

CLUB BYLAWS BYLAW NO. 1

Being the General Bylaws of **CLUB MILONGA –ARGENTINE TANGO**

(Revised bylaw ratified by the Club Milonga members
at the Annual General Meeting held June 3, 2014)

SECTION I INTERPRETATION

1.1 Definitions

In these bylaws the following words have the following meanings, unless the context otherwise requires:

“Corporation” means the organization known as **Club Milonga –Argentine Tango** or hereafter known as **Club Milonga** that has passed these bylaws under the Act or that is deemed to have passed these bylaws under the Act;

“Act” means the Ontario Non-Profit Corporations Act 2010, as amended from time to time;

“Ad hoc committee” means a committee or sub-committee established by the Board for a limited period with a defined mandate to address designated tasks and/or specific issues.

“Board” means the Directors, which include the Officers, of Club Milonga.

“Bylaws” means this bylaw, including the appendices to this bylaw and all other bylaws of Club Milonga, as amended and which are from time to time in force and effect;

“Chair” means the chair of the Board of Club Milonga;

“Director” means an elected or appointed member of the Board of Club Milonga;

“Member” means a member of Club Milonga who is a member in good standing in the current membership period and who shall be entitled to one (1) vote on any issue requiring acceptance by a member’s vote at any meeting of the members of Club Milonga and who shall not be entitled to vote on any issue at a meeting of the Board;

“Member in good standing” means a member of Club Milonga who has paid their membership fees for the current membership period;

“Members” means the collective membership of the Corporation;

“Membership period” means a period of time established by the Board;

“Officers” mean the Directors elected or appointed to the positions of President, Vice-President, Secretary, and Treasurer of Club Milonga;

“Publicize” means announcing or providing information on Club Milonga’s website, in an email or by any other electronic communication to current members, verbally announcing at Club Milonga, and by any other way the board deems appropriate;

1.2 Words used in these bylaws have ordinary meanings unless a word has a particular meaning in subsection 1.1 Definitions. All terms contained in this bylaw that are defined in the Act shall have the meanings given to such terms in the Act.

1.3 Words importing number include the singular and the plural, and words importing gender include the feminine, masculine or neuter, as the context requires.

1.4 The invalidity or unenforceability of any provision of these bylaws shall not affect the validity or enforceability of the remaining provisions of this Bylaw. If any of the provisions contained in these bylaws are inconsistent with those contained in the Articles or the Act, the provisions contained in the Articles or the Act, as the case may be, shall prevail.

SECTION II ADMINISTRATION AND FINANCE

2.1 Name of Organization

The organization shall be known as **Club Milonga –Argentine Tango** or just **Club Milonga**, and was founded in June 1992.

2.2 Mission Statement

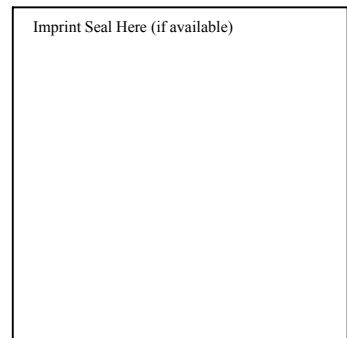
Club Milonga as a non-profit volunteer-run organization is dedicated and committed to the support and growth of Argentine Tango in Toronto, and strives to unite the Toronto Tango community toward common goals of advancing the knowledge, skills, and passion for Argentine Tango.

2.3 Operation Statement

Club Milonga, operated by its members, is for its members and the community and relies on the voluntary help to ensure its success in running the club and achieving its mandate.

2.4 Corporate Seal

The seal of Club Milonga is adopted and is the form that is, if available, impressed on the paper beside this sub-section. The Treasurer is responsible for the safekeeping of the seal.



2.5 Corporate Logo

The logo of Club Milonga, and owned by Club Milonga, is adopted and is in Appendix 3. The replacement of the logo of Club Milonga must be through a passed motion in compliance with the stipulations and requirements of a General Member’s Meetings as defined in SECTION IV Member’s Meetings.

2.6 Head Office

Unless otherwise stated, the official mailing address of Club Milonga shall be that of the President who shall revise Appendix 1 accordingly and advise other appropriate agencies at the start of the term of office. (Revisions to Appendix 1 will not require formal amendments to these bylaws.)

