

**MINUTES
MEETING OF COUNCIL
ALBERTA COLLEGE OF PHARMACY
May 1, 2025
Edmonton, Alberta**

PART A – Opening Remarks and Constituting Council Meeting

1.1 Call to Order

President Zachar called the meeting to order at 8:41 a.m. He welcomed Council and ACP administration. He recognized the territorial and ancestral lands of the indigenous people of Alberta. He noted that Ravine Basahti from KPMG would join Council in the afternoon to present the 2024 audited financial statements.

President Zachar asked Council Members to reflect on governance policy GP-8 Code of Conduct and consider any potential conflicts of interest they may need to disclose. No conflicts were disclosed.

1.2 Roll Call

Registrar Willsey called the roll and identified the following individuals in attendance. A quorum of council was declared.

- District 1 - Asad Kashani
- District 2 - Patrick Zachar (President)
- District 3 - Murtaza Hassanali
- District 4 - James Frobb (Executive-Member-at-Large)
- District 5 - Patrick Thomson (President Elect)
- District A - Kirsten Shead
- District B - Nina Dueck
- Public Member - Carmen Wyton
- Public Member - Jason West
- Public Member - Nicola von Hoensbroech

Absent

- Public Member - Christine Maligec
- Public Member - Stephen Mandel
- Public Member - Larry Loven

Also in attendance

- Brad Willsey - Registrar
- Kaye Moran - Deputy Registrar
- Jeff Whissell - Deputy Registrar
- Rob Vandervelde - Senior Operations and Finance Director
- Leslie Ainslie - Executive Assistant
- Barry Strader - Communications Director
- Meredith Robertson - Sr. Policy and Legislative Advisor
- Ravine Basahti - Auditor, KPMG(1:00-1:20pm)

1.3 Invocation

Councillor Kirsten Shead read the council invocation.

1.4 Adoption of the Agenda

1.4.1 Consent Agenda

Registrar Willsey provided a Policy Report and Information Update report for Council's review and approval.

1.4.1.1 Policy Report

MOTION: to approve the Policy Report as presented by Registrar Willsey.

Moved by **Kirsten Shead**/Seconded by **Jason West**/CARRIED

1.4.1.2 Information Update Report - For Acceptance

MOTION: to lift the issue of "*Provincial and Federal Free Trade/Mobility Initiatives*" from the Consent Agenda report.

Moved by **Nina Dueck**/Seconded by **Murtaza Hassanali**/CARRIED

Registrar Willsey provided information about initiatives to support provincial and federal free trade federally and in other provinces. In addition, the Canadian Medical Association released a position statement about Pan-Canadian licensure to support workforce issues across Canada. Council expressed concern that Alberta was lagging behind. These issues may be impacted by the government in power, and their election processes and priorities.

MOTION: to lift the issue of the "*Competition Bureau*" from the Consent Agenda report.

Moved by **James Frobb**/Seconded by **Nina Dueck**/CARRIED

As announced in the press recently, the Competition Bureau obtained a court order to advance an investigation into Express Scripts Canada. The allegations are about steering patients to preferred providers and margin squeezing. Council supports the investigation as these agreements leave pharmacies with no choice but to use the service providers. The business side of pharmacy does impact patient care. Council agreed that if you want insurers to change, it's the customers buying insurance that have to drive that change in order to eliminate monopolies and create patient freedom of choice. The clear path is to solicit those paying for the benefits.

MOTION: to accept the Information Update Report as presented by Registrar Willsey.

Moved by **Kirsten Shead**/Seconded by **Pat Thomson**/CARRIED

1.4.2 Additions to the Agenda

MOTION: to adopt the agenda as circulated.

Moved by **Nina Dueck**/Seconded by **Asad Kashani**/CARRIED

1.5 Minutes from Previous Meetings

1.5.1 Minutes – March 13, 2025

MOTION: to approve the minutes from the March 13, 2025 council meeting.

Moved by **Pat Thomson**/Seconded by **Kirsten Shead**/CARRIED

1.5.2 Ratification of Council e-Ballot - Council Election-Slate of Candidates

MOTION: to ratify the March 25, 2025 council e-Ballot approving the slate of candidates for the 2025 council election in District 4(central Alberta).

