

AQUALITAS MEDICAL & PATIENT ADVISORY BOARD TERMS OF REFERENCE

PURPOSE

Engaging local stakeholders in a discussion of needs and priorities is critical to the work of the Aqualitas. Key stakeholder groups within the community are front-line healthcare practitioners, dispensary professionals, patients, and patient advocates. This Advisory Board serves as a forum for dialogue amongst health professionals, patients and others as they advise Aqualitas to reach its goals and objectives regarding the development of responsible and safe practices regarding the cultivation, sale, prescription and consumption of medical cannabis.

MANDATE

The Aqualitas Medical and Patient Advisory Board ("Board") shall provide advice to the directors of the company, to assist it to make determinations about:

- opportunities for research and development, including liaison with appropriate external research institutions or centres
- current research on medical cannabis and its recommended uses
- information the company provides to healthcare practitioners relating to best practices for the prescription of medical cannabis, cannabis strains, and product content
- information the company provides to healthcare practitioners relating to current research on the efficacy of medical cannabis for different medical issues/symptoms
- best practices for information given to clients relating to the methods of selecting and administering medical cannabis
- recommendations for product development
- changes to corporate practices relating to quality control and production including responses to client complaints, recalls, serious adverse reactions
- other determinations as may be requested by the company from time to time
- health promotion and wellnessOther members may be asked for advice from time to time, at the directors' discretion.

REPORTING RELATIONSHIPS AND REQUIREMENTS

The Board reports directly to the Aqualitas CEO or such other personnel as directed by the CEO (for example, the Quality Assurance Person). The Board Chair will report on behalf of the Committee to the CEO and senior management team at least twice per year regarding advice on key questions, the implementation and effectiveness of the Board, and other matters as raised by Aqualitas.

ROLES AND RESPONSIBILITIES

The role of the Board is to be an advisory body to Aqualitas; this Board is not a decision-making body.

The Chair and Vice Chair will be appointed by the CEO for a 1-year term.

TERMS OF REFERENCE

Role of Chair

The Chair receives direction from the Aqualitas senior management team and committee members to determine priorities for the committee. With input from the Aqualitas senior management team,

the Chair:

- Sets agendas for Board meetings based on identified priorities and schedules meetings in consultation with the CEO.
- Ensures clear communication among the Board members and the Aqualitas senior management team to ensure Aqualitas' priorities are addressed.
- Determines how to organize the Board to ensure it is responsive and effective, including establishing working groups if required.
- Chairs Board meetings, ensuring an opportunity for productive, participatory dialogue from all members of the committee.
- Meets with Board members who have been absent for two consecutive meetings to discuss their continued interest and commitment to the Board.
- Ensures a summary of discussions and recommendations are taken and that meeting notes are distributed to the Aqualitas senior management team and Board members.
- Synthesizes advice of the Board as it relates to specific priorities raised by the Aqualitas and meets with the senior management team to discuss.
- The Chair may be required to meet with the Board of Directors from time to time.

Role of Vice Chair

- Acts as Chair in the absence of the Chair.
- Participates on the Board as an active member.

Role of Members

- Bring their expertise and leadership in support of the Board's mandate and priorities areas as established and other issues as determined by Aqualitas.
- Convey local health issues and needs that may emerge from the community as they relate to priorities and other issues as determined by Aqualitas.
- Participate actively and constructively in the work of the Board and provide leadership to working groups that may be created.
- Participate in a way that demonstrates inclusiveness and respect for diversity of opinions.
- Use an evidence-based approach to inform advice.
- Provide advice as appropriate and as requested to other Aqualitas committees/forums.

DURATION OF TERM

In order to ensure continuity and support the work of the Board, the inaugural members of the Board will be appointed for an initial term of up to three years and may be appointed for one additional term of two years.

All other members will be appointed for a term of up to two years and a member may be reappointed for one additional two-year term.

The Chair and Vice Chair will be appointed by the CEO for a 1-year term. Time spent in the role of Chair and/or Vice Chair is included in overall Board membership tenure.

Reappointment for a second two-year term will be upon mutual agreement and the approval of the Aqualitas CEO in accordance with the needs of the Board and Aqualitas' priorities. Efforts will be made to ensure that a minimum of one-third of the composition of the Board is retained into a second term to support continuity of the work of the Board and to provide succession planning. The total duration of membership on the Board is 4 years (5 years for inaugural members). However, in exceptional circumstances this maximum term may be extended upon mutual agreement and the approval of Aqualitas.

EARLY TERMINATION OF MEMBERSHIP

Board members who elect to resign from their position are requested to provide thirty (30) days written notification of their decision to the Board Chair. A member of the Board shall cease to be a member of the Board if the person ceases to be eligible to be appointed to the committee (please see Board membership criteria below), the person resigns, or Aqualitas revokes the person's appointment. If members are unable to fulfill their role, and/or engage in behaviour that materially undermines the integrity of Aqualitas, the work of the Board, priorities as outlined above and other initiatives, or Board terms of reference, they may be requested by the Aqualitas senior management team to resign from the Board. In the event that there are vacant positions on the Board, such that the Board is less than 10 members, Aqualitas will undertake to recruit new members from requisite constituent groups.

COMMITTEE MEMBERSHIP

The Board is a multi-disciplinary group whose membership is voluntary and whose composition will reflect a diversity of perspectives and expertise. Board membership will be limited to 10-15 members.

English will be the working language of the committee unless otherwise determined by Aqualitas.

Quorum will be a majority of members appointed to the Board at a given time.

Criteria

Individuals appointed to the Board from the health professions must be members in good standing with the governing body for their profession.

Individuals must not be in a conflict of interest in relation to advice requested from the Board, and will declare any potential conflict in advance and not participate in related discussions.

Composition

The directors of Aqualitas will appoint members of the Board with representation from the following communities

- persons who use medical cannabis
- healthcare providers: a physician and a nurse practitioner
- dispensary professionals: pharmacist
- medical researchers
- health sciences professionals including dietitians, physiotherapists
- naturopathic professionals
- not-for-profit organizations that support people who use medical cannabis
- veterans / first-responder liaison.

Other members may be asked for advice from time to time, at the directors' discretion.

FREQUENCY OF MEETINGS

The Board will meet at least twice per year and additionally as called by the Chair in collaboration with the CEO. The Chair will report on behalf of the Board to the CEO and senior management team at least twice per year regarding advice on key questions and the implementation of plans as raised by Aqualitas.

MEETING ATTENDANCE

Effective operation of the Board will require commitment from its members. Meetings shall proceed as scheduled, regardless of the health professions represented by Board members in attendance.

Members who cannot attend meetings are to advise the Chair in advance. The Chair will meet with Board members who are frequently, and without reason, absent from scheduled meetings to discuss their continued interest and commitment to the Board. Attempts shall be made to make provisions for teleconferencing and/or videoconferencing for those unable to attend in person.

REMUNERATION

This is a volunteer Board and members will not be compensated for their participation on the Board.

Members will be reimbursed for travel and accommodation expenses according to the Travel and Expense policy. Should work required of a Board member be in excess of regular Board service, fees may be negotiated as required.

NON-DISCLOSURE

Each Board member will be asked to sign a non-disclosure agreement indicating his/her understanding of the roles and responsibilities with respect to the handling of information shared and received as a member of the Board.

AMENDMENTS

These terms of reference may be amended by the Senior Person in Charge of Aqualitas.