Board Procedures

September 19th, 2021

The Mathematics Society
of the
University of Waterloo
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Procedure 1. The Coffee & Donut Shop

effective August 19, 2018

1.1 Management Committee

1.1.1 Composition

There shall be a C&D Management Committee. The membership of the Committee shall consist of:

• The President;
• The Vice-President, Finances;
• The Vice-President, Operations;
• One person appointed by the Dean;
• One person appointed by the Vice President, Operations & Finance of the Federation of Students;
• The Business Manager;
• The manager of the C&D; and
• Two additional members appointed by the Board of Directors.

The committee shall be chaired by either the General Manager or the President. The secretary of the Committee shall be appointed by the Committee at the start of each term.

Quorum for the Committee shall be a majority of its members who serve as Directors of the Society. Only those members shall be counted for determining whether or not a quorum is present.

1.1.2 Duties & Powers

The C&D Management Committee is responsible to manage the C&D, and generally has the power necessary to do so, as well as to generally delegate that power to any subcommittees or to members or employees of the Society, the Federation, or the University. It has the power to set hiring policies in accordance with University hiring process and direct the Human Resources Committee in regards to employees of the C&D.

The C&D bank account is combined with the Society’s primary account, but revenue, expense, and cash flow is tracked separately. The Committee shall have power to manage and spend funds within the managed cash flow of the CnD. The Committee shall meet as deemed necessary by the Board to address any major concerns.
The Committee’s decisions shall not conflict with any decision of the Society, and it must follow instructions given to it by the Society. Its decisions are subject to amendment or rescindment by superior bodies.

1.2 Manager

The Society shall hire a manager for the C&D.

The manager of the C&D shall be responsible for management of the C&D under the supervision of the General Manager and the C&D Management Committee and shall generally have the power to manage its affairs, subject to the authority of the Committee and other bodies of the Society.

1.3 Capital Expenditures

The C&D Manager’s authority to approve capital expenditures is limited to a maximum of $500. The manager and the Vice President, Operations can together approve capital expenditures up to $2000. The C&D Management Committee can approve capital expenditures up to $5000. Larger amounts must be approved by the Board of Directors.

1.4 Catering

1.4.1 Catering Refusal

Due to the nature of the C&D’s business and the size of C&D facilities, catering services are not guaranteed.

1.4.2 Order Placement

The Mathematics Society and its clubs and affiliates may request catering for events from the C&D by placing an order with the Business manager. The Mathematics faculty may also request catering, but whether or not the C&D fulfills these orders is up to the discretion of Business Manager. The C&D may choose to fulfill requests made by other organizations. Inquiries and orders may be made in person, by email or by phone to the Business Manager. Orders must be placed at least 2 business days prior to the event. The Business Manager shall respond to requests within 12 hours of receiving them.

1.4.3 Restrictions

Orders with an expected attendance over 100 may be accommodated at the discretion of the Business Manager. The C&D shall fulfill requests made in compliance with this procedure by the Mathematics Society, or its clubs and affiliates. The C&D shall fulfill requests made in compliance with this procedure by the Mathematics faculty and other organizations at the discretion of the Business Manager.

1.4.4 Delivery:

Delivery is defined to be when the food is dropped off in the location discussed on the order.
Deliveries take place 15 minutes prior to the event provided the event occurs during C&D business hours. Other delivery times may be discussed with the Business Manager. The C&D shall deliver food to events occurring in MC, M3, DC, and QNC. Any other locations in close proximity may be discussed with the Business Manager at the time the order is placed.

1.4.5 Exceptions to Catering:
If unable to provide delivery services, orders may be picked up from the C&D the day of the catering is required. The pickup date and time must be discussed at the time the order is placed.

1.4.6 Cancellation
Cancellations may be made more than 2 business days prior to the event at no charge. Cancellations made within less than 2 business days prior to the event may be charged for any special items ordered for the event.