Moved by **Jason West**/Seconded by **Kirsten Shead**/CARRIED

1.6 In Camera - NIL

Part B – Council Development, Open Forum and Generative Discussions

2.1 Council Development - NIL

2.2 Generative Discussions - NIL

2.3 Council Open Forum

The open forum provided Council Members the opportunity to identify issues that are top of mind. Discussions were relevant to the business of the Council and the College.

Part C - Strategic and Fiduciary

3.1 Strategic Plan 2026-2029 Update

President Elect Pat Thomson, on behalf of the Strategic Planning Committee, provided Council with a briefing on the workplan to support the development of the 2026-2028 strategic plan. The initial work has been with the ACP operations leadership team. The Strategic Planning Committee will meet the beginning of June and Council will participate in a strategic planning session facilitated by Halmyre Consulting prior to the June council meeting.

3.2 Interpretation of Beyond Use Dates (BUD) within NAPRA Standards for Sterile Compounding - Council Issue Sheet-Nina Dueck

A Beyond-Use Date (BUD) is the date and time after which a compounded preparation should not be used. The National Association of Pharmacy Regulatory Authorities (NAPRA) Model Standards for pharmacy compounding specify that the BUD should be based on the earliest of two criteria: the expiration date based on chemical and physical stability, and the time related to the risk of microbial contamination. Councillor Nina Dueck raised concerns about public safety and the need to educate patients so they are aware of beyond use dates and the associated risks of compounded preparations.

Deputy Registrar Jeff Whissell and Pharmacy Practice Consultant Tim Fluet explained the BUD criteria and provided Council with an overview of the practices within Alberta pharmacies. Currently there are thirty-five pharmacies in Alberta compounding sterile preparations. Sterile compounding is a high risk activity, and ACP's Pharmacy Practice Consultants and Compounding Assessors do an inspection of these pharmacy's policies and procedures every two years. ACP's role is sterility and stability assurance.

4. Compliance Monitoring and Reports

4.1 Executive Limitations – Compliance Reports

A report from the Registrar was provided for the following Executive Limitation policies. The report under Agenda Item 4.1.2 was made by an external expert.

4.1.1 Policy E-Mega End – 2024-25 Annual Report

ACP's Annual Report reflects the business undertaken by the College in 2024 and the first quarter of 2025. The report summarizes achievements including the reporting required

through the *Health Professions Act* and Governance Policy E Mega-End. The Annual Report is Council's report to the public, its morale owners; and to registrants, stakeholders, partners, and government. The Annual Report recognizes pharmacy's contributions to serve and protect the health and wellbeing of Albertans. Council reviewed the Annual Report and commended the excellence of the report. Copies of the annual report must be presented to the Minister of Health and tabled in the Legislature.

MOTION: to approve the 2024-25 Annual Report as presented.

Moved by **Asad Kashani**/Seconded by **Murtaza Hassanali**/CARRIED

4.1.2 EL-4 Financial Condition, External

Council reviewed the audited financial report from ACP's external auditors KPMG, for the year ending December 31, 2024. Ravine Basahti from KPMG presented the external financial report to Council and responded to questions from Council Members. Administrative team members excused themselves from part of this discussion to allow Council opportunity to engage with the auditors as required.

MOTION: to accept the external audited financial report for the fiscal year ending December 31, 2024.

Moved by **Kirsten Shead**/Seconded by **Jason West**/CARRIED

4.1.3 Governance Policies (GP)

Governance policies (GP policies) define how Council conducts itself. Council reviewed the following GP policies and reflected on its compliance with each policy. Council considered if there were any indicators that any of the policy statements are not being complied with, and consensus was reached that Council is in compliance with the governance policies noted below.

4.1.3.1 GP-1 Global Governance Process

Council is in compliance with governance policy GP-1 Global Governance Process.

4.1.3.2 GP-2 Serving the Public Interest

Council is in compliance with governance policy GP-2 Serving the Public Interest.

