Post-Graduate Students’ Society
Corporate Operations Manual

Updated November 25th, 2015
# Table of Contents

Chapter 1: The Board of Directors .................................................................................. 3  
  Section 1: The Board of Directors ............................................................................. 3  
  Section 2: Signing Authority and Execution of Documents ...................................... 5  
  Section 3: Protection of Directors, Officers and Employees ...................................... 5  
  Section 4: Duties of the Officers of the Corporation ................................................ 6  

Chapter 2: Society Financial Affairs .............................................................................. 6  
  Section 1: Financial Year .......................................................................................... 6  
  Section 2: Budget Structure and Purviews .................................................................. 6  
  Section 3: PGSS Funds ............................................................................................. 7  
  Section 4: Fees .......................................................................................................... 7  
  Section 5: Travel Expenses ....................................................................................... 7  
  Section 6: Borrowing ................................................................................................. 7  
  Section 7: Audit .......................................................................................................... 8  
  Section 8: Accounts and Transactions ...................................................................... 8  
  Section 9: Capital Assets ........................................................................................... 8  

Chapter 3: The Directors’ Book of Resolutions .............................................................. 8  

Chapter 4: Electronic Resolutions .................................................................................. 9  
  Section 1: E-resolutions ............................................................................................ 9  
  Section 2: Virtual Meetings ..................................................................................... 9  

Chapter 5: The Corporate and Society Registry ............................................................. 9  

Chapter 6: The Employee Policy Manual ..................................................................... 9  

Chapter 7: The PGSS Information Policy .................................................................... 9  

Chapter 8: The PGSS Project Proposal and Project Tracking Policy ......................... 10  

Chapter 9: Conflict of Interest .................................................................................... 10  

Chapter 10: Legal Matters ........................................................................................... 10  

Chapter 11: Rules Regarding the Use of Thomson House ........................................... 10  
  Section 1: House Rules ........................................................................................... 10  
  Section 2: Members and Guests ............................................................................... 11  
  Section 3: Smoking .................................................................................................. 12  
  Section 4: Bar ........................................................................................................... 12  
  Section 5: PGSS Facilities ....................................................................................... 12  

Chapter 12: Interpretation ............................................................................................ 12  

Chapter 13: Amendment to the Corporate Operations Manual .................................... 12
Chapter 1: The Board of Directors

Section 1: The Board of Directors

1. Purpose
1.1. The Board of Directors, hereinafter referred to as the Board, is the body responsible for all aspects of the governance of the Corporation, for its business operations.

2. Authority
2.1. The nature of the authority of the Board is within the area of governance. As such, the Board is responsible for:
   2.1.1. Policy.
   2.1.2. Accountability.
   2.1.3. Broad strategy.

3. Areas of Responsibility
3.1. The areas of responsibility shall include:
   3.1.1. Legal and financial responsibility for the Corporation.
   3.1.2. Infrastructure and assets.
   3.1.3. Contracts and employing.
   3.1.4. Archiving and bookkeeping.
   3.1.5. Approval and amendment of the Business Budget.
   3.1.6. Services.

4. Composition
4.1. The composition of the Board shall be as defined in Bylaw.
4.2. The Secretary-General shall be the chairperson of the Board.
4.3. The Financial Affairs Officer shall serve as the deputy chair.
4.4. The Board may from time to time create committees consisting of Society members or external experts, not necessarily members of the Board, to consider matters of concern to the Corporation. Such committees shall be responsible to the Board.
4.5. The Board shall have four standing committees with defined mandates and structures as outlined in section 13 of this manual.

5. Nominations
5.1. The appointments of members of the Board shall be as defined in bylaw.
5.2. The Appointments Board will recommend to the Board, candidates to fill vacancies for the Internal and External Board member seats.
5.3. Candidates will be selected based on their interest, knowledge, and experience in business, management and/or leadership in the non-profit sector. Internal and External Board members will be elected at regular Board meetings, and ratified at the subsequent Annual General Meeting.

6. Officers of the Corporation
6.1. The Officers of the Corporation are all persons appointed by the Board and acting on behalf of the PGSS.
6.2. An Officer of the PGSS need not be a member of the PGSS except as provided in the terms of reference of his/her office.
6.3. Officers of the Corporation shall not be confused with Officers of the Society.

