



UCWDC® CONFLICT/DUALITY OF INTEREST POLICY

Version 2.0

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1. INTRODUCTION

The United Country Western Dance Council® is an international organization which promotes Country-Western dance by producing festivals and competitions across the world. We host the annual Country Dance World Championships® for pro-am/pro-pro, couples, line dancers, and teams and we advocate “country” dancing as a social activity for people of all ages and abilities.

1.1 Purpose

Under the law, there is a Duty of Loyalty that requires a nonprofit organization to identify, clarify, and resolve Conflicts/Dualities of Interest among decision-makers. This Duty requires a UCWDC Event Director to act in the interests of the Organization and not from personal or third-party gain or financial enrichment, without recusing themselves from either influencing or affecting the discussion or decision in question. This policy specifies and facilitates the resolution of such conflicts/dualities of interest.

Central to the mission of the UCWDC and to the role of the Event Directors serving as the leadership is to maintain the autonomy and integrity of the Organization. To achieve this, the UCWDC must maintain its objectivity so that it is not influenced by corporate or other sources of income or influence in its philosophy, decision-making, or other actions. The UCWDC Event Directors should seek to engage in an activity that is free from real or apparent Conflicts/Dualities of Interest, or it is expected that they should individually and voluntarily exclude themselves from the activity.

Under this Policy, UCWDC Event Directors are discouraged from participating in decisions and activities where an outside interest affects the Event Director's loyalty to the Organization, and are encouraged to decline involvement where a Event Director's action could be seen as affecting the sanctioning of an Event in which the Director has a financial interest.

Any Conflict/Duality of Interest (CDOI) policies and guidelines contained herein shall define the level and/or continuation of involvement for a UCWDC Event Director, Officer, Committee Chair, Committee Member or representative of the UCWDC within internal Council business, or external business to other Organizations.

1.2 Policy's Intent and Limitations

It is the intention of the UCWDC that an actual or apparent conflict/duality of interest or commercial bias be avoided when any member of the UCWDC acts, speaks, represents, or participates in decision-making and policy generation on behalf of the UCWDC.

This policy does not intend to restrict a UCWDC Event Director in their outside roles as dancers, promoters, instructors, adjudicators, or other contest staff, etc., but does define when personal or professional interests and activities may be cause for a Event Director to withdraw from an active discussion or decision in play.

2. DEFINITION OF TERMS

2.1 Conflict/Duality of Interest

A Conflict/Duality of Interest is defined as a situation in which a Event Director as individual decision-maker has any impediment to being impartial and loyal to the Organizational question at hand, such as:



1. Having a personal, professional, or business-related responsibility or interest that may interfere with or supersede the interest or parameters of the decision in question, or
2. Having an actual and obvious conflicting duty to another entity where the individual's allegiance may be split between the UCWDC and another Organization.

2.2 Apparent Conflict/Duality of Interest

An apparent Conflict/Duality of Interest is defined as a situation in which an Event Director is seen as having a relationship that may cause an observer to question whether there is an impediment to impartiality with regard to the decision at hand.

3. CONFLICT/DUALITY RESOLUTION

For all Members of the General Council, Officers, Committee Chairs, and all members of committees, in the event of any actual or apparent Conflict/Duality of Interest related to service on behalf of the UCWDC, the individual must:

1. Publicly disclose the conflict/duality before the related discussion takes place, or as soon as it becomes apparent within the discussion that further involvement may become a conflict/duality,
2. Recuse and retire themselves from that part of the discussion, when so directed, or from the entire decision-making process if the conflict/duality continues to be an issue to that final point,
3. Absent themselves from voting on the related matter in question, when so directed, or from even being present during the discussion for where want of decisional freedom of dialogue is seen as needed.

4. UCWDC PROCESS

These principles are formulated in concordance with the goals defined in the UCWDC Mission Statement and with the Policies and Procedures and/or Bylaws of the UCWDC. This policy is implemented through the completion and regular updating of the Conflict/Duality of Interest Policy, and any Event agreement signed by the Directors.

4.1 UCWDC General Council

UCWDC Event Directors are identified under Article 4 of the UCWDC Bylaws.

1. The Conflict/Duality of Interest Loyalty agreement shall be distributed to all members of the Council at least thirty (30) calendar days before each General Council meeting, with the deadline for submission of the agreement being the hour of the Board of Directors meeting preceding the General Council meeting.
2. The Secretary will subsequently compile a list of CDOI Loyalty agreements, notating any Director's absent agreement, which the President will review prior to the start of the General Council's call to order, where said Directors must provide a signed agreement before they are counted as present.
3. Any conflict/duality pre-identified by an individual Director based on the pre-released meeting agenda and noted in the Loyalty agreement, shall be cause for the President to ask that Director to recuse themselves during any discussion and/or decision made on that particular meeting topic or issue.
4. A list of CDOI disclosures and withdrawals with specific details omitted may be shared with the Directors as the situation merits by the President following the conformation of the Quorum, or at the initial making of a motion on a topic or issue to begin the process of discussion leading to a decision.
5. The General Council minutes shall duly reflect this.



6. The Secretary is charged with collecting Loyalty forms and retaining them as an official record.
7. As a rule, the specific information contained within the Loyalty agreement will not be made public. Only the Board of Directors shall be privy to the details of the declarations.

It is expected that Event Directors review the pre-released agenda of the General Council meeting in advance so that they can fully declare and disclose verbally any actual or apparent conflict/duality of interest related to issues that come before the Council. It is further expected that, after disclosure and as directed, Event Directors shall recuse themselves from discussions and/or from voting on any such issues. In addition, after disclosure and as directed, Event Directors shall recuse themselves from discussion and/or voting on issues that occur spontaneously (e.g., as new business) for which they have any actual or apparent conflict/