

## **MATC General Membership Meeting Minutes 9/30/09**

### **Board Members Present**

**Kate Mitroka (President)**  
**Elizabeth Garcia (Vice President)**  
**Tracey Rosen (Secretary)**  
**Blake Charlebois (Registration Officer)**  
**Gloria Murillo (Webmaster)**  
**Denzil Bernard (Director of Operations)**

### **Members Present:**

**Abbey S., Aleric S., Alex E., Andreas S., Andrew I., Bo S., Bob L., Ciro S., Dan R., Dana B., Dinesh P., Emine C., Faissal S., Gary H., Hiram P., Irene H., Jacob B., John B., Julia O., Kim S., Michael R., Nahi O., Rahul K., Rawan A., Bob K., Roshan J., Solveig H., Tracy S., Vijay R.**

**35 Club Members were present. Quorum was met.**

**Meeting was called to order at 9:50pm.**

### **Proposed Agenda:**

- 1. Welcome**
- 2. Thank You to Volunteers**
- 3. Introductions and Officer Reports**
- 4. Upcoming Events**
- 5. Amendments**
- 6. Financial Report**
- 7. Member Concerns**

#### **1. Welcome**

**The President welcomed everyone, and indicated that the presentation used for the meeting would be available online. Members were informed that Claire had stepped down from her position and that the Board was seeking a new Treasurer to finish the term.**

#### **2. Thank You to Organizers and Teachers**

**Kate thanked the Event Organizers, Teachers and Volunteers for all events during the year, noting that volunteers are what make the Club.**

#### **3. Introductions and Officer Reports**

**Elizabeth- In charge of the class curriculum and facilitates instructor choice. She also organizes the teaching and DJ schedule. She said that the Club has recently added more teachers and DJs. She also recruits**

*volunteers for milongas and Club promotional events. She thanked the instructors, DJs, and volunteers for their time.*

*Tracey- Takes minutes at every open and closed Board meeting. She has also started an archive for the Club. For the GMM today she prepared the budget report in the absence of a Treasurer.*

*Denzil- Makes sure venues are arranged for Club events. He noted that the Club now has a new Bose due to the theft of the old one. He also wanted to clear up confusion regarding Angell Hall classroom payments by saying that the Club pays a flat day rate, not an hourly rate. Recently, some classes have moved to Mason Hall because sometimes free classrooms are available, which has saved the Club a lot of money.*

*Gloria- Keeps the website updated for both weekly events and festivals and sends out weekly Club emails.*

*Blake- Keeps track of member registration, pass sales, and receipts.*

*Kate- Runs meetings, creates agendas, and works with the University in the preparation and management of festivals and workshops.*

#### **4. Upcoming Events**

*The assembly was notified of the following upcoming MATC events:*

*Alumni Workshop (Nov 21-23)*

*Tea Milonga (Oct 11)*

*Series 6 (Starts Oct 28)*

*Elections (Call for Candidates 3<sup>rd</sup> week of Oct, Elections 1<sup>st</sup> week of Dec)*

*The assembly was advised to consider running for a Board position, noting that the President, Treasurer, Registration Officer, and Webmaster positions must be occupied by University of Michigan students.*

#### **5. Amendments**

##### **a) V.1-f(iii) Candidatures**

*Any club member in good standing may submit to the Election Committee an application for candidature which shall include their name and University of Michigan Student status. If candidates undertake any of the activities listed below, they shall disclose them to the Election Committee along with their application:*

*The Board, after collecting member comments, has adopted the following policy regarding the term “Good Standing”:*

*Members shall be considered “in good standing” if they are*

*Club members against whom neither the Board nor the University of Michigan has taken disciplinary action for activities related to the Club. In the event someone has been subject to such action, three (3) years after such action was taken and at said Member's request, the Board may review his/her case and, may elect to restore the Member to "good standing" if the Board deems it appropriate. In deciding whether said Member shall be considered "in good standing," the Board may consider the Member's demonstrated commitment to Club activities and philosophy.*

Dinesh asked whether the Good Standing definition was something for the Assembly to vote on.

Kate replied that it was not, rather it was a policy adopted by the Board.

Dinesh asked if this meant that the Board could decide who could and could not be a member.

