

# Proposed Revised LPC Model Constitution and Rules

## Explainer about the Changes

No fundamental changes are proposed, given where the national discussions on composition concluded with agreement from the sector bodies. Composition, appointments, and election processes remain unchanged.

The focus of these changes before the next term of office are about refinement and clarity.

### Key updates:

- Alignment with current practices
- Minor governance improvements
- Flexibility in committee size
- Adjustment to term limits to support continuity to CPE, with a Introduction of a targeted override to the maximum term limit to avoid unintended constraints on CPE representation
- Introduction of greater flexibility in Committee size within defined parameters
- Adjustment of officer appointment cycles
- Simplification and alignment of complaints provisions with the model Complaints Procedure

Committee size (Model Constitution, 5.1). Feedback indicates appetite for greater flexibility in Committee size with some LPCs feeling that the existing more fixed position is not in the interests of community pharmacy in their local area. Given the progress made in reducing committee size since the Wright Review and RSG, it is recommended that this greater flexibility is provided, subject to specifying that this should be the size “most appropriate, efficient and effective for representing and supporting contractors” and setting out factors to take into account (“scale, geographical distribution, diversity and operational needs of the contractor base”). A Committee of 10 and 12 members is still suggested (any larger is generally not consistent with effective governance).

“The LPC shall maintain a membership size determined by the Committee to be most appropriate, efficient, and effective for representing and supporting contractors across the area

for which it formed. This should usually be between 10 and 12 members unless when having regard to the scale, geographical distribution, diversity, and operational needs results in additional membership being deemed necessary

1. Committee membership: Aside from the composition issue being considered separately, the following changes are recommended:
  - CCA/IPA (Constitution, 6.1, 6.2): including provision for the Committee to refer back to CCA and IPA if a proposed candidate for appointment is not considered suitable under the Rules (which refer to Fit and Proper Person requirements).
  - Officers (Rules 4.8): changing the requirement for annual reappointment of officers (other than those who are employed by or engaged under a contract for services) to biennial reappointment (every two years); a four-year appointment was suggested but it is felt that this would be a more appropriate first step and can be kept under review.
2. Maximum term of office (Constitution, 9.2). The 12-year maximum term limit was introduced to reflect the RSG recommendation for regular (at least 12-yearly) refresh of Committee membership which is consistent with good governance practice. However, it is now recognised that this can unintentionally constrain the effectiveness and continuity of national representation by limiting the number of terms an experienced member can serve on CPE. An over-ride to allow LPC members reaching term limit to extend specifically if holding or standing for a CPE Committee role is therefore proposed. This would maintain the general principle of term limits but avoid unintended restrictions on experienced members' ability to contribute at national level.
3. A proposal to allow Chairs to remain beyond 12 years to overcome the risk that a suitable successor could not be found is not supported, however. This should not be necessary with appropriate planning (the current chair can be post until 2035).
4. Complaints (Model Constitution, 3.1.5 & 3.4.2). There are multiple references to complaints throughout both the Constitution and Rules, some of which are inconsistent with each other and the model LPC Complaints Procedure now in place. It is therefore recommended that the Constitution refers to the Complaints Procedures in paragraphs

3.1.5 and 3.4.2, with the detail currently provided in the Rules (section 7) deleted. To support this change and ensure transparency, it is further recommended that each LPC be required to publish their Complaints Procedure on their open website alongside information on how to make a complaint.

5. Other changes relate to:

- Updating to reflect changes, for example, referring to new governance documents (Governance Framework, Code of Conduct) and expectations regarding confidentiality and conflicts of interest and role descriptions, AIMp change to IPA, transition arrangements no longer required, gender neutral.
- Reflecting current ways of working and ensuring that arrangements are appropriate, for example, delegation to officers, communicating with contractors by email, electronic voting, quorum applies for decisions by email, publishing information on the open website.
- Introducing other rigour, for example, ensuring that LPC arrangements are appropriately documented, requiring LPCs to report acquisition of any freehold or leased property in the Annual Report, requiring Committee members and Officers to declare that they are a Fit and Proper Person on appointment and to inform the Chief Officer should that change or any concern arise.
- Providing flexibility for LPCs' own arrangements, for example, recognising variation in the Chief Officer role title and that their duties may be fulfilled by others.
- Simplifying and improving clarity where possible without fundamental rewriting.
- Embedding links: It is recommended that links to relevant documents be embedded in the Constitution and Rules to aid their use and support transparency. Suggested documents/information: Governance Framework, Code of Conduct, Complaints Procedure, information about how the levy is determined.
- Preventing Chief Officers from serving as Committee members (Rules 4.4): Whilst this change would better ensure clear separation of governance/management roles, some potential complexities about making this change are recognised and there would be a need to consult and seek advice to better understand implications. No change is therefore proposed at this stage, but it is recommended that the suggestion be noted for future consideration.

Additional support. The benefit of additional support from CPE was suggested in a number of areas:

- Strengthening documentation (Constitution 3.1.1), template scheme of delegation and shared services agreement/MOU
- Collaborative working (Constitution 3.4.3), guidance to support decision-making around who to collaborate with
- Candidate selection (Constitution 11.6), guidance on how to select the most suitable candidate, including suggested questions for interview
- Fit and Proper Persons (Rules 2), process to support LPCs in being better sighted on any potential issues
- Supporting nominations (Rules 3.5.2), guidance on who is and isn't eligible to support a nominee (this could be added to the template)

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