1.4.7 Liability
The C&D assumes no responsibility for the handling of the food after it is delivered or picked up.

1.4.8 Billing
The C&D shall bill for catering services by sending invoices to the organization requesting catering.
If the Mathematics Society, or its clubs/affiliates have requested catering, the invoice shall be sent to the Mathematics Society.
If the Mathematics faculty has requested catering, they shall be sent an invoice.
Any other organizations requesting catering must provide payment at least 1 business day prior to the event where the catering is required.
Procedure 2. Lounge and Hallway Bookings

*effective August 19, 2018*

The Mathematics Society follows booking procedures in accordance with University Policy 15, Bookings, Use and Reservation of University Facilities for Activities Not Regularly Timetabled.

The lounges, MC 3001, MC 3002, and the hallway outside the lounges may be booked by any organizations in group A, any group in class B, C or D with the approval of the Executive Board, and any group in class E with the approval of Council.

2.1 Booking Groups

The following booking groups were outlined in University Policy 15 on August 14, 2018.

**A: Accredited Undergraduate Student Groups** Organized groups of students whose membership and constitution have been approved by the Federation of Students.

**B: Accredited Graduate Student Groups** Any graduate student group approved by the Graduate Student Association.

**C: Accredited University Groups** All departments of the University, research groups, Federated & Affiliated Colleges, and any group, club or organization recognized by the University or its Federated & Affiliated Colleges. In the case of the University, the Secretary of the University will determine status.

**D: Community Charitable Organizations** Organizations such as the K-W Rotary Club, Lions Club, Children’s International Summer Village, and others as approved by the Secretary of the University.

**E: Non-accredited Student and Off-campus Groups** Organized groups which do not fall under A. to D. above.

2.2 Booking Times

The C&D lounge (MC 3002) may be booked between the following hours:

1. C&D Closing to 2:00 am—Monday to Friday;
2. 8:00 am to 2:00 am—Saturday and Sunday;
3. Any time at the discretion of the Executive Board.

The Comfy lounge (MC 3001) may be booked between the following hours:
1. 6:00 pm to 2:00 am—Monday to Friday;
2. 8:00 am to 2:00 am—Saturday and Sunday;
3. Any time at the discretion of the Executive Board.

The hallway may be booked between the following hours:

1. 9:00 am to 5:00 pm—Monday to Friday;
2. Any time at the discretion of the Executive Board.

Only one lounge or hallway spot may be booked by the same organization at one
time, except under special circumstances, at the discretion of the Executive Board.

2.3 Booking Procedures

A booking request should be completed in its entirety by a representative of the
organization making the booking. The request must be made at least 48 hours before
the start of the event.

The booking space shall be cleaned after use. The organization completing the
booking shall be held responsible for any damage, caused directly or indirectly by their
occupation of the space. If the space is not cleaned or damage occurs, the organization
will be charged for any costs incurred. Additionally, the booking rights of the
organization, at the discretion of the Executive Board, may be suspended for up to four
(4) months following the incident.

For organizations that are not affiliated with MathSoc, the Comfy Lounge or the Math
CnD may be booked 3 times per term and the 3rd floor hallway may be booked 5 times
per term. These limits may be waived at the discretion of the Vice President, Operations
and one other member of the Executive Board.

If the booking organization is not present in the space 30 minutes after the start of
the booking time, their booking for the day shall be considered withdrawn and a warning
will be issued. If the same organization is late again during that term, their right to book
space, at the discretion of the Executive Board, may be suspended for up to four (4)
months following the incident.
Procedure 3. Equipment Bookings

effective August xx, 2018; replaces unknown

Any piece of equipment in the following list, or any other available equipment, may be booked by any organizations in group A under University Policy 15, any group in class B, C or D with the approval of the Executive Board, and any group in class E with the approval of Council.

• Projector (and Projector Screen)
• Speakers
• Karaoke Machine
• Popcorn Machine
• Cotton Candy Machine
• Canon Camera

The equipment borrower must be a student in the Faculty of Mathematics.

3.1 Booking Procedures

A booking request should be completed in its entirety by a representative of the organization making the booking. Any organization not affiliated with MathSoc will also be required to entrust the Executive Board with a $50 security deposit. The request and the deposit drop off must be made at least 48 hours before the start of the event.

This security deposit will be returned to the borrower upon return of all the equipment except in the following cases:

1. If there is damage to any equipment that would cause it to not function properly. Should this be the case, the booking organization will be responsible for reimbursing MathSoc for the full cost of the item.