4.1.3.3 GP-3 Council Responsibilities and Governing Style

Council is in compliance with governance policy GP-3 Council Responsibilities and Governing Style.

4.1.3.4 GP-8 Code of Conduct

Council is in compliance with governance policy GP-8 Code of Conduct.

4.1.3.5 GP-9 Investment in Governance

Council is in compliance with governance policy GP-9 Investment in Governance.

4.1.3.6 GP-10 Council Linkage with Other Organizations

Council is in compliance with governance policy GP-10 Council Linkage with Other Organizations.

4.1.3.7 GP-11 Council Planning Cycle and Agenda Control

Council is in compliance with governance policy GP-11 Council Planning Cycle and Agenda Control.

4.1.3.8 GP-12 Handling of Operational Complaints

Council is in compliance with governance policy GP-12 Handling of Operational Complaints.

4.1.3.9 GP-13 Alleged Policy Violations

Council is in compliance with governance policy GP-13 Alleged Policy Violations.

4.1.3.10 GP-14 Recognizing Excellence

Council is in compliance with governance policy GP-14 Recognizing Excellence.

OMNIBUS MOTION: that Council is in compliance with governance policies GP-1 Global Governance Process , GP-2 Serving the Public Interest, GP-3 Council Responsibilities and Governing Style, GP-8 Code of Conduct, GP-9 Investment in Governance, GP-10 Council Linkage with Other Organizations, GP-11 Council Planning Cycle and Agenda Control, GP-12 Handling of Operational Complaints, GP-13 Alleged Policy Violations and GP-14 Recognizing Excellence.

Moved by **Asad Kashani**/Seconded by **Jason West**/CARRIED

4.2 Business of Council

4.2.1 Report from the Governance Task Force

President Zachar, Chair of the Task Force, presented a report on behalf of the Governance Task Force. The work of the Task Force was guided by the report from the Institute on Governance; a summary of Council discussions during the 2024 governance training sessions. At its March 25, 2025 meeting, the Task Force reviewed the Terms of Reference for the Executive Committee to ensure that core responsibilities of the Committee would be incorporated in either the Governance Policies (GP), the Terms of Reference for the Governance Committee and/or Nominating Committee, once the Executive Committee was dissolved. The Task Force reported that other sections of the Executive Committee's Terms of Reference were already incorporated into Executive Limitations policies.

In October 2024, subject to a 60-day consultation, Council reviewed proposed amendments to the bylaws, and subsequently deferred approval of those bylaws pertaining to council elections to allow time for Council to have fulsome deliberations. In lieu of Council's direction at the March 13, 2025 council meeting, Council's approval was sought to move forward with the approval of these amendments that:

- remove council districts,
- amend consequential sections of the bylaws impacted by the removal of council districts,
- amend the nomination process and election cycles to accommodate newly elected members attending the June council meetings as observers.

Additional amendments will be proposed to the bylaws for review by Council in June 2025, followed by a 45-day consultation, and final approval at the October 2025 meeting. These amendments will include but not be limited to:

- removal of the Executive Committee and any consequential sections referencing the Executive Committee, and
- removing the Executive-Member-at-Large office position and any consequential sections referencing the Executive-Member-at-Large.

The Task Force reviewed the Terms of Reference for the Governance Committee and recommend the following amendments. In doing so, the Task Force affirmed the importance of incorporating the evaluation of “risk” as the overarching principle in all business brought before Council.

- include responsibility to facilitate the onboarding of council members,
- clarify that the Committee identifies the “governance” learning needs of council, and
- incorporate a risk statement.

The Task Force recommended the following workplan of the Governance Committee subsequent to dissolving the Governance Task Force upon adjournment of this meeting.

- Develop competency matrix for council members. The Nominating Committee will use this to populate the profile of future candidates seeking election to council in 2026.
- Review tools used by Council to evaluate council and council members performance.
- Develop a chart to track council committee members, their terms, and subsequent vacancies.
- Develop competency matrix for council committees.
- Undertake the tri-annual review of governance policies in 2026.
- Undertake tri-annual review of bylaws in 2027.

MOTION: to accept the report of the Governance Task Force.