2.7 Fiscal Year

Club Milonga's fiscal year is from June 1st to May 31st. The fiscal year consists of the membership period(s).

2.8 Membership Periods

The Board shall establish and publicize the membership periods.

2.09 Financial Institution

Club Milonga will deal primarily with one banking institution. Cheques and other withdrawals may only be made under the signature of any two of the Officers with signing authority for Club Milonga.

2.10 Retention of Records

All financial records must be maintained and retained for seven years (current year plus seven years). The President or the Treasurer will be responsible for the retentions of the financial records. All other records must be maintained and retained, by the relevant Director, for the current year and the previous year.

SECTION III MEMBERS AND MEMBERSHIP

3.1 Members and Membership

- a. Membership in the Corporation shall consist of persons interested in furthering the Corporation's purposes and who have been accepted into membership in the Corporation by resolution of the Board and are a member in good standing.
- b. Members can attend General Members' Meeting(s) and the Annual General Members' Meeting, make motions, vote, nominate directors or run for a position on the Board. They can also attend Board Meetings and take part in the discussions but cannot make motions nor vote at these Board Meetings.
- c. A membership in the Corporation is not transferable and automatically terminates if the Member resigns or such membership is otherwise terminated in accordance with the Act and these bylaws.

3.2 Disciplinary Action or Termination of Membership for Cause

- a. Upon 15 days' written notice to a Member, the Board may pass a resolution authorizing disciplinary action or the termination of membership for violating any provision of the articles or these bylaws.
- b. The notice shall set out the reasons for the disciplinary action or termination of membership. The Member receiving the notice shall be entitled to give the Board a written submission opposing the disciplinary action or termination not less than 5 days before the end of the 15-day period. The Board shall consider the written submission of

the Member before making a final decision regarding disciplinary action or termination of membership.

3.3 Honorary Members

The Board, at its discretion, may confer the status of Honorary Member to individuals by reason of contributions or achievements directly related to the objectives of Club Milonga. Honorary members will have all the rights and privileges of a member and deemed to be a member in good standing without the payment of fees.

SECTION IV MEMBERS' MEETINGS

4.1 Annual Meetings

The annual meeting shall be held within 3 months of the end of the fiscal year, on a day and at a place within Ontario established by the Board. Any member, upon request, shall be provided, not less than 14 days before the annual meeting, with a copy of the approved financial statements, auditor's report or review engagement report and other financial information required by the bylaw or articles.

The business transacted at the annual meeting shall include:

- approval of the agenda;
- adoption of the minutes of the previous annual and any subsequent members' meetings;
- receipt of director reports of the preceding fiscal year prepared by the outgoing Directors
- approval of financial statements;
- receipt of the report of the auditor or person who has been appointed to conduct a review engagement;
- reappointment or new appointment of the auditor or a person to conduct a review engagement for the coming year; or
- the passage of a motion waiving the requirement for an auditor or a review engagement (in accordance with Section 76 of the Act). The motion requires support of 80% of the voting members;
- election of directors;
- and such other or special business as may be set out in the notice of meeting.

No other item of business shall be included on the agenda for the annual meeting unless a member's proposal has been given to the secretary prior to the giving of notice of the annual meeting in accordance with 4.3 Notice, so that such item of new business can be included in the notice of annual meeting.

4.2 General Members Meetings

The Directors may call a meeting of the Members. The Board shall convene a meeting on written requisition of not less than one-tenth of the members of the current membership period for any purpose connected with the affairs of the Corporation that does not fall within the

exceptions listed in the Act or is otherwise inconsistent with the Act, within 21 days from the date of the deposit of the requisition.

4.3 Notice

Subject to the Act, (Section 55 (7)) not less than 10 and not more than 50 days written notice of any annual or members' meeting shall be given in the manner specified in the Act to each member and to the auditor or person appointed to conduct a review engagement. Notice of any meeting where special business will be transacted must contain sufficient information to permit the members to form a reasoned judgment on the decision to be taken. Notice of each meeting must remind the member of the right to vote by proxy and make available the proxy form in Appendix 2.