Kate replied that this was not the case, that everyone starts on an equal footing. If someone has disciplinary action taken against them through the University, it takes their standing from good to not good. Three years after any incident, the person can request that the Board consider restoring good standing status.

Elizabeth added that it doesn't have to do with membership, it just pertains to good standing.

Bob asked if there was a plan to place a motion [to vote] or whether the procedure would be more informal.

Kate replied that after questions pertaining to the purpose and effect of amendments are addressed, there will be a call and second to vote. Only members will be able to vote. She that voting members would use their pink index cards to vote.

Roshan asked if only members in good standing could participate as candidates in an election.

Kate replied yes.

Faissal asked what "adopt as policy" meant.

Kate replied that the Board has to vote on a policy or bylaw for it to be added.

*Dinesh asked if this meant that if the Board decides a policy, the next Board can reverse it.*

*Kate replied yes.*

*Dan asked why this minor change was proposed.*

*Kate replied that the Constitution says that one must be a member to serve on the Board, but the amendment doesn't provide for that and it doesn't distinguish between good standing and not good standing.*

*Aleric asked whether disciplinary action referred only to the University, or also to the Board.*

*Kate replied that it also refers to any disciplinary action by the Board.*

*Alex asked whether it also applied to disciplinary action taken by the City of Ann Arbor.*

*Elizabeth replied that if the City of Ann Arbor takes disciplinary action against someone, the University will as well.*

*Kate added that those actions trigger the use of the amendment.*

*Gary asked how that would affect someone not affiliated with the University.*

*Vijay said that even if someone is not a student , he or she is still under the purview of the Board*

*Dana asked where one could find the list of activities referred to in the amendment.*

*Kate replied that it is in the Constitution.*

*Hirak asked if it was then possible for 4 members of the Board to vote someone into bad standing.*

*Kate replied that it would be possible for them to take disciplinary action.*

*Hirak asked if it was by majority.*

*Kate replied yes.*

*John: (Missed what was said)*

*Faissal asked if disciplinary action was only taken in certain situations or if it could happen at any time or place.*

*Elizabeth replied by referring back to Dana's question and saying that the Code of Conduct lists what is expected of members.*

*Andreas asked if the Assembly could be told the Code of Conduct to refresh their memories.*

*Elizabeth replied that due to its length and detail, it could not be recited. However, it is readily available on the Club's website under the "Administration" section for anyone to view.*

*Kate added that it could be pulled up now if people wished (it was not), and that it has been and will continue to be accessible at any time by anyone on the website's "Administration" page.*

*Hirak asked what would be considered for disciplinary action.*

*Elizabeth replied that the Board has a list of people against whom disciplinary action has been taken. After accepting applications for candidature, the Election Committee would ask the Board if any applying members had received disciplinary action. The Board would then inform the Election Committee of this and the EC would determine good standing based upon this information and the above stated policy.*

*Bob stated that the Board would advise the Election Committee as to the status of the applying members.*

*Dinesh asked if the term "good standing" was already in the Constitution.*

*Kate replied yes.*

*Bo asked if good standing appeared in any other context besides election candidatures.*

*Denzil replied that those who submit to be on the Elections Committee must be in good standing, and the proposed change extends that good standing requirement to potential candidates. The Board does not want to interfere with the operation of the Election Committee.*

*Bo said that that wasn't his question, and asked who decides what good standing means when not used in conjunction with the Election committee.*

*Denzil replied that for the purpose of the election, the Election Committee must assess whether the potential candidate is in good standing.*

*Kate added that these are people who are running for Board positions. The Election Committee asks the Board if they are in good standing. The policy defines it, the Election Committee implements it.*

*Elizabeth added that the policy is already passed, and that what is being discussed is good standing with regard to the elections.*

*Bo (Missed what was said)*

*Elizabeth said that the policy should be clear enough that there is no wiggle room for the Election Committee or others.*

*Denzil said that the Election Committee must inquire to the Board. However, the Board will not be the body that excludes the candidate.*

*Bob stated that this amendment is needed to clarify the correct procedure.*

*Motion to approve amendment to V.1-f(iii)*

*Proposed by: Bob*

*Seconded by: Michael*

*Vote: Yes-32 No-2 Abstain-1*

*Motion passed.*

***b) V.1-e Limitations***

*Irrespective of when and which Board position he/she held, no person shall serve on the Board for more than two (2) full terms, or more than three (3) terms (in case of one or more partial terms). Service amounting to less than three-fourths ( $\frac{3}{4}$ ) the life of the Board on which the term was served, shall be considered a "partial term." Otherwise, the term shall be considered "full."*