Moved by **Kirsten Shead**/Seconded by **Murtaza Hassanali**/CARRIED

OMNIBUS MOTION: to approve amendments to governance policies, GP-2 Serving the Public Interest, GP-3 Council Responsibilities and Governing Style, GP-4 Council Duties, GP-5 President’s Role, GP-6 Council Committees, and GP-11 Council Planning and Agenda Control as presented in the report from the Governance Task Force.

Moved by **Pat Thomson**/Seconded by **Jason West**/CARRIED

MOTION: to approve the amendments to the bylaws proposed and consulted on at the October 3, 2024 council meeting.

Moved by **Carmen Wyton**/Seconded by **Kirsten Shead**/CARRIED

Opposed: Asad Kashani

MOTION: to approve the Terms of Reference for the Governance Committee as outlined in the report from the Governance Task Force.

Moved by **Kirsten Shead**/Seconded by **Nina Dueck**/CARRIED

4.2.2 Report from the Nominating Committee

President Elect Pat Thomson, Chair of the Nominating Committee presented a report on behalf of the Committee.

MOTION: to accept the report of the Nominating Committee.

Moved **Kirsten Shead**/Seconded by **Nina Dueck**/CARRIED

4.2.2.1 Honorary and Honorary Life Members

President Elect Thomson advised Council that two nominations were received for an Honorary Life Membership award, and one for an Honorary Life award. Appointment of an Honorary Life Membership award or Honorary Life award is the most prestigious recognition of an individual who, in the opinion of Council, has rendered distinguished service to the practice of pharmacists or the practice of pharmacy technicians. ACP defines distinguished service as long term service to “ *Our professions, having provided leadership provincially and/or nationally; and the advancement of pharmacy and healthcare in their community through community service, philanthropy, and/or humanitarianism, for an extended period of time.*”

The Committee recommended that Council approve one nomination for an Honorary Life Membership. Although all of the individuals nominated have provided exemplary service to the professions and/or college, Council agreed that only one has rendered long-term *distinguished* service.

Council approved that an Honorary Life Membership be awarded to Gregory Eberhart. The honor will be awarded at the June 18, 2025 Celebration of Leadership reception in Edmonton.

MOTION: to award Gregory Eberhart with an Honorary Life Membership.
Moved by **Jason West**/Seconded by **James Frobb**/CARRIED

4.2.2.2 ACP Leadership Development Award

Council identified leadership as a critical attribute to the success of pharmacy practice, and the college. In the interest of inspiring and nurturing aspiring pharmacist student leaders, the ACP Leadership Development Award was established. The award provides the successful candidate up to \$5,000 to attend a learning experience or international conference of their choice, that will expand their horizons as a leader.

The Nominating Committee received one application for the 2025 Leadership Development Award, and having considered the merits and supporting documentation with the application, the Committee recommended that Ethan Swanson be the recipient of the 2025 ACP Leadership Development Award. The award will be presented at the Celebration of Leadership reception to be held June 18, 2025, in Edmonton.

MOTION: to approve the recommendation of the Nominating Committee that Ethan Swanson be awarded the 2025 ACP Leadership Development Award.
Moved by **Murtaza Hassanali**/Seconded by **Jason West**/CARRIED

4.2.2.3 Appointment of the President Elect for the 2025-2026 Council Term

On behalf of the Nominating Committee, President Elect Thomson presented its report for Council’s appointment of the President Elect position for the 2025-2026 council term, recommending two candidates. Registrar Willsey facilitated an election of the voting members of Council for the position of President Elect for the 2025-2026 council term. Administrative team members excused themselves from the meeting to give Council Members the opportunity to engage with the candidates prior to casting their votes. Councillor Murtaza Hassanali was elected President Elect for the 2025-2026 council term.

MOTION: to appoint Murtaza Hassanali as President Elect for the 2025-2026 council term, commencing July 1, 2025.

Moved by **Asad Kashani**/Seconded by **James Frobb**/CARRIED

4.2.3 Corporate Appointments

Senior Director of Operations and Finance Rob Vandervelde provided an overview of the work of ACP administration to provide Council with the assurance on the College's banking, insurance and auditor appointments.

