient, to the public interest, or to the profession.
- k) Practising pharmacy in a manner that is outside the registrant's scope of practice, authorization, training, or competence.
- l) Practising while the ability to do so is impaired by any substance, condition, dysfunction, disorder or circumstance that the registrant knows or ought to know impairs the ability to practise pharmacy to a degree that it constitutes a risk to patients or the public.
- m) Directing, permitting, counselling, assisting, or delegating activities to a person who is not qualified, competent, trained, or authorized to engage in those activities.
- n) Failing to provide an appropriate level of supervision to a person whom the registrant is professionally obligated to supervise.
- o) Impeding, or attempting to impede, through action or inaction, the ability of a pharmacist-in-charge to fulfill the duties of a pharmacist-in-charge.
- p) Misappropriation or diversion of medication or other property from a patient or pharmacy.
- q) Failing to maintain appropriate records.
- r) Abuse of or impropriety toward a patient or their caregiver or substitute decision-maker, including but not limited to, engaging in:
  - i) verbal, physical, emotional, psychological, sexual, financial, or any other type of abuse;
  - ii) sexual activity or a sexual relationship, or the attempt, invitation, or encouragement to engage in sexual activity or a sexual relationship;

- iii) sexual or discriminatory comments, whether verbal or through any other medium, in relation to or in the presence of a patient or their caregiver or substitute-decision maker;
  - iv) harassing or discriminatory behaviour;
  - v) inappropriate comments, questions, or provision of pharmacy care that reflects a lack of respect for the patient's dignity or privacy;
  - vi) any action or activity without the consent of the patient where consent of the patient is required.
- s) Attempting to and/or succeeding in:
- i) influencing a person, directly or indirectly, to withdraw an allegation filed pursuant to the Act;
  - ii) retaliating or discriminating against a person for participating in regulatory proceedings.

#### Responsibilities to CPNL

- t) Failing to:
- i) provide a current e-mail address, telephone number, and mailing address to receive correspondence from CPNL;
  - ii) monitor regularly for and review all correspondence from CPNL within a reasonable timeframe.
- u) Failing to respond appropriately or within a reasonable time to an inquiry from CPNL.
- v) Refusing to allow the Registrar or another person designated or appointed pursuant to the Act to enter a pharmacy as required by the Act.
- w) Contravening or failing to abide by:
- i) a term, condition, restriction, or limitation of a certificate of registration or pharmacy license;
  - ii) a term or condition of an undertaking to or agreement with the Registrar or CPNL;
  - iii) an order, requirement, direction, request, caution, counsel, or recommendation issued by the Registrar, Complaints Authorization Committee, Quality Assurance Committee, a person appointed by either of those committees, or a person appointed as an assessor, inspector, or investigator pursuant to the Act;
  - iv) an order, requirement, direction, request, or recommendation made by the Adjudication Tribunal;

- v) a lawful request for information from another entity, such as another professional regulatory body, where disclosure of the information is required.
- x) Failing to pay monies owed to CPNL.
- y) Practising pharmacy while not covered by a policy of professional liability insurance acceptable to CPNL.

#### Misrepresentation and Dishonesty

- z) Providing false, misleading, inaccurate, or incomplete information or documents to CPNL, including but not limited to:
  - i) misrepresentation by act or omission;
  - ii) attempting to obtain or obtaining registration or a pharmacy license by false representation or omission;
  - iii) making a false declaration to CPNL.
- aa) Signing or issuing a document that the registrant knows or ought to know is false or misleading.
- bb) Creating, altering, falsifying, or destroying a record relating to the practice of pharmacy other than in a manner prescribed by the standards of practice, standards of pharmacy operation, or other relevant legislation or governing documents.
- cc) Using a name in the course of providing or offering pharmacy services other than the registrant's name, or variation thereof accepted by CPNL, as set out in the register under the Act.
- dd) Inappropriately using a protected term, title, or designation, or announcing or holding out by a registrant that the registrant has qualifications, competencies, or authorizations that are not in fact possessed by the registrant.
- ee) Making a claim respecting a remedy, treatment, device, procedure, technique, or medication that is a deliberate misrepresentation or that cannot be supported as reasonable professional opinion.

#### Business Practices

- ff) Engaging in any practice that may create a conflict of interest or impede a patient's free, unpressured choice of pharmacy or service provider.
- gg) Using or knowingly permitting the premises in which a pharmacy is located to be used for unlawful purposes.

hh) Charging or submitting a false, misleading, excessive, or unreasonable amount for dispensing or for services rendered to a patient including charging or submitting a fee for dispensing or services not performed.

ii) Dispensing or selling an excessive, improper, or unreasonable amount of a drug.

A2. Professional incompetence may be demonstrated through:

- acts or omissions;
- a single incident, multiple incidents, or a pattern of conduct;
- pharmacy practice that occurs in-person or virtually;
- pharmacy practice that occurs in NL or in another jurisdiction.

Professional incompetence is demonstrated by conduct of a registrant that:

- a) reflects a lack of reasonable knowledge, skill, or professional judgment in the practice of pharmacy;
- b) reflects a deficit in the ability of the registrant to integrate and apply the professional attitudes, values, and norms required to practice safely and ethically;
- c) reflects a lack of self-awareness with respect to the registrant's own competency or need for support, consultation, training, or supervision; or
- d) shows disregard for the welfare of a patient or the public.

A3. Incapacity or unfitness to engage in the practice of pharmacy may be demonstrated through:

- acts or omissions;
- a single incident, multiple incidents, or a pattern of conduct;
- conduct that occurs while engaged in pharmacy practice;
- conduct that occurs in a personal capacity or outside the practice of pharmacy;
- conduct that occurs in-person or virtually;
- conduct that occurs in NL or in another jurisdiction.

Incapacity or unfitness to engage in the practice of pharmacy describes the status of a registrant wherein a substance, condition, dysfunction, disorder, stressor, or circumstance impairs the registrant's ability to practice pharmacy in a safe and competent manner.

A4. Conduct unbecoming a registrant may arise from:

- acts or omissions;
- a single incident, multiple incidents, or a pattern of conduct;
- conduct that occurs while engaged in pharmacy practice;
- conduct that occurs in a personal capacity or outside the practice of pharmacy;
- conduct that occurs in-person or virtually;
- conduct that occurs in NL or in another jurisdiction.

Conduct unbecoming a registrant includes, but is not limited to including:

- a) conduct that would reasonably be regarded by the profession as disgraceful, dishonourable, or unprofessional;
- b) conduct that undermines the public trust in, brings discredit to, or is harmful to the integrity, standing, or reputation of the profession.