*Kate asked if everyone was clear on the wording and effect of the amendment.*

*Ciro asked if the word "terms" referred to academic terms.*

*Kate replied that they don't, rather they refer to terms on the Board.*

*Roshan asked who was in charge of keeping track of the terms.*

*Kate replied that Board records would show the beginning and end of Board terms.*

*Elizabeth added that Election results and Board members are listed in the meeting minutes, and any exit from the Board is documented and announced.*

*Kate said there would not be a given person to keep track of terms but that there would be documentation.*

*Roshan said that he was asking because in case of a debate about a person's time on the Board, it might be hard to go through all the minutes. He suggested that the Board maintain a record of Board members each term.*

*Kate acknowledged the suggestion as something the Board would consider further, and then instructed the Assembly to vote on their yellow index cards for the amendment, marking yes to approve the amendment, no to block it, or abstain to refrain from voting.*

*Rahul asked how three-quarters of a term is defined.*

*Kate replied that it is defined in terms of the life of a particular Board, or otherwise one year.*

*Motion to approve amendment to V.1-e*

*Proposed by: Bob*

*Seconded by: Michael*

*Vote: Yes-32 No-2 Abstain-1*

*Motion passed.*

### ***c) VIII. Amendments to the Constitution***

*Any Club Member may submit to the Board an amendment to the Constitution. Before it can be ratified, any proposed change to the constitution must have 1) gained the sponsorship of at least three (3) Board Members, and 2) been presented to and discussed with Club Membership at a General Membership Meeting. Ratification of any proposed change shall occur during a subsequent General Membership Meeting and in the same calendar year as the initial proposal.*

*To be ratified, a proposed Constitutional amendment must be passed by a minimum of twenty-five (25) votes or a majority of two-thirds (2/3) of the Club Members present at the General Membership Meeting, whichever is greater.*

*Ciro asked what would happen if there were only 20 members in the Club.*

*Kate replied that the implicit normative statement of the amendment is that the Constitution should not be changed unless 25 members could agree, so if passed, in that case the Constitution could not be changed.*

*Dan asked why this change was brought up.*

*Kate replied that the current wording does not explicitly state that all amendments need to be sponsored by the Board nor that they need to be discussed at a GMM. It also does not protect against a small number of people changing the Constitution.*

*Aleric said that the proposed amendment is based on there being more than 25 people in the Club, which means it behooves the Club to make efforts to maintain its membership.*

*Rahul asked if there is a required number of students needed to change the Constitution.*

*Kate replied that the number requirement only referred to members, but the University requires MATC to maintain a 50% student membership.*

*Rahul confirmed that the policy Kate mentioned did not refer to the proposed amendment.*

*Kate confirmed that the proposed amendment only requires 25 members to change the Constitution.*

*Denzil mentioned that this topic had already been discussed.*

*Kate confirmed this fact and replied that she was explaining the effect this amendment would have. She instructed the Assembly to use their blue cards to vote for this amendment.*

*Motion to approve amendment to VIII*

*Proposed by: Bob*

*Seconded by: Dinesh*

*Vote: Yes-32 No-3 Abstain-0*

*Motion passed.*

#### ***d) V.3 SOAS Representatives***

*The list of signers of the contract between the Club and the Student Organizations and Account Services Office shall be updated within one month of the new Board taking office. Subject to the terms and conditions*

*of the SOAS Office itself, the only persons eligible to be SOAS contact*

*signers  
are the Faculty Advisor and Board Officers.*

*Purpose: To remedy inefficient constitutionally-imposed way of operating regarding officer capabilities.*

*Procedural Posture: This amendment is being presented to the membership today. It will be voted on at the final GMM on 2 Dec 2009.*

*Kate explained that financial transactions through SOAS must be made by students, and that the proposed amendment allows any Board member obtain the information he or she needs to do his or her job.*

*Bob said that the amendment is appropriate for the function of the Board.*

*Aleric asked if the Board has looked at all the terms and conditions of the SOAS account.*