7. Removal from Office
7.1. A Director or Officer of the Corporation shall cease to be eligible to remain in such office:
   7.1.1. If he/she ceases to be a regular member of the Corporation, in the case of Internal Directors.
8.1.1. If at any time he/she becomes of unsound mind or be found by any court of competent jurisdiction to be mentally incompetent.
8.1.2. If at any time he/she becomes bankrupt.
8.1.3. Upon the acceptance by the Board of his/her written resignation from such office.
8.1.4. Upon his/her removal from office subject to the present governing documents.
8.1.5. Upon repeated absence from Board meetings without sanction from the Board. In such cases, the Board shall pass a special resolution removing the Director.

8. Remuneration
8.1. The Directors shall receive no financial remuneration for acting as such.

9. Meetings
9.1. Except as otherwise required by law, the Board may hold its meetings at such place or places as it may from time to time determine.
9.2. The Directors may consider or transact any business, either special or general, at any meeting of the Board. Insofar as this part makes no provision for a matter concerning the conduct of a meeting of the Board, then the PGSS rules of order and Robert's Rules of Order, in its most recent edition, shall apply.
9.3. The Board meetings may be formally called by:
   9.3.1. The chairperson.
   9.3.2. The Secretary-General on direction in writing from two (2) Directors.
9.4. The notice requirements for Board meetings shall be as defined in bylaws.
   9.4.1. Only a deliberate error or omission, as determined by the Board of Directors, in giving such notice for a meeting of the Board shall invalidate such meeting or invalidate or make void any proceedings taken or had at such meeting. Any Director may at any time waive notice of any such meeting and may ratify and approve of any or all proceedings taken or had there at.
9.5. The frequency for Board meetings shall be as defined in bylaws.
9.6. While respecting privacy laws, all meetings of the Board shall be open to the public, subject to Board policy unless otherwise decided by majority of the Directors present.
9.7. While respecting privacy laws, minutes of the meeting of the Board shall be public. Such minutes shall be posted for the information of members.
9.8. A secretary who shall be responsible for collecting and distributing Board meeting documents, and taking minutes at meetings shall be decided upon at the first meeting of every financial year.

10. Quorum
10.1. The quorum for the Board meetings shall be as defined in bylaws.

11. Adjournment
11.1. From time to time, any meeting of the Directors may be adjourned to any future time or to a different place. Such business may be transacted at such future meeting as might have been transacted at the original meeting from which such adjournment took place.
11.2. No notice shall be required for the motion for adjournment. The motion for adjournment may be made notwithstanding that no quorum is present.

12. Voting
12.1. Voting on the Board shall be as defined in bylaws.
12.2. All votes at any such meeting shall be taken by ballot if so demanded by a Director present, but if no demand is made, the vote shall be taken in the usual way by show of hands.

12.3. A declaration by the chairperson that a resolution has carried and an entry to that effect in the minutes shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

13. Standing Committees

13.1. Board of Directors Legal Committee

13.1.1. Purpose

13.1.1.1. To oversee and provide recommendations to the Board on Society legal matters;
13.1.1.2. To meet as needed and at minimum review legal activities quarterly and provide recommendations to the Board of Directors.

13.1.2. Structure

13.1.2.1. One of either Secretary General OR Finance Officer;
13.1.2.2. Non-executive director;
13.1.2.3. Non-director with relevant legal expertise.

13.1.3. Powers

13.1.3.1. Ongoing case management and strategy;
13.1.3.2. Authority to manage and approve expenditures for matters already explicitly approved by the Board;
13.1.3.3. Negotiate and set legal strategy.

13.1.4. Limitations

13.1.4.1 Cannot commence or end litigation;
13.1.4.2. Cannot change legal counsel;
13.1.4.3. Cannot approve expenditures outside of pre-approved Board budget.

13.2. Board of Directors Finance Committee

13.2.1. Purpose

13.2.1.1 Recommend a budget to the Board and receive and review quarterly corporate and business financial statements;
13.2.1.2. To meet quarterly and provide recommendations to the Board of Directors for meeting goals.

13.2.2. Composition

13.2.2.1. One of either Secretary General OR Finance Officer;
13.2.2.2. Non-executive director;
13.2.2.3. Non-director with relevant finance expertise.