2. If the equipment is not returned properly and fully cleaned, at the discretion of the Executive Board. In the case of MathSoc clubs, who do not pay a deposit, a $50 cleaning fee will be charged.

The borrower agrees to be the sole operator of the equipment, or to be present at all times during its use.

For organizations that are not affiliated with MathSoc, any equipment, collectively, may be booked 5 times per term. (i.e. All pieces of equipment share the same allowed use count for the term). This limit may be waived at the discretion of the Vice President, Operations and one other member of the Executive Board.
Procedure 4. Key Distribution

effective August 19, 2018

The distribution of keys/fobs to any offices controlled by the Society must be approved in writing by the President or the Vice President, Operations before approval from the Faculty is sought. The Vice President, Operations shall act as key controller for the Society. Executive Members of the Society shall not be allowed to sign out their own keys/fobs. Authority for keys/fobs is granted by the Faculty, and keys/fobs may be refused by the Faculty even if authorized by MathSoc.

Keys/fobs must be returned to the Faculty before or on the date indicated on the form used to obtain the key/fob. Upon resignation of any key-holding position within the Society, the permit for the keys associated with this position expires immediately, and the keys/fobs shall be immediately and properly returned. If any evidence of misuse by an individual has occurred, as determined by the Executive Board or the Faculty, all keys/fobs must be returned immediately to the Faculty. Any individual who fails to return all of their keys/fobs on time will not be permitted to hold any keys/fobs controlled by the Society for a period of 8 months; this may be appealed at the Board of Directors.

4.1 Core Key-holding Positions

The following positions within the Society may request to hold keys relating to their positions, as stated below:

1. The President—A master key and master fob, allowing access to all Society offices in case of emergency. This key should also unlock the C&D and Comfy Lounges.

2. All other Executive Members—A sub-master key, allowing access to the Society Main Office, Executive Office, and the Society storage room.

3. The Novelties Director access code allowing access to the Society Main Office, and a key allowing access to the Society storage room.

4. The Games, Computing, Marketing Directors, the Chief Returning Officer, Chair, Speaker, Secretary and the Finance and Accounting Assistants—access code allowing access to the Society Main Office.

5. The Business Manager—A sub-master key and master fob, allowing access to all Society offices in case of emergency. This key will also unlock C&D, Comfy Lounge and balcony doors.

6. Other director positions with unanimous consent of the Executive Board.

4.2 Club Key-holding Positions

Each club that is officially recognized as part of the Society and whose keys are administered by MathSoc may request up to a maximum of 5 keys/fobs to their club office for their executive members. These keys/fobs are non-transferable and should not be used by more than one person, and must immediately be returned to the Faculty on
or before the end of the expiration period. In addition, the President of each club may request one key that allows access to the Society Main Office.

4.3 Other Key-holding Positions

The following may request the following keys/fobs:

1. Women in Math Committee—up to 5 key/fobs allowing access to their office and one key that allows Society Main Office, to be held by the chair of the committee.

2. Entrepreneurs in Mathematics Association - one key/access code that allows access to the Society Main Office.

2. Math Graduation Committee—up to 2 keys allowing access to their office and up to two keys that allow access to the Society Main Office.

3. Math Orientation Committee—up to 5 keys allowing access to their office and up to 5 keys that allow access to the Society Main Office.

4. The Waterloo Science Fiction Club—One access code that allows access to the Society Main office, to be held by their appointed MathSoc key holder, in accordance with the MathSoc/WatSFiC agreement.

5. mathNEWS—up to 5 keys allowing access to their office and up to 5 keys that allow access to the Society Main Office.

6. Mathematics Endowment Fund—One key allowing access to their office and one key that allows access to the Society Main Office

7. Coffee and Doughnut Shop Manager—One key allowing access to their office, one key allowing access to the Coffee and Doughnut Shop, and one key allowing access to Society Main Office.
Procedure 5. Signing Authority

*effective August 19, 2018*

The signing authority for any and all Society accounts, unless specified in any other duly enacted Policy, whether they be with a chartered bank or similar institution, the University of Waterloo or any department thereof, or other outside agencies shall rest with:

1. the Chair of the Board;
2. the President;
3. the Vice-President, Finances;
4. the Vice-President, Operations; and,
5. the Business Manager.

