

## Community Pharmacy Durham and Sunderland (CPDandS) Governance sub – committee

### Terms of Reference

The purpose of the Governance sub-committee shall be to: develop the LPC's governance framework and duties under the LPC constitution; review the provisions of the LPC governance framework at specific intervals; promote and demonstrate good governance as part of the LPC's values; consider any complaints about an alleged breach of governance by any member or officer of the committee referred to the sub-committee by the main committee ( subject to 3.1) in accordance with the provisions of the LPC model constitution.

### Membership

1.1 Three members of the main committee shall be appointed by the committee to the Governance sub-committee.

1.2 In the event that a Governance sub- committee member ceases to be a member of the LPC, is disqualified from being a member of the sub-committee or resigns, a new Governance sub-committee member will be appointed for the remaining the term of office.

1.3 The members of the Governance sub- committee may co-opt an additional member from members of the LPC, if it is necessary to ensure that the subcommittee includes representation of both the independent and multiple sectors.

1.4. The members of the sub-committee shall appoint a chair from amongst the members.

1.5 The Governance sub - committee members should not also be officers of the main committee.

### Accountability

2.1 The Governance sub-committee shall be accountable to the main committee.

2.2 The Governance sub-committee shall meet twice a year. The subcommittee may need to meet more frequently should a specific issue arise which needs further discussion and agreement.

2.3 The Governance sub- committee shall report its discussions and outcomes to the main committee; if confidential information has been discussed by the Governance sub- committee but cannot be immediately reported to the main committee, the sub-committee shall inform the committee and provide the information when in is in a position to do so.

2.4 A Governance sub- committee member with a conflict of interest should step down temporarily, in which case the sub-committee shall co-opt an additional member from the main committee.

2.5 The sub- committee, may invite the LPC Chief Officer or other officer to part or all of one or more of its meetings if their input is required to deal with a specific issue.

2.6 There is no quorum for the sub-committee, but the maximum attendance will be sought when arranging a meeting.

### **3. Delegated Authority**

The Governance subcommittee has been granted authority by CPDANDS to make decisions in line with the responsibilities shown below.

#### **Actions**

3.1 The LPC Finance and Audit sub-committee or Treasurer may refer directly to the sub-committee any matter of governance relating to Committee members' expenses claims.

3.2 The sub-committee may require any LPC member to report directly to it.

3.3 The sub-committee shall investigate all complaints or allegations made against members or officers of the committee referred to it by the main committee.

3.4 The sub-committee may, with the consent of the main committee, conduct an investigation into an alleged breach of governance, on behalf of another LPC, in accordance with the model LPC constitution.

3.5 The sub-committee will review the LPC's governance framework at least annually and assure the LPC's adherence to the framework and the governance provisions set out in the LPC constitution.

3.6 The sub - committee membership should be re-appointed 2-yearly. This should coincide with the election of the new Officers.

**To be reviewed: Sept 2025**