4.4 Chair of the Meeting

The President shall be the chair of the members' meeting; in the President's or Vice President's absence, the members present at any members' meeting shall choose another Director as chair and if no Director is present or if all of the Directors present decline to act as chair, the members present shall choose one of the members to chair the meeting.

4.5 Voting of Members

Business arising at any Members' meeting shall be decided by a majority of votes unless otherwise required by the Act or the Bylaw provided that:

- each member shall be entitled to one vote at any members' meeting;
- votes shall be taken by a show of hands among all members present and the chair of the meeting, if a member, shall have a vote;
- an abstention shall not be considered a vote cast;
- before or after a show of hands has been taken on any question, the chair of the meeting may require, or any member may demand, a written ballot. A written ballot so required or demanded shall be taken in such manner as the chair of the meeting shall direct;
- if there is a tie vote, the chair of the meeting shall require a written ballot, and shall not have a second or casting vote. If there is a tie vote upon written ballot, the motion is lost; and
- whenever a vote by show of hands is taken on a question, unless a written ballot is required or demanded, a declaration by the chair of the meeting that a resolution has been carried or lost and an entry to that effect in the minutes shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

4.6 Adjournments

The Chair may, with the majority consent at any Members' meeting, adjourn the same from time to time and no notice of such adjournment need be given to the Members, unless the meeting is adjourned by one or more adjournments for an aggregate of 30 days or more. Any business may be brought before or dealt with at any adjourned meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling the same.

4.7 Persons Entitled to be Present

The only persons entitled to attend a Members' meeting are the Members, the Directors, the Auditors of the Corporation (or the person who has been appointed to conduct a review engagement, if any) and others who are entitled or required under any provision of the Act or the articles to be present at the meeting. Any other person may be admitted only if invited by the Chair of the meeting or with the majority consent of the Members present at the meeting.

4.8 Quorum and Voting Procedures for Meetings

- (a) The quorum for General Members' Meetings, and the Annual General Members' Meeting will be a minimum of twenty-five percent (25%) of members, unless the meeting is for the purpose of amending the Club Milonga's bylaws, in which case the quorum will be a minimum of sixty (60%) of members. A member must be either present in person or represented by a proxy (see (c) below);
- (b) If a quorum is present at the beginning of a meeting, the meeting may continue even if a quorum is not present at any other time during the meeting;
- (c) A member is permitted to have themselves represented by written or electronic proxies for the purpose of voting or for any other purpose(s). Appendix 2 is the Proxy Form to be used for these purposes; and
- (d) Voting on motions at, General Members' Meetings, or Annual General Members' Meeting, after the motion is seconded and discussed, will be by a show of hands, unless a formal motion is made by the members in attendance and represented by proxy to conduct a secret ballot is passed at the meeting. Motions put forth will be deemed passed or defeated by a vote of a minimum of 50 percent (50%) plus one of the members in attendance and represented by proxy, with the exception if the motion is for the purpose of amending the Club Milonga's bylaws (see SECTION VII Amendment of Bylaws).
- (e) In the event of a tied vote, the motion will be deemed defeated.

4.9 Loss of Member Status

In the case where a member fails to pay their membership fee or is in serious breach of these bylaws, the Board can revoke that member's membership.

4.10 Meeting Minutes

The meeting minutes from the General Members' Meetings and the Annual General Members' Meeting will be publicized.

4.11 Error or Omission in Giving Notice

No error or accidental omission in giving notice of any General Members' Meetings or Annual General Members' Meeting shall invalidate the meeting or make void any proceedings taken at the meeting.

SECTION V DIRECTORS

5.1 Directors

The directors shall be elected by the members. The term of office of the directors (subject to the provisions of this bylaw,) shall be from the date of the meeting at which they are elected or appointed until the next Annual General Meeting or until their successors are elected or appointed.

5.2 The Board

The board of the Club Milonga consists of the following Directors:

- ◆ The Officers:
 - (a) President (1);
 - (b) Vice-President (1);
 - (c) Treasurer (1);
 - (d) Secretary (1); and
- ◆ Membership Secretary (1);
- ◆ Program Director (1); and
- ◆ Publicity Director (1).