Two of the above shall be required to endorse each cheque.
Procedure 6. Locker Distribution

effective August 19, 2018; replaces Council Policy—Locker Distribution effective July 17, 2014; replaces December 4, 2002; replaces March 23, 1999

Each member of the Society may use one locker per term, subject to availability and confirmation of payment of Society fee. Additionally, the lockers may be used by non-Society members upon confirmation of payment of the Society fee, only available for registration on the first day of the second month of classes.

6.1 Locker Booking

These lockers shall be available for registration on the MathSoc website and the booking system shall remain open from the second week of class until all lockers have been occupied. Upon request for a locker, the member will be randomly assigned a locker number and the appropriate combination. Once being issued the combination for the locker, the member may no longer change or revoke their own booking for the term. The booker also agrees to be the sole occupier of the locker at all times.

6.2 Locker Administration

No later than the beginning of the second week of classes each term, the Vice President, Operations shall be tasked with resetting the lockers. This entails:

1. Changing each locker combination in accordance with privacy and security guidelines.
2. Removing the contents of each locker, storing and labelling the contents and placing them in the MathSoc Office.

Any contents that have been removed from a locker at any point during the time will be labelled and placed in the MathSoc Office for pickup. Belongings shall not be returned to students without photo identification and will be kept for a period of 30 days. After this period, all contents will be placed in the lost and found.

6.3 Locker Use

Lockers shall not be used to store items forbidden by law or University policy, including but not limited to: weapons, any flammable substances, explosive devices, or illegal substances. Lockers should also not be used to store food, drink or other perishable items.

MathSoc reserves the right to open any locker thought to be in violation of the above rule with 24 hours prior notice to the occupier.

MathSoc may remove only items that violate University policy or food, drinks, and other perishable items. MathSoc may dispose only of food, drinks, and other perishable items.
Procedure 7. Executive Evaluation Committee

effective August 19, 2018; replaces March 25, 2014; new

7.1 Composition and Selection of Members

The membership of the committee shall be:

1. Two (2) currently sitting members of MathSoc Board,
2. Two (2) currently sitting members of MathSoc Council.
3. One representative from the Dean’s Office as a non-voting member
4. Business Manager

One of the two sitting Board members shall be assigned as the Chair of the Committee. One of the four (4) full members of the Society is required to be a past Executive of the Society.

All members shall serve on the committee from the first day of an academic term, until the last day of that term.

All members, save for the members of Council and the representative of the Dean, shall be appointed to the committee by the Board of Directors of the Society, prior to the start of the academic term in question. The members of Council shall be appointed to the committee by MathSoc Council in its first meeting of the term. The representative of the Dean’s Office shall be chosen by the Dean.

No current Executive may sit on the committee.

7.2 Meetings

All meetings of the committee shall be considered confidential, unless deemed otherwise by the committee membership. No non-members of the committee may attend meetings, unless explicitly invited by the committee to do so.

Quorum for the meetings shall be two thirds (2/3) of the committee members.

7.3 Powers and Duties

The committee shall:

• Follow and recommend updates to Council Policy X (Executive Evaluation Criteria) as a set of objective metrics for use in evaluating Executive performance;
• Evaluate the current Executive against these metrics, meeting with them, in person, at least twice during their term;
• Report the overall findings of these evaluations to the Board of Directors;
• Provide a confidential report to each Executive, detailing feedback and recommendations for improvement.
Procedure 8. Full and Part-time Permanent Staff

**effective August 19, 2018; replaces December 1, 1998; new**

8.1 Definitions

“Staff” means Regular Full-Time Staff and Regular Part-Time Staff, as defined by University Policy 54 (Definition of Staff).

8.2 Human Resources Committee

The Human Resources Committee shall consist of:

1. The President;
2. The Vice-President, Operations;
3. The Chair of the Society;
4. The General Manager of the Society;
5. The Vice President, Operations and Finance of the Federation of Students, or designate;
6. A representative of the Office of the Dean of Mathematics, appointed by the Dean, to act in a non-voting, advisory capacity; and

The Human Resources Committee shall, on behalf of the President, act as the Society’s department head for the purposes of any and all University policies regarding Staff. The Committee shall be empowered to make all decisions regarding the employment of Staff, including, but not limited to:

1. Staff evaluations;
2. The hiring of new Staff;
3. Disciplinary actions;
4. The release of Staff; and
5. The job descriptions of Staff.