4.2.3.1 Bank

MOTION: to appoint the Royal Bank of Canada as ACP's banking institute for the 2025-2026 council year.

Moved by **Nicola von Hoensbroech**/Seconded by **Murtaza Hassanali**/CARRIED

4.2.3.2 Investment Counsel

MOTION: to appoint Phillips North Hager as ACP's Investment Counsel for the 2025-2026 council year.

Moved by **Nina Dueck**/Seconded **Kirsten Shead**/CARRIED

4.2.3.3 Auditors

ACP leadership recommended that Council reappoint KPMG as ACP's auditor for the 2025-2026 council term. This recommendation is based on KPMG's integrity, independence, knowledge & skills, and their rigorous audit processes. Support for re-appointment was also based on the quality of service during the 2024 audit process that was evidenced by KPMG's flexibility in scheduling, good communication, and value for money.

MOTION: to appoint KPMG as ACP's auditors for the 2025-2026 council year.

Moved by **Jason West**/Seconded by **James Frobb**/CARRIED

4.2.3.4 Legal Counsels

MOTION: to appoint Shores Jardine LLP as ACP's legal counsel for the 2025-2026 council year, and to appoint the firm Field Law and the firm Reynolds, Mirth, Richards, and Farmer, as independent legal counsel for hearing tribunals, appeals and council reviews, for the 2025-2026 council term.

Moved by **Nina Dueck**/Seconded by **Murtaza Hassanali**/CARRIED

Note: Council discussed the merit of performing an environmental scan of other law firms however acknowledged that there are limited legal firms practicing regulatory law, so in all probability, an environmental scan would not bring forth findings to support appointing different law firms than those already appointed by Council.

4.2.3.5 Signing Authority

MOTION: that Brad Willsey, Kaye Moran, Jeff Whissell, Rob Vandervelde and Pat Thomson, be granted signing authority on behalf of the college for the 2025-2026 council term. ACP requires dual signatures on all financial transactions. All transactions for amounts greater than \$15,000 must include the signature of the Registrar, or in their absence, a Deputy Registrar's signature.

Moved by **Asad Kashani**/Seconded by **Nicola von Hoensbroech**/CARRIED

5. Evaluation of Meeting

5.1 Meeting Evaluation

President Zachar asked Council to reflect on their personal and collective performance during the business meeting of council. He thanked all those that participated in the discussions and thanked ACP administration for supporting Council discussions through its meeting preparations and briefing notes. Council shared the following observations and comments:

- Council expressed thanks to everyone for listening, participating and taking feedback in the spirit given.
- Council appreciated the well-balanced meeting agenda and discussions, and more importantly the opportunity to create a space for reflection and for everyone's voice to be heard.
- Council thanked President Zachar for keeping the meeting discussions moving along without limiting the freedom for council members to address any issues that were top of mind.
- Council would like more structure for the council open forum. This is an opportunity to discuss priorities of council not individual experiences.
- Council asked Registrar Willsey and the President to consider ways to structure Council's discussions around compliance of the governance policies.
- Council looks forward to re-introducing meeting and council member evaluation tools.

6. Adjournment

6.1 Forthcoming Events and Council Meeting Dates

2025

- June 17-18 – Council Meeting, Hotel Macdonald, Edmonton
- June 18 – Celebration of Leadership (evening), Hotel Macdonald, Edmonton
- June 18-20 – ACP Leadership Forum (EC members only), Hotel Macdonald, Edmonton
- October 1-3 – Council Meeting and Board Development, Banff
- December 10-11 – Council Meeting, Calgary

2026

- Spring – TBD
- June 9-10 – Council Meeting, Calgary
- June 10 – Celebration of Leadership reception, Calgary
- June 10-12 – ACP Leadership Forum, Calgary
- September 23-25 – Council Meeting and Board Development, Banff
- Winter - TDB

6.2 Adjournment

MOTION: to adjourn the business meeting of council circa 3:34 p.m. on May 1, 2025.

Moved by **James Frobb**/Seconded by **Kirsten Shead**