13.2.3. Powers

13.2.3.1. Recommend a budget to the Board;
13.2.3.2. Recommend strategies to meet financial goals for the year and provide directives to management in between Board meetings;
13.2.3.3. Structure and optimize investments;
13.2.3.4. Approve expenditures up to $10 000 CAD in the name of the Board.

13.2.4. Limitations

13.2.4.1. Cannot approve any expenditures above $10 000 CAD.

13.3. Board of Directors Human Resources Committee

13.3.1. Purpose

13.3.1.1. To set strategy regarding human resources and address problems as they arise;
13.3.1.2. To meet quarterly and provide reports on meetings to the Board of Directors;
13.3.1.3. To perform annual staff evaluations and recommendations based on these evaluations.

13.3.2. Composition
13.3.2.1 One of either Secretary General OR Finance Officer;
13.3.2.2. Non-executive director;
13.3.2.3. Non-director with relevant finance expertise;
13.3.2.4. At the discretion of the committee, senior management may be invited to serve as resource persons for the committee.

13.3.3. Powers
13.3.3.1 To perform all staff evaluations;
13.3.3.2. Make recommendations regarding salary adjustments and bonus structures;
13.3.3.3. Deal with staff grievances as they arise;
13.3.3.4. Recommend changes to job descriptions;
13.3.3.5. Recommend hiring and termination of employees;
13.3.3.6. Suspend employees up to two weeks, with pay, until a formal Board meeting can be called and a resolution made;
13.3.3.7. Receive and review regular reports from management on staff turnover and satisfaction.

13.3.4. Limitations
13.3.4.1 Cannot terminate, hire or unilaterally change any job description.

13.4. Board of Directors Nominating Committee
13.4.1. Purpose
13.4.1.1 To provide recommendations for appointing directors to the Board of Directors and any standing or ad hoc committees of the Board;
13.4.1.2. Develop a strategy for recruitment for a diversity of expertise and diffusion of power to ensure the Board remains apolitical.
13.4.1.3. To meet quarterly and provide reports on activities to the Board of Directors.

13.4.2. Composition
13.4.2.1. Non-executive Director (Internal or Council);
13.4.2.2. Non-executive Director (External);
13.4.2.3. Non-director with relevant governance expertise.

13.4.3. Powers
13.4.3.1 Can recommend to the Board appointments for all committees and positions on the Board of Directors.
13.4.3.2. Can solicit and vet nominations for director and/or non-director positions.

13.4.4. Limitations
13.4.4.1. Cannot appoint any individual to any position.

13.5. Additional governing rules
13.5.1. No director may sit on more than 2 subcommittees of the Board of Directors.
13.5.2. All non-director positions in the subcommittees will be given an associate membership, staff discount at Thomson House for duration of their position, and, at the discretion of the Financial Affairs Officer, appropriate travel expenses.
13.5.3. Each committee chair shall be chosen at the discretion of the committee

Section 2: Signing Authority and Execution of Documents
1. The signing authorities shall be as defined in Bylaws.
2. A third signing officer, also appointed by the Board, shall temporarily fill in when one of the above is unavailable.
3. All signing officers for the Society accounts shall be bondable.
4. Deeds, transfers, licenses, contracts and engagements on behalf of the Corporation shall be signed by the signing authorities or other Officers of the Corporation appointed by the Board for the purpose.
5. The signing authorities shall affix the seal of the Corporation to such instruments as require
the same.

6. Cheques
   6.1. All cheques, bills of exchange or other orders for payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such Officer or Officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board and any one of such Officers or agents may also endorse notes and drafts for collection on account of the Corporation through its bankers and endorse notes and cheques for deposit with the Corporation's bankers for the credit of the Corporation, or the same may be endorsed 'for collection' or 'for deposit' with the bankers of the Corporation by using the Corporation's rubber stamp for the purpose. Any one of such Officers or agents so appointed may arrange, settle, balance and certify all books and accounts between the Corporation and the Corporation's bankers and may receive all paid cheques and vouchers and sign all bank forms or settlement of balances and release or verification slips.