*Kate replied that the Board had not secured these terms in writing, but it has talked with SOAS representatives who have said that the only difference between student and non-student authorized signers is that students can disburse funds. According to SOAS, one must, in any event, be an affiliate to access information.*

*Michael confirmed that the proposed amendment just changes who can be a signer.*

*Kate said the proposed amendment redefines what Board members can do, i.e. it allows all Board members to be authorized signers, where previously only certain Board members were permitted.*

*Aleric asked if there is a document that outlines the terms of the SOAS account or whether it was discussed verbally. He emphasized the Board should make sure of the facts.*

*Kate replied that the Board had not read a document, but it had talked to the director of SOAS.*

*Aleric expressed a concern that an aspect of the SOAS account could have been overlooked.*

*Kate replied that this was a valid concern and that the Board would seek an SOAS document outlining the duties and responsibilities of authorized signers.*

*Bob stated that this was a necessary change to the Constitution and a well-worded amendment.*

*Michael asked if the language could reflect the incorporation [of the SOAS account agreement] by reference.*

*Kate replied that the Board could indeed work on that language.*

*Hirak said that whatever rules the University makes cannot be superseded by the Board. If SOAS policy changes, this proposed amendment would no longer apply. SOAS's policy would be better than anything the Board could make.*

*Kate confirmed that Hirak was right and stated that the Club cannot go against UM policy and that it supercedes what the Club does. That is why the amendment was left as open and accommodating of University policy as possible. Technically if University policy does change, the amendment could be rendered moot. However, the amendment responds to the administration requirements as they are now.*

*Faissal asked if the wording "subject to terms and conditions of the SOAS policy" could be added to the amendment.*

*Kate replied that again, the purpose of the amendment is to be broad and accommodating as possible; reference to a specific document or specific UM policy could make the Club vulnerable.*

*Hirak agreed with Kate's statement.*

*Bob agreed that the proposed amendment should be flexible.*

## **6. Financial Report**

*The financial report was presented by Tracey.*

*General spending in 2009 is progressing in agreement with the 2009 budget outlined by the 2008 Board.*

*Dinesh wanted to know about the \$5000 deficit mentioned at the last GMM.*

*Kate responded that it is being reduced as predicted in the last GMM with the adoption of the new pricing structure.*

*Ciro asked when the September festival budget numbers will be ready.*

*Tracey responded that they will be available in time for the next GMM.*

*Julia asked about class enrollment and revenue.*

*Tracey replied that summer enrollment is generally lower than that during a regular semester.*

*John said that the EOs did a great job managing budgets*

*Kate agreed that the EOs did a great job with managing festival budgets, but reminded the membership that festival finances and the finances of day-to-day Club operations are generally two separate things. She said that the new pricing scheme is doing its job to balance the day-to-day operations budget, and that the Board will continue to monitor it.*

*Michael asked what the tax issue was with Alicia Pons that caused the deficit.*

*Kate explained the Alicia Pons tax issue.*

*Dan asked why the finances were considered to be so confidential that they couldn't leave the room or be posted on the internet.*

*Elizabeth replied that the documents have to be, and are, available to members, but not anyone in the general public.*

*Hirak stated that there is a procedure by which any Club Member can request to see any of the Club documents at any time.*

*John added that payment to outside parties should be kept confidential.*

#### **7. Member Concerns**

*Ciro said that he heard 2 comments about the 8<sup>th</sup> anniversary festival, one of which was that \$20 was too expensive for a single milonga.*

*Kate said that the best way to give feedback was to email the Board.*

*Michael said that the Board is doing a good job, and that the Club is stable and growing.*

*Kate thanked Michael.*

*Bob L. asked what was decided in regard to an instructor discount or reward for teaching.*

*Kate replied that the issue was that members could not financially benefit from the Club, and that an instructor dinner has been instituted to acknowledge instructor contributions.*

*Aleric said that MSA prevents remuneration for members of a student club, but that a dinner is not a violation of this policy.*

*Kate said that the issue raised of instructor recognition was a valid one.*

*Motion to adjourn*

*Proposed by: Bob*

*Seconded by: Aleric*

*Vote: Unanimous*

*Motion passed.*

*Meeting was adjourned at 11:10pm.*