PROFESSIONAL CONDUCT COMMITTEE OF THE BOARD

TERMS OF REFERENCE

BACKGROUND
The Board has established the Professional Conduct Committee (PCC) as a regulatory committee pursuant to the Bylaws.

COMMITTEE PURPOSE
The PCC receives and investigates written complaints from the general public, members, or the organization itself, that a member has committed professional incompetence, misconduct or breach of legislative requirements. Where deemed necessary, the PCC will refer matters to the Discipline Committee for their determination.

COMMITTEE ROLES
1. The Board gives authority to the PCC as a regulatory Committee under Regulatory Bylaws 14 to 16.
2. In carrying out the responsibilities of the PCC, committee members will act in a good faith, objective, reasonable and even-handed manner, ensuring that the standards of our profession are maintained and respected.
3. Committee will consider the following Decision Model Criteria when carrying out their duties:
   a. Extent and degree of actual or potential harm;
   b. Breadth or depth of issues;
   c. Intention of member, including the exercise of due care and steps taken to avoid the misconduct;
   d. Corrective action taken by the member, considering nature, extent and timing and;
   e. Risk of repetition and future harm to the public.

REPORTING RELATIONSHIP
The PCC shall report through a PCC Chair to the CPHR Saskatchewan Board of Directors. The PCC chair shall be appointed by the Board of Directors.

Board approved January 29, 2021
COMMITTEE GUIDELINES

1. The PCC shall have a maximum of seven (7) members.
2. The PCC shall consist of a majority of CPHR Professional members.
3. A lawyer may participate as an advisor on the committee in a non-voting capacity.
4. All PCC members shall be members of CPHR Saskatchewan in good standing.
5. PCC members shall not be a member of the Board or the Discipline Committee.
6. All members of the PCC are required to abide by these Terms of Reference.
7. All PCC members shall be residents in Saskatchewan. A PCC member who is not a resident in Saskatchewan shall be removed from the PCC.
8. The Registrar shall make recommendations to the Board to appoint members and fill vacancies to the PCC.
9. All members of the PCC must sign CPHR Saskatchewan’s Confidentiality Agreement.
10. PCC members hold office on the PCC:
   a. Until a successor eligible for appointment is appointed to the PCC;
   b. Until the Board passes a resolution removing that individual from the PCC;
   c. Until they resign; or,
   d. Until that individual ceases to be a resident of Saskatchewan.
11. Quorum is set at the majority of the PCC members.
12. No business shall be conducted at any PCC meeting unless a quorum is present.
13. When quorum is not present, the PCC meeting shall be adjourned to a time and place as may be decided by the PCC’s chair.
14. All PCC members are expected to attend all meetings of the PCC and shall advise CPHR Saskatchewan staff or the PCC chair when unable to attend a meeting. If a PCC member misses at least 50% of PCC meetings within the last twelve (12) months, without informing the PCC chair of an acceptable reason, the PCC member’s position is considered vacated, unless the PCC chair advises otherwise.
15. The Registrar shall receive resignation from PCC members.
16. If the CPHR Saskatchewan membership of a member of the PCC is suspended or cancelled, that member ceases to be a member of the PCC on the date of the change in membership status.
17. The Registrar may request of the Board that it remove a member of the PCC.
18. The Board shall approve all resignations and removals from the PCC.
19. A vacancy on the PCC does not impair the power of the remaining members of the PCC to act.

Board approved January 29, 2021
COMMITTEE CHAIR RESPONSIBILITIES

1. The PCC chair shall:
   a. Orientate new PCC members;
   b. Schedule meetings for the PCC;
   c. Set agenda for meetings, keep minutes, and distribute as needed, with administrative support provided by the CEO/Registrar and CPHR staff as delegated by the CEO;
   d. Report to the Board;
   e. Carry out responsibilities under Bylaws;
   f. Approve publications regarding professional conduct activities;
   g. Appoint any other PCC member to act in their absence; and
   h. Periodically review the attendance record and discuss any attendance problems with the member(s) concerned.

COMMITTEE RESPONSIBILITIES

1. Convene at least once annually to conduct business of the Committee.
2. Develop an annual workplan to guide activities and provide clarity around roles and delegation of tasks. (this is templated in other Board TORs)
3. Provide updates annually to the Board of Directors highlighting:
   a. The PCC’s activities;
   b. The PCC’s ability to fulfill its mandate within the context of the profession’s duty and objects; and
   c. The adequacy of resources necessary to execute its mandate.
4. Declare any conflict of interest to the PCC Chair.
5. Abide by the mandatory Confidentiality Agreement required by members of the PCC.
6. Be held accountable for the PCC’s internal processes and administration.
7. Participate in meetings as required. (this is templated in other Board TORs)
8. Review the PCC’s Succession and Training Plan and ensure that plans are in place for adequate knowledge transfer and continuity of the PCC’s operations, including a review of PCC Members’ knowledge, skills, abilities and experience, and any training and development needs for individuals and the PCC. (this is templated in other Board TORs)
9. The CPHR Saskatchewan staff will provide support to the PCC. (this is templated in other Board TORs)

BUDGET

1. The budget for the PCC is prepared in consultation with the CEO.
2. The PCC Chair will be responsible for ensuring the PCC remains within the CPHR Saskatchewan Board-approved expense guidelines.
3. The PCC is to advise the PCC Chair of any expected budgetary requirements.
**AMENDMENTS**

The PCC must conduct an annual review of the Terms of Reference in conjunction with Committee Chairs and make recommendations for any changes to the full Board.