Section 3: Protection of Directors, Officers and Employees

1. Every Director, Officer and employee of the Corporation and his/her heirs, executors, administrators and other legal personal representatives shall from time to time be indemnified and saved harmless by the Corporation from and against:
   1.1 Any liability and all costs, charges and expenses that s/he sustains or incurs in respect of any action, suit or proceeding that is proposed or commenced against him/her for or in respect of anything done or permitted by him/her in respect of the execution of his/her duties; and
   1.2 All other costs, charges and expenses that s/he sustains or incurs in respect of the affairs of the Corporation; provided that no Director or Officer of the Corporation shall be indemnified by the Corporation in respect of any liability, costs, charges or expenses that s/he sustains or incurs in or about any action, suit or other proceeding as a result of which s/he are adjudged to be in breach of any duty or responsibility imposed upon him/her under the Quebec Companies Act or under any other statute unless, in an action brought against him her in his/her capacity as Director or Officer, s/he has achieved complete or substantial success as a defendant.
Section 4: Duties of the Officers of the Corporation

1. The Secretary-General shall be charged with the general management and supervision of the affairs and operation of the Corporation. The Secretary-General, or other Officers appointed by the Board for the purpose, shall sign all membership certificates.
2. The Secretary-General shall ensure that all facts and minutes of all proceedings are recorded in the books kept for that purpose.
3. The Secretary-General shall ensure that all notices to members are given to members and to Directors as required.
4. The Secretary-General shall be the custodian of all books, papers, records, correspondence, contracts and other documents belonging to the Corporation which the Secretary-General shall deliver up only when authorized by a resolution of the Board to do so and to such persons or persons as may be named in the resolution.
5. At the discretion of the Secretary-General, some or all of these duties may be delegated to a second party, not necessarily a member of the Board. However, the Secretary-General shall continue to be responsible for the above duties until such time as the Secretary-General relinquishes such position.
6. The Financial Affairs Officer shall keep full and accurate accounts of all receipts and disbursements of the Corporation in proper books of account and shall deposit all monies or other valuable effects in the name and to the credit of the Corporation in such bank or banks as may from time to time be designated by the Board.
7. The Financial Affairs Officer shall disburse the funds of the Corporation under the direction of the Board, taking proper vouchers thereof and shall render to the Board at the regular meetings thereof or whenever required, an account of all transactions, and the financial position of the Corporation.
8. At the discretion of the Financial Affairs Officer, some or all of these duties may be delegated to a second party, not necessarily a member of the Board. However, the Financial Affairs Officer shall continue to be responsible for the above duties until such time as the Financial Affairs Officer relinquishes such position.

Chapter 2: Society Financial Affairs

Section 1: Financial Year
1. The financial year of the Society shall be as defined in bylaws.
2. Expenditures cannot be prepaid, beyond the current financial year, without approval of the Board.
3. No expenditures in the current financial year can be made prior to the approval of the budget, with the exceptions of operating expenses of regular PGSS services, and salaries of Thomson House employees.

Section 2: Budget Structure and Purviews
1. Budget Structure
   1.1. The funds (columns), line items (rows), and their designation as Society activities, Business activities, Corporate activities, or Shared activities shall be determined by Finance Officer in consultation with the Committee of Monetary Affairs (CMA) shall be approved by the Board of Directors.
Section 3: PGSS Funds
1. Disbursement from the Contingency Fund may only be made to accommodate for an event or circumstance that could not be predicted and that, if not handled immediately, will cause imminent damage to the PGSS or the achievement of its clearly prescribed goals.
2. Such disbursements may only be made upon special resolution of the Board which is ratified by special resolution of the Executive Committee, or by special resolution of the Executive Committee which is ratified by special resolution of the Board.
3. Disbursement from the Special Projects Fund requires a completed Project Proposal form approved by the Board. This project proposal form shall be included as an appendix to this manual. Approved projects shall be tracked by periodic completion of a project tracking form also included as an appendix to this manual.
4. Disbursement from the Restricted Spending Fund may only be made in satisfaction of contractual obligations, or obligations arising from a referendum.
5. Disbursement from the Thomson House Maintenance Fund shall only be made for the purpose of basic maintenance of Thomson House, and not for leaseholder improvements of capital asset development.
6. All surpluses from business activities shall be transferred at year-end to the contingency fund.
7. The Board, in consultation with the CMA shall, from time to time, set targets for the end-of-year (and consequently beginning-of-the-year for the following financial year) fund balances. These targets shall be set in respect of long-term savings plan for expected future spending from PGSS’s funds. Any amounts accumulated in a fund at year-end beyond those set may, by resolution of the Board, be transferred to the Contingency Fund.