Any director can fulfill more than one directorship, however, the Board shall not be any less than the four (4) Officers, of which three (3), only the President, Vice-President, and Treasurer, have signing authority. In the event of a vacancy any director can be granted signing authority through a motion of the board.

The President shall, preferably, have been the Vice-President of the previous year(s), or someone who has been a Director for at least one (1) year.

5.3 Powers and Functions of the Board of Directors

Directors shall:

- (a) Act in accordance with the Act, Regulations and these bylaws;
- (b) Manage the capital assets and business affairs of Club Milonga;
- (c) Establish ad-hoc committees for Club Milonga, as necessary;
- (d) Approve and amend the budget;
- (e) Set financial controls;
- (f) Define objectives; approve and monitor projects; and
- (g) Discuss the remuneration, terms of employment (responsibilities and authorities), hire and fire of employees of Club Milonga; any signing officer shall communicate these details to the employee or discuss any other issues with the employee.

5.4 Term of Office

The term of office for Club Milonga's Directors is one year. In the event there are no new candidates nominated for a particular position the one-year restriction will be waived for that position;

5.5 Director Vacancy

A Director ceases to hold office if the Director:

- (a) Resigns the office by written notice to either the President/Vice-President of Club Milonga, which resignation shall be effective at the time it is received by the President/Vice-President or at the time specified in the notice whichever is later;
- (b) Ceases to be a member in good standing of Club Milonga;
- (c) Is removed from Office pursuant to subsection 5.7 Removal from Office or Board
- (d) if the director is found to be incapable of managing property by a court or under Ontario law;
- (e) Is deceased.

5.6 Filling of Vacancies

Any vacancy on the Board shall be filled in accordance with these bylaws. Such vacancies should be filled as soon as reasonably possible. The President may appoint a Director, or a member to fulfill the duties of the vacancy until a General Members' Meeting is arranged, announced and held, and a replacement elected.

5.7 Removal from Office or the Board

- (a) Members can approve a resolution to remove a director for reasons of absenteeism, breach of duty, or Conflict of Interest at a General Members' Meeting or Annual General Meeting by a majority of votes cast at a General Members Meeting; in accordance with 4.8 Quorum and Voting Procedures;
- (b) In the event of a replacement pursuant to paragraph (a) of this subsection, the Board shall follow the procedure outlined in subsection 5.6 Filling of Vacancies to replace the director that has been removed from office.

5.8 Remuneration

- (a) Directors shall receive no remuneration for their services as directors.
- (b) Directors may be paid remuneration and reimbursed for expenses incurred in connection with services they provide to the Corporation in their capacity other than as Directors, provided that the amount of any such remuneration or reimbursement is: (i) considered reasonable by the Board; (ii) approved by the Board for payment by resolution passed before such payment is made; and (iii) in compliance with the conflict of interest provisions of the Act or SECTION 10 of this bylaw.

5.9 Director and Member Expenses

Expenses of Directors and/or members may be reimbursed with appropriate receipts.

5.10 Committees

Committees may be established by the Board as follows:

- (a) The Board may appoint or a committee of Directors and or members and may delegate to the committee any of the powers of the Directors excepting those powers set out in the Act or this bylaw that are not permitted to be delegated; and
- (b) Subject to the limitations on delegation set out in the Act or this bylaw, the Board may establish any committee it determines necessary for the execution of the Board's responsibilities. The Board shall determine the composition and terms of reference for any such committee. The Board may dissolve any committee by resolution at any time.

(c) Any committee properly constituted can choose its own chairperson.

5.11 Delegation of Powers or Duties

The Board may delegate any powers or duties of the Board to any member.

SECTION VI BOARD MEETINGS

6.1 Calling of Board Meetings

Meetings of the Directors may be called by the President or any two Directors at any time and any place when appropriate notice is given as required by this bylaw in 6.3 Notice of Meetings.

6.2 Board Meeting Logistics

The Board to establish the place, date and time of Board meetings and communicate details to each Director, and publicize to the membership.

