

The agreements of the Board of Trustees will be adopted by the favorable vote of the absolute majority of the voters (the whole number immediately superior to one half of the voters), with the exception of the issues cited in the next article. In case they are even, the Chairperson, or whoever presides the meeting, will decide

ARTICLE 29.- Qualified majority: The sessions dealing with the remotion of any of the members of the Board of Trustees, including the Director General, with modification or interpretation of the Statutes, with the dissolution of CIP or with its fusion with other institutions, will require as *quorum* the presence of two thirds of the members with current appointments. For the validity of the agreements on these issues, the favorable vote of at least seven of the members is required.

ARTICLE 30. - Conflicts of Interest. The right to voice an opinion and the right to vote cannot be exercised by a Board member in those issues in which that member has an interest, whether on his or her behalf or on the behalf of a third party.

A Board member who, regarding any issue addressed in the session, considers that he or she has a possible interest, should express this concern to the Board of Trustees. The Board of Trustees will decide whether that interest constitutes a conflict with the interests of CIP. If the decision is affirmative, then the member in question should abstain from participating in the deliberation and resolutions regarding this issue. That Board member who contravenes this principle will be held responsible for the damages and prejudice caused to CIP and may be removed from the Board of Trustees by motion of the Chair or any other Board member.

ARTICLE 31. - Minutes. The sessions of the Board of Trustees, regardless of their type, and the agreements adopted in these sessions must be recorded in a Minutes Book, both in Spanish and in English.

The minutes will comply with the following precepts:

- (a) The minutes of each session should indicate the place, date, and hour at which the session was effected, the names of the people who attended the session, the agenda, the issues addressed and the agreements adopted, indicating in each case of the result of the voting.
- (b) The attending members are empowered to request that the reasoning of the opinions expressed and the votes issued are reflected in the minutes.
- (c) Within 60 days after the date of the meeting, the Secretary will circulate a preliminary version of the minutes among the members who attended. The members who attended have, in their turn, a further 30 days to remit their comments and observations, in writing, to the Secretary.
- (d) Once the Secretary has processed the observations and comments received, should prepare the definite draft minutes, which should be signed by the Chair and the Vice-Chair of the Board of Trustees. The definite draft minutes should be given to all the members of the Board of Trustees, including those who did not attend the session.
- (e) During the following session of the Board of Trustees this draft will be submitted to the Board of Trustees for approval.