Section 4: Fees
1. In additional to any other requirements for setting referendum questions, any referendum question involving fees collected by the PGSS must be ratified by special resolution of the Board before the referendum is held. No changes to PGSS’ fee levies may be applied in the absence of this ratification regardless of referendum results.
2. A list of the PGSS fee levies and their descriptions shall be maintained by the CMA and included as an appendix to this manual.
3. Thomson House Membership Rates: the cost shall be set by the Board of Directors.
4. Lifetime Special Membership shall be granted to any regular member that has served a minimum of one (1) full term of office in a titled position. No fee shall be levied for this class of membership.

Section 5: Travel Expenses
1. The PGSS shall adopt a "per diem" policy to reimburse the daily food expenses for persons in titled positions who are required to travel for extended periods in service to the PGSS.

Section 6: Borrowing
1. The Board may, from time to time:
   1.1. Borrow money upon the credit of the Corporation by obtaining loans or advances or by way of overdraft or otherwise.
   1.2. Issue, sell, or pledge securities of the Corporation including bonds, debentures, debenture stock, for such sums on such terms and at such prices as they may deem expedient.
   1.3. Assign, transfer, convey, hypothecate, mortgage, pledge, charge or give security in any manner upon all or any of the real or personal, moveable, or immovable
property, rights, powers, choses in action, or other assets, present or future, of the Corporation to secure any such securities of the Corporation or any money borrowed or to be borrowed or any obligations or liabilities as aforesaid or otherwise of the Corporation heretofore, now or hereafter made or incurred directly or indirectly or otherwise.

1.4. Without in any way limiting the powers herein conferred upon the Directors, give security or promises to give security, agreements, documents and instruments in any manner or form under the Bank Act or otherwise to secure any money borrowed or to be borrowed or any obligations or liabilities as aforesaid or otherwise of the Corporation heretofore, now or hereafter made or incurred directly or indirectly or otherwise.

2. Any or all of the foregoing powers may from time to time be delegated by the Board to any one or more of the Directors or Officers of the Corporation.

3. This regulation shall remain in force and be binding upon the Corporation as regards any person acting of the faith thereof until such person has received written notification from the Corporation that this regulation has been repealed or replaced.

Section 7: Audit
1. The financial records of the PGSS shall be subjected to an annual audit by a chartered accountant.

2. These records shall be submitted to the auditor no later than two (2) months after the end of the previous fiscal year.

3. The current annual financial statement, including the auditor’s report, shall be presented to the members at the Annual General Meeting, and shall be available to regular members of the PGSS upon request.

Section 8: Accounts and Transactions
1. The Financial Affairs Officer shall be responsible for the operation of such accounts as are necessary for the transaction of the PGSS for the purpose of implementing the budget.

2. All cash flows to and from PGSS accounts shall be documented by appropriate receipts, invoices, check stubs or other satisfactory evidence.

3. All income shall be deposited only into the Society accounts and all expenses paid from the same.

4. All disbursements from PGSS accounts shall require the completion and submission of an approved expense requisition form. This structure of this form shall be determined by the CMA from time to time, and included as an appendix to this manual.

Section 9: Capital Assets
1. The PGSS shall maintain a list of all of its capital assets that details for each asset its date of purchase, its value at the time of purchase, the type of depreciation that is applied to the asset, and its typical location. This list shall be revised on an annual basis and shall be appended to this manual.

Chapter 3: The Directors’ Book of Resolutions
1. The Board shall maintain a book of "Standing Resolutions."
Chapter 4: Electronic Resolutions

Section 1: E-resolutions
1. A resolution in writing which, via e-mail, receives the unanimous consent of all Directors entitled to vote on that resolution is as valid as if it had been passed in a meeting, per Section 89.3 of the Quebec Companies Act.