6.3 Notice of Meetings

- a) Notice of the place, date and time for a meeting shall be given to every Director of the Corporation not less than five days before the date that the meeting is to be held.
- b) Notice of a meeting is not necessary if all of the Directors are present, and none objects to the holding of the meeting, or if those absent have waived notice or have otherwise signified their consent to the holding of such meeting.
- c) If a quorum of Directors is present, each newly elected or appointed Board may, without notice, hold its first meeting immediately following the annual meeting of the Corporation.

6.4 Error or Omission in Giving Notice

No error or accidental omission in giving notice of any Board meeting shall invalidate the meeting or make void any proceedings taken at the meeting.

6.5 Chair

The President/Vice President shall preside at Board meetings as the Chair. In the absence of the President/Vice President, the Directors present shall choose a director to act as the Chair.

6.6 Voting

- (a) Each Director has one vote. Motions arising at any Board meeting shall be decided by a majority of votes. In case of an equality of votes, the Chair shall not have a second or casting vote.
- (b) In the event of a tied vote the motion will be deemed defeated.
- (c) (c)Voting on motions at Board Meetings, after the motion is seconded and discussed, will be by a show of hands, unless a formal motion is made by the members in attendance to conduct a vote by secret ballot is passed at the meeting. Motions put forth will be deemed passed or defeated by a vote of a minimum of 50 percent (50%) plus one of the directors in attendance.

6.7 Quorum

(a) The quorum for Board Meetings will be a minimum of four (4) Directors. If a Director is unable to attend a Board meeting, that Director shall notify either the President or Vice-President, at the first opportunity, to ensure the quorum requirements can be satisfied for that Board Meeting;

(b) If a quorum is present at the beginning of a meeting, the meeting may continue even if a quorum is not present at any other time during the meeting;

6.8 Participation by telephone or other communications facilities

If all the Directors participating consent, a Board meeting may be held by telephone, electronic or other communication facilities that permit all persons participating in the meeting to communicate adequately with each other at the same time, and a Director participating by such means is deemed to be present at that meeting.

6.9 Frequency of Board Meetings

Board Meetings shall be held at least four times a year and the notice for the meeting given in accordance with subsection 6.3 Notice of Meetings.

6.10 Minutes

Minutes will be taken at every board meeting and will be available to the membership upon request to the secretary.

SECTION VII AUDITORS

7.1 Appointment

The members shall at each Annual General Members' Meeting appoint an auditor to audit the accounts of Club Milonga for report to the members at the next Annual General Members' Meeting. The auditor should be someone at arm's length to Club Milonga; that is, not a Director; and have some accounting knowledge. If the auditor resigns any time prior to the end of the current fiscal year, the Board has the authority to source and hire a replacement auditor on behalf of the members.

SECTION VIII EXECUTION OF CONTRACTS

8.1 Execution of Contracts

For any financial instrument,

(a) Deeds, transfers, assignments, contracts, obligations and any other instruments in writing requiring the signature of the Board may be signed on behalf of the Board by any two Officers directors with signing authority;

(b) Any signing officer may affix the corporate seal to any instrument requiring the corporate seal.

- (c) Any Director or Officer may certify a copy of any instrument, resolution, bylaw or other document of the Corporation to be a true copy thereof.

SECTION IX CONFLICT OF INTEREST

9.1 Conflict of Interest

For conflict of interest,

- (a) Conflict of interest is a conflict between a Director's personal interest and their responsibilities as a Director, whether direct or indirect, real or potential, apparent or not. Conflict of interest may exist whether or not there is monetary advantage to a Director. A Director may have a conflict directly through their individual employment, through an interest in a corporation or other legal entity, or through other voluntary participation in an agency, association or charitable institution.
- (b) It is sufficient declaration if a Director discloses all personal interests which could give rise to a conflict of interest at a Board Meeting at the first opportunity and on an ongoing basis as personal interests change. Otherwise, the Director must disclose a personal interest at a meeting when the matter is first taken into consideration.
- (c) If a Director has not disclosed a personal interest on a matter by reason of absence from a meeting, the Director must disclose the personal interest, in writing to the President and Vice-President, and to the Board, at the first opportunity. The Director must also ensure that the declaration is raised and read at the next Board meeting after it is given.
- (d) The Board can maintain records of the Director's general personal interests as part of the Directors' resume. A declaration of interest made at a meeting should be recorded in the minutes of that meeting.
- (e) If a Director happens to be in a position of conflict of interest with regards to an issue being discussed by the Board, the said Director shall refrain from taking part in the discussion and from voting on the said issue. The Director may, however, be asked for comments or information on the issue.