The Committee shall meet as deemed necessary by Board to address any changes or concerns to the current situation. The Committee shall have access to any and all financial records of the Society that it feels necessary in order to conduct its business. The Committee shall be a Standing Committee of the Board of Directors.
Procedure 9. Executive Appointment Committees

The Board is responsible for the appointment of the Vice-President of Internal, Vice-President of Operations and, Vice-President of Finance. The selection process for each of the appointed executive is governed by their respective appointment Committee.

9.1 Composition and Selection of Members

The membership of each committee will consist of:

- The Chair of the Board
- One (1) councilor
- One (1) director
- Business Manager

The committees shall be chosen the term before the term of the executive in question. The committee shall convene no later than the 2nd month of the term and the applications shall be open to the public no later than the 3rd month of the term. Candidates running for any of the appointed or elected positions disqualifies them from sitting on any of the appointment committees.

9.2 Meetings

The committees will meet on a need by need basis and shall be considered confidential unless deemed otherwise by the committee membership. No non-members of the committee may attend meetings unless explicitly invited by the committee to do so. The quorum for the meetings shall be two thirds (2/3) of the committee members.

9.3 Powers and Duties

The committees shall:

- Be responsible for opening and marketing applications to the public
- Interview the candidates they deem necessary.
- Report on the candidates and their interviews, as well as provide their recommendation to the Board of Directors.
Procedure 10. Appointment of Directors

10.1 Overview

I. Purpose

This procedure:

1. Provides a process for students at-large to apply and be considered for a seat on the Board of Directors for the upcoming governing year elaborating and expanding on By-law Article 6, Board of Directors.
2. Provides additional guidance on handling vacancies on the Board that may arise.

II. Application

1. This procedure shall supplement the relevant bylaws and policies of the MathSoc. In case of a discrepancy between this procedure and the bylaws or policies, the bylaws and their policy interpretation shall prevail.

10.2 Basic Requirements for Directors

1. Applicants are expected to be full voting members of the Society (as defined in the bylaws) and expect to remain so for the term of their office.

10.3 Election at a General Meeting

1. Chair of the Board will advertise available Director positions, collect applications and produce a summary report to be forwarded to the President.
2. The report shall be published alongside the General Meeting agenda; the Chair of the Board shall include a list of names of the candidates deemed eligible based on those basic requirements established in §B under the appropriate agenda item and on all forms of proxy.
3. When the Election of Directors is reached in the agenda of the General Meeting:
   a. The qualified candidates listed in the report shall be nominated by the chair of the General Meeting. At-large candidates shall each be nominated for election to their respective seats.
   b. It shall be assumed that the candidates in question accept their nomination. However, candidates may withdraw their nominations prior to the issuance of a ballot for the election of Directors.
   c. The chair of the General Meeting shall allow each qualified candidate to present a brief oral summary of their qualifications for becoming a director on Board. Candidates unable to attend in person may submit a brief summary to be read by the chair of the General Meeting.
   d. Discussion shall then open to all present.
   e. Once there is no more discussion (or a Motion to Call the Question has passed), a vote will be held by secret ballot.
      i. Each member (including Councillors) shall be entitled to a ranked ballot to vote for the At-large seats. Members shall elect from amongst the candidates nominated by the Panel to be At-Large Directors.
      ii. Those voting may rank as few or as many candidates as they desire. Ballots shall be counted according to the Single Transferable Vote system.
      iii. Under no circumstances shall it be considered a conflict of interest for a candidate to vote in an election in which they are a candidate.
f. In the event that there are fewer than or an equal number of candidates to the number of available seats, the chair of the General Meeting shall call for a confirmation vote of the screened applicants.
   i. Subsequently, the chair of the General Meeting may open the floor for nominations for the remaining position(s).
   ii. Otherwise, the chair of the General Meeting may recommend the assembly not nominate any parties for the remaining position, and to allow the vacancy or vacancies to be filled in accordance with the vacancy processes such that any interested student may apply.

g. Once the results of the count are announced by the chair, the motion to elect the Directors shall be read with the names of the successful candidates and then confirmed with a final vote.