Section 2: Virtual Meetings
1. Virtual meetings are meetings that take place whereas one or more participants participate through audio or audio/video live streaming.
2. Virtual meetings can be held under special circumstances where any member is unable to attend the physical meeting due travel related to Society business or illness.
3. A member of committee cannot participate in more than two (2) consecutive virtual meetings.
4. The request to attend a meeting virtually shall be made to the chairperson at least five (5) working days prior to the meeting.
5. The chairperson shall ensure that the meeting room is able to accommodate the technology required for the virtual meeting.
6. If for technical reasons, the virtual meeting cannot be accommodated then only the participants present at the physical meeting shall be considered as being present at that meeting.

Chapter 5: The Corporate and Society Registry
1. There shall be a registry of all employees, Directors, and Officers of the Society.
2. The Corporate and Society registry shall be appended to the Corporate Operations Manual.
3. The Corporate and Society registry shall be reviewed and updated at the beginning of each calendar year.
4. All Directors and Officers shall provide the PGSS with permanent contact information.

Chapter 6: The Employee Policy Manual
1. There shall be an employee policy manual appended to the Corporate Operations Manual.
2. The employee policy manual shall be reviewed by the Board at the beginning of each calendar year.
3. The EPM shall include at least the following:
   3.1. Employee position descriptions.
   3.2. An organization chart and the PGSS employee authority structure.
   3.3. A salary scale with evaluation and promotion procedures.

Chapter 7: The PGSS Information Policy
1. There shall be a PGSS information policy that serves to standardize all the information retained by the Society.
2. The PGSS information policy shall be appended to the Corporate Operations Manual.
3. The PGSS information policy shall be reviewed from time to time as needed.
Chapter 8: The PGSS Project Proposal and Project Tracking Policy

1. Any project being undertaken by the Society must have a project proposal form completed by the project lead or manager.
2. This project proposal form shall serve as a tool for the Board to allocate the sufficient resources needed for the project.
3. Any project undertaken by the PGSS must be regularly reported on by the submission to the Board of a project tracking form duly completed by the project’s manager. The Board may, by resolution, require the submission of a progress tracking form for its next meeting.
4. The Board shall use these forms to evaluate and track the progress of projects being undertaken by the Society.
5. The PGSS staff, in coordination with the Secretary-General, shall ensure that all project proposal and project tracking forms are completed.
6. The PGSS project proposal and tracking forms shall be appended to the Corporate Operations Manual.

Chapter 9: Conflict of Interest

1. Any person participating in the governance or management of the PGSS shall be deemed in a conflict of interest if that person has a private or personal interest sufficient to appear to influence the objective exercise of his or her duties.
2. In the event that a person is in a conflict of interest:
   2.1 Any person may identify the conflict of interest.
   2.2 The person in the conflict of interest must disclose it immediately.
   2.3 The person in the conflict of interest must remove himself or herself from decision-making related to the matter that has given rise to the conflict of interest.
   2.4 At the discretion of the parties involved in the matter that has given rise to the conflict of interest, but not including the person in the conflict of interest, the person in the conflict of interest may be required to remove himself or herself from all aspects related to deliberation of the matter.

Chapter 10: Legal Matters

1. For any legal matter, the Board shall be required to appoint at most two (2) people, from among PGSS employee, or persons in titled positions to act as case managers in all aspects of the legal matter and to report regularly to the Board on the matter. These case managers shall be the only people authorized to communicate with PGSS’ legal counsel on the matter.
2. PGSS employees and persons in titled positions may only communicate with a person or entity with which the PGSS is engaged in a legal matter via PGSS’ legal counsel and only as approved by special resolution of the Board.

Chapter 11: Rules Regarding the Use of Thomson House

Section 1: House Rules

1. The Management shall be responsible for the following, and may create policies covering them, unless otherwise directed by the Board: the serving of alcohol, bar
rules, proper behaviour, facilities and equipment, room booking, opening hours, and parking.

2. Such management policies shall be posted in a manner that is accessible to members, as deemed necessary by the Board.

3. Management is defined per the Employee Policy Manual.

Section 2: Members and Guests

1. All persons present shall be employees, members in good standing, guests of members duly signed in by members, or persons attending an authorized special function, for which a contract has been completed.

2. Except for Officers of the Society, or employees, or persons authorized by them, no persons shall be permitted in Thomson House outside of normal business hours.

3. All persons shall be liable to demonstrate to any employee that they belong to one of the categories under the Corporate Operations Manual.

