



Internal Relations Committee Profile

Approved – March 21, 2019

1. Title

Internal Relations

2. Type

Standing Committee of the Board

3. Composition

The Committee is composed of a Chair, who is chosen from among the Board, and a minimum of two to a maximum of five other appointed members as may be required from the Board, members at large or external experts. In addition, the Chair of the Board shall serve as an ex-officio member, and the Chief Executive Officer and Chief Operating Officer shall serve as an ex-officio non-voting members.

4. Appointments

The Board of Directors elects the Committee Chair at the Annual Board of Directors Orientation and Meeting. All other Committee members are selected by the Committee Chair based on consultation with the Board and participating Committee members.

In the event the Committee Chair is unable to fulfill their duties, the Board of Directors will appoint an Interim Chair until the next Annual General Meeting.

Additional members may be appointed as deemed necessary and can include non-Pharmacists Manitoba members who are subject matter experts.

Working Groups comprised of Committee members, members at large or external experts may be established as required.

5. Staff Liaison

The Chief Operating Officer is appointed as a staff liaison for the committee.

6. Term of Office

The Committee Chair serves a term from the time of their appointment to the end of the next Board of Director Orientation and Meeting following the Annual General Meeting. All members of the Committee must be reconfirmed by the Chair annually.

7. Meetings

- The Committee meets at the call of the Committee Chair on a regular basis or at least 2 weeks prior to every Board meeting.
- Meetings may be conducted in person, by teleconference or by video conferencing.
- To facilitate communications, a copy of the agenda will be circulated one week in advance of each meeting to the members of the Committee.
- Quorum shall be the majority of the Internal Relations Committee members other than ex-officio members.
- In the absence of the Committee Chair, the members of the Committee shall appoint an Acting Chair.
- Communication will be conducted primarily through email or by telephone when an urgent response is required.
- The Committee will adhere to all Pharmacists Manitoba By-Laws.

8. Reporting

- This Committee reports to the Board. Committee meeting minutes will be posted to the Virtual Boardroom within two weeks of each meeting.
- Committee reports will be provided for each Board of Director meeting as per Pharmacists Manitoba board report template.
- Urgent matters will be brought to the attention of the President and CEO immediately and as necessary.
- Reports containing specific recommendations to the Board must include possible budget implications as part of the report.

9. Terms of Reference

This Committee:

- A. Assists the Board of Directors fulfill its obligations in respect to internal and operational issues including finance, human capital, and facilities.
- B. Ensures that adequate financial resources are in place to sustain Pharmacists Manitoba operations in alignment with Board strategic goals.

Financial Management

- Provide guidance, oversight and support for the financial practices of the organization including approval of and compliance with fiscal policies and procedures; development of the annual budget; and ensuring accurate tracking and analysis of financial trends and issues.

- Meet with the auditors, if requested.
- Meet with Investment Financial Advisor, as required.

Human Capital

- With input from the CEO, review and provide recommendations to the Board in respect to the human resource requirements of Pharmacists Manitoba.
- Make recommendations to the Board of Directors regarding the process to follow in respect to conducting an annual work performance review of the CEO.
- Provide recommendations to the Board of Directors in respect to the compensation of the CEO. The review would include salary, benefits, vacation entitlements, tuition reimbursement, pension, and or bonus incentives.
- Ensure that a succession and executive development plan is in place.

Property

- Provide guidance, oversight and support to ensure high-quality facilities including planning, maintenance and risk management.

C. The Committee will review on an annual basis the Committee Profile for the Internal Relations Committee.

10. Expenses

- Any funding required by the Committee will be provided by Pharmacists Manitoba upon approval of the Board of Directors.
- The Committee requires a place to meet, access to teleconferencing services, and support from the office staff with administrative tasks.
- Committee members who claim expenses from Pharmacists Manitoba must be in compliance with the Travel and Expense Policy/Guideline.