10.4 Handling of Vacancies on Board

1. If an At-large Director seat becomes vacant, the seat shall be filled according to such processes determined by the Board of Directors, pursuant to the Bylaws and Policies of the Society.
2. When at-large seats are available for election for less than 12-months terms (due to vacancies arising part way through a term), an election shall first occur for the shorter term seats followed by an election for the one-year term seats.
3. If an at-large seat becomes temporarily inactive due to the holder becoming an Executive Officer, Council will be tasked to recommend a candidate to fill the position on a pro-tempore basis after publicising the vacancy.
Board Procedure 11: Non-Director Chair Permission

In the case that the Chair of the Board is not a director, the Board may grant special permission to the Chair to allow the individual to second a proposed motion. This permission prevents long gaps to wait for a seconder and ensures smoother meeting execution.
Procedure 12 Audit

The Board of Directors is responsible for reviewing the annual audit which is conducted by the Federation of Students appointed auditor. This should be done no later than a month after the audit has been released to the public. The review should result in a report, which will be presented at the general meeting, by the Vice-President of Finances after the audit has been released, and contain a summary of the audit as it pertains to the Society along with future actions that need to be taken, if any.

10.1 Preparation for the Audit

1. The Vice-President of Operations shall conduct the audit of the inventory no later than April 25th.
2. The Vice-President of Finance shall send the inventory audit to the Society’s Accountant no later than April 27th. In addition, the Vice-President of Finance shall deposit all cash, including the float, to the Society's bank account no later than April 27th.
3. One (1) of the following must be present on the date of the audit:
   a. Business Manager
   b. The Chair of the Board
   c. Vice-President of Finance
   d. Vice-President of Operations
4. During the audit, the aforementioned Society Representative must give the auditors access to the office to conduct an inventory audit as well as let the auditors verify the safe is empty.
Procedure 13. Conflict of Interest and Confidentiality

13.1

A director shall be considered to have an actual, perceived, or potential conflict of interest when the opportunity exists for the representative to use the authority, knowledge, or influence of MathSoc Board, or a committee or body thereof, for individual benefit or to preferentially benefit any individual or organization with whom the representative has a familial, personal, fiduciary, or financial relationship.

13.2

All directors and executives shall be expected to certify, prior to candidacy for election or appointment, that if elected they shall fulfil the responsibilities outlined in this procedure. Failure of a candidate for Board or an executive to certify the same shall render the individual ineligible for candidacy.

13.3

All directors will be required to complete and submit a Conflict of Interest Declaration, which will be in congruence with the requirements of this procedure, and a Confidentiality form to the Secretary of the Board upon their election or reelection to Board.

13.3.1

Directors and executives must submit the forms no later than the first Board meeting of their term.

13.3.2

For directors and other members that are also on Council, these required forms shall be in addition to and separate from any requirements to submit conflicts of interest to the Council.

13.3.3

In the event that new conflicts of interests arise during the course of a director or executive’s term, directors and executives are responsible for ensuring their Conflict of Interest Declaration remains up to date.
13.4

The Secretary of Board shall ensure that copies of all submitted Conflict of Interest Declarations are available for inspection by any member of MathSoc, upon request.

13.5

Directors who have an actual, perceived, or potential conflict of interest, with respect to any matter under consideration by Board, a MathSoc General Meeting, or a committee or body thereof, shall declare the nature and extent of the interest immediately and refrain from taking part in any vote in relation to the matter.

13.6

When Board, or a committee or body thereof, is of the opinion that a conflict of interest exists that has not been declared, Board, a MathSoc General Meeting, or the committee or body thereof may declare by resolution, carried by two-thirds of its members present at the meeting, that a conflict of interest exists and the representative thus declared to be in conflict refrain from taking part in any discussion or in any vote in relation to the matter.

13.7

Any guests invited to Board meetings may be asked to sign and submit a Confidentiality form for each meeting they are invited to attend.