4. Persons entering the premises may be required to establish their membership by showing an appropriate card.

5. There shall be no gambling permitted in the Thomson House at any time.

6. All members and employees, their guests, and all those using Thomson House or PGSS resources shall treat each other with dignity and respect.

   6.1 No persons at Thomson House, or those making use of PGSS resources, shall engage in any behavior that is loud, vulgar, aggressive, abusive, violent, illegal, or that could be construed as harassment, be it of a physical, verbal, psychological or sexual nature, or that is inappropriate on any other grounds. In the event that such behavior occurs, the following protocol shall be adhered to:

   6.1.1 A staff member shall be notified, who shall then, based on his/her assessment of the situation, either intervene with those responsible for the offending behavior or seek the appropriate manager present to request his/her intervention as soon as possible.

   6.1.2 The staff member or manager intervening shall, if he or she judges the complaint justified, give warning as soon as possible that this behavior must cease immediately, and warn of the consequences of not cooperating.

   6.1.3 Should those conducting the offending behavior continue, they shall be asked to leave and/or see their access to misused PGSS resources removed, depending on the nature of the offence. If they refuse to cooperate, Campus Security or the relevant authorities may be asked to intervene.¹

7. No one shall have exclusive use of any of the 'public' areas of Thomson House, except where a specific contract has been made.

8. Anyone found contravening any law (municipal, federal or provincial) or rule associated with the operation of Thomson House shall be subject to immediate eviction from the premises, and in the case of a member, subject to suspension or revocation of all privileges.

9. Cases of misconduct shall be reported to the Board, which shall decide what action to take and to which appeals may be made, but this shall not prejudice the right of employees to take immediate action as they see fit.

¹ Post-graduate Students' Society- Corporate Operations Manual. March 19th, 2013. Chapter 11, Section 2.6
10. A regular member may entertain his/her spouse or equivalent and no more than two (2) invited guests without prior arrangement with management employees.

11. A guest, who is eligible for associate membership, shall not be admitted to Thomson House more than six (6) times a year at the discretion of the PGSS Board.

12. Members shall sign in their invited guests in the guest register in the main lobby. For convenience, members may choose to pre-sign their expected guests in the guest register.

13. Members shall be responsible for the conduct of their guests on the premises of Thomson House.

Section 3: Smoking

1. Smoking shall be prohibited in Thomson House.

Section 4: Bar

1. All persons in the bar shall be of legal age.
2. There shall be no alcoholic beverages brought upon or removed from the premises.
3. Intoxicated or unruly persons shall not be served.

Section 5: PGSS Facilities

1. The granting of parking privileges does not imply PGSS responsibility for the vehicles or their contents. Vehicles left in PGSS parking space without authorization will be removed at the owner's risk and expense.
2. Notices or posters may only be posted in Thomson House with the prior approval of management employees.
3. The PGSS is not responsible for articles left in Thomson House. Any article found shall be given to the doorman; those of personal, but not intrinsic, value will be kept for one (1) week and then destroyed. Items of intrinsic value will be registered in the lost and found book and kept for thirty (30) days and then disposed if not claimed. If the ownership of articles can be determined, immediate steps shall be taken for their return.
4. Any member may book rooms for specific usage. Applications are subject to approval. The Board retains the right to refuse any application on the basis of space availability, perceived hazard to Thomson House, booking policy, or non-conformity with Municipal, Provincial or Federal law. Cancellation shall be made at least three (3) days in advance; otherwise the booking fee shall be forfeited. Cancellations made more than three (3) days in advance of a reservation date shall be subject to a fifty percent cancellation fee.

Chapter 12: Interpretation

1. All appendices of this manual shall be considered a part of this Manual and subject to the same force and amendment procedures as any other part of this document.

Chapter 13: Amendment to the Corporate Operations Manual

1. Amendment to the Corporate Operations Manual may be made by a special resolution of the Board of Directors.
2. The PGSS Board may enact corporate regulations as may from time to time become necessary.
3. Notice of the wording of a proposed enactment, amendment, or repeal of any part of the Corporate Operations Manual shall be given at least two (2) weeks prior to its consideration to all regular members of the Board.
4. The Secretary-General shall oversee updates to the Manual as required.