SECTION X PROTECTION OF DIRECTORS AND OFFICERS

10.1 Protection of Directors and Officers

No Director, Officer or committee member of the Corporation is be liable for the acts, neglects or defaults of any other Director, Officer, committee member or employee of the Corporation or for joining in any receipt or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by resolution of the Board or for or on behalf of the Corporation or for the insufficiency or deficiency of any security in or upon which any of the money of or belonging to the Corporation shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or Corporation with whom or which any moneys, securities or effects shall be lodged or deposited or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his or her respective office or trust provided that they have:

- a. complied with the Act and the Corporation's articles and these bylaws; and
- b. exercised their powers and discharged their duties in accordance with the Act and these bylaws.

SECTION XI CONFIDENTIALITY/PRIVACY OF INFORMATION

11.1 Confidentiality of Information

All Director are required to maintain confidentiality of all materials and information under deliberation, in accordance with policies and guidelines established by the Board on confidentiality.

11.2 Privacy Policy

All members and Director shall not pass or forward any private information (home phone number, personal email address, home mailing address, birthdays, etc.) of any member of Club Milonga to anyone without the explicit written approval of the member, except to another Director who needs the information to carry out the responsibilities and duties of their position, hence for the sole purpose of operating Club Milonga.

SECTION XII DISSOLUTION OF THE CORPORATION

12.1 Dissolution of the Corporation

In the event the members unanimously decide it no longer supports the goals and objectives of Club Milonga or in any other event that would make the existence of Club Milonga obsolete:

- (a) A vote would be called by the Board for the members to officially dissolve Club Milonga;
- (b) All assets pertaining to Club Milonga shall be used to pay any outstanding debts;
- (c) Depending on the members' decision, any remaining portion of Club Milonga's assets after remission of the Club's debts shall either:
 - Be retained for projects of the residual members who demonstrate willingness to administer the said funds for future social or charitable purposes;
 - Be given to a charitable organization proposed by the Board and accepted by the members; and
- (d) Notification of the disbursement of Club Milonga's assets will be publicized.

SECTION XIII

13.1 Amendments to By-laws

The Members may from time to time amend this by-law by sixty percent of the votes cast. The Board may from time to time in accordance with the Act pass or amend this by-law other than a provision respecting the transfer of a membership or to change the method of voting by members not in attendance at a meeting of members.

Enacted [*insert date, except where Corporation is deemed to have passed this by-law under Section 18(1) of the Act.*].

President

Secretary

APPENDIX 1

Official Address of Head Office

For the Fiscal Year of June 1, 2016 to May 31, 2017, the Head Office address is as follows;

235 Brookbanks Dr., apt. 310
North York, ON
M3A 2T7

The Club's permanent mailing address is:

Club Milonga
PO BOX 35013 RPO ELLERBECK
TORONTO, ON
M4K 3P5

APPENDIX 2

Club Milonga

PROXY FORM

(Use for Board Meetings, General Members' Meetings or Annual General Members' Meetings)

The undersigned member of Club Milonga, hereby appoints _____, or failing that person, _____, or alternatively, _____ who is a member of Club Milonga as the nominee of the undersigned to attend and act for and on behalf of the undersigned at the meeting of the members of Club Milonga to be held on _____, 20____, with the same power as if the undersigned were personally present at the said meeting without limiting the generality of the power hereby conferred, the nominee designated above has the discretionary authority to vote on such matters in accordance with the best judgment of such person or as per the Special Instructions provided below.

THIS PROXY IS SOLICITED ON BEHALF OF CLUB MILONGA. A MEMBER HAS THE RIGHT TO APPOINT A PERSON TO REPRESENT THEM AND TO ATTEND AND ACT FOR THEM ON THEIR BEHALF AT THE MEETING BY INSERTING THE NAME OF THEIR NOMINEE IN THE SPACE PROVIDED ABOVE.

DATED this ____ day of _____, 20____.

Member Signature: _____

Name of Member (Please print): _____

This proxy becomes void if the above signed opts to attend the meeting in person.

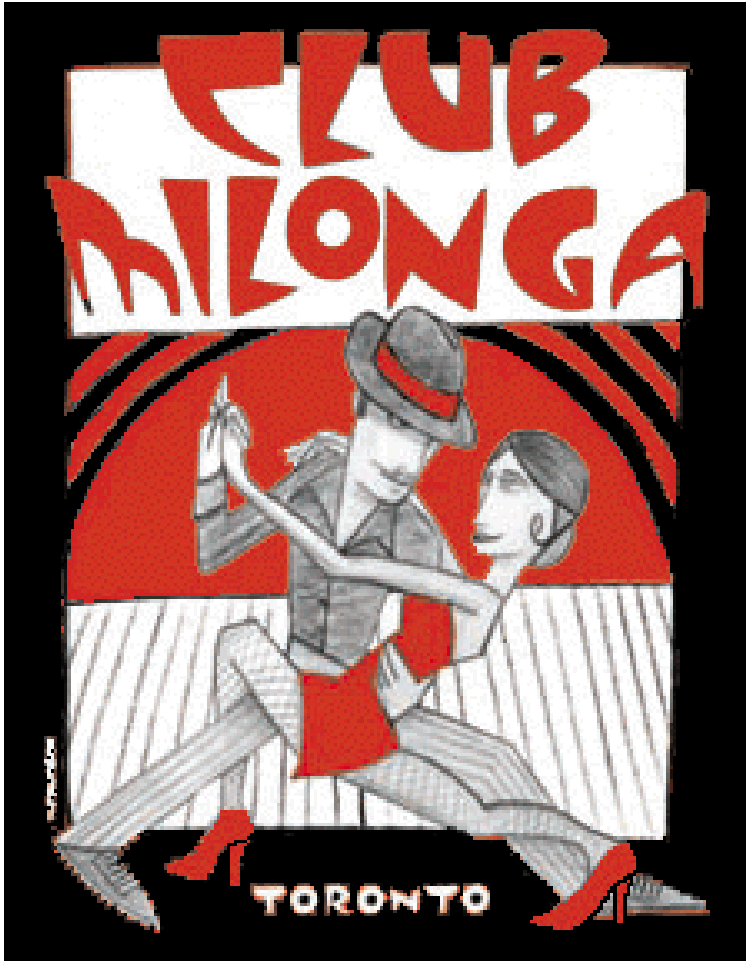
Special Instructions

- 1.
- 2.
- 3.
- 4.

APPENDIX 3

Club Milonga Logo

The logo of Club Milonga is adopted and is as follows;



Designed by Andrew Bee and is the property of Club Milonga.

APPENDIX 4 Directors Duties

6.1 President

The President will,

- ◆ Chair all Board Meetings, General Members' Meeting(s), and the Annual General Members' Meeting;
- ◆ Decide on the timing of presentation, discussion and decision-making on the motions at any meeting. Depending on the time available and relevance of the issue, decide to forward an item to the agenda of the next meeting;
- ◆ Work in conjunction with the Officers and have signing authority along with the Vice-President, and Treasurer;
- ◆ Prepare the agenda for Board Meetings and General Members' Meeting(s);
- ◆ Liaise with the administration of the venue (i.e. the church);
- ◆ Review and approve the website and any Club Milonga announcement emails, flyers posters, or banners;
- ◆ Assigns the music and approves the DJ for each event;
- ◆ Delegates duties and tasks, when necessary, to the Vice-President (such as responding to emails and other enquiries);
- ◆ Designate the responsibility to open and close the venue, hosting teachers, greeting the instructors, catering events, and communicating thanks to all;
- ◆ Oversee publicity, music, finances, instructors, and special events;
- ◆ Be the Public Relations Spokesperson to respond to and to give direction to the Board on all public relation issues;
- ◆ Upon leaving the office of President, pass all records (or a copy of the records), as defined in subsection 2.12 Retention of Records, to the new President; and
- ◆ Perform such other duties and functions as are consistent with the mandate of Club Milonga.

6.2 Vice-President

The Vice-President will,

- ◆ Work in conjunction with the Officers and have signing authority along with the President, and Treasurer, and perform such other duties and functions as are consistent with the mandate of Club Milonga;
- ◆ Work closely with the President in a training capacity, as the expectation is to become the President in the following or a subsequent year;
- ◆ As required, carry out the responsibilities of the President if the President is absent; such as chairing all Board Meetings, General Members' Meeting(s), and the Annual General Members' Meeting;
- ◆ Upon leaving the office of Vice-President, pass all records (or a copy of the records), as defined in subsection 2.12 Retention of Records, to the new Vice-President; and
- ◆ Perform any other occasional task delegated by the President.

6.3 Treasurer

The Treasurer will,

- ◆ Work in conjunction with the Officers and have signing authority along with the President, and Vice-President, and perform such other duties and functions as are consistent with the mandate of Club Milonga;
- ◆ Be accountable to the members and to the Board for Club Milonga's financial position;
- ◆ Perform all the bookkeeping, accounting, deposits, and banking;
- ◆ Provide the necessary information to the Board as they plan the budget;
- ◆ Prepare, or have prepared, the fiscal year-end statements (per Appendix 4 format) and present them to the Board, to have the auditor audit the accounts of Club Milonga, and present the audited fiscal year-end statements to the members at the Annual General Members' Meeting;
- ◆ Upon leaving the office of Treasurer, pass all records (or a copy of the records), as defined in subsection 2.12 Retention of Records, to the new Treasurer; and
- ◆ Perform any other occasional task delegated by the President.

6.4 Secretary

The Secretary will,

- ◆ Work in conjunction with the Officers, and perform such other duties and functions as are consistent with the mandate of Club Milonga;
- ◆ For Board Meetings, General Members' Meeting(s), and the Annual General Members' Meeting record the meeting minutes, complete meeting minutes, and publicize the meeting minutes;
- ◆ File and store the master copies of all the meeting minutes in a master binder;
- ◆ Also manage Club Milonga's correspondence and documentation, including the bylaws and Club Milonga records;
- ◆ Upon leaving the office of Secretary, pass all records (or a copy of the records), as defined in subsection 2.12 Retention of Records, to the new Secretary; and
- ◆ Perform any other occasional task delegated by the President.

6.5 Membership Secretary

The Membership Secretary will,

- ◆ Collect and collate all the data from the membership form, and prepare or provide weekly attendance list information;
- ◆ Provide the Board with membership statistics;
- ◆ Provide the President with and other member pertinent information (such as monthly birthdays);
- ◆ Upon leaving the office of Membership Secretary, pass all records (or a copy of the records), as defined in subsection 2.12 Retention of Records, to the new Membership Secretary; and
- ◆ Perform any other occasional task delegated by the President.

6.6 Program Director

The Program Director will,

- ◆ Be responsible to schedule, coordinate and liaise with the instructors, and negotiate the instructor fees as established by the Board;
- ◆ Communicating the schedule and the agreed instructor fees to the Board;

- ◆ Strive to achieve the goals of Club Milonga, established by the Board, with respect to instructors;
- ◆ Upon leaving the office of Program Director, pass all records (or a copy of the records), as defined in subsection 2.12 Retention of Records, to the new Program Director; and
- ◆ Perform any other occasional task delegated by the President.

6.7 Publicity Director

The Publicity Director will,

- ◆ Be responsible for the Marketing and Advertising of Club Milonga and to promote Club Milonga to other venues and to the general public locally, provincially, domestically, and internationally;
- ◆ Provide feedback to the President and to the Board on the comments and feedback received from other venues, the members, and the general public;
- ◆ Provide the President on an ongoing basis, an up-to-date list of tango events, tango workshops, etc. in the area or elsewhere;
- ◆ Upon leaving the office of Publicity Director, pass all records (or a copy of the records), as defined in subsection 2.12 Retention of Records, to the new Publicity Director; and
- ◆ Perform any other occasional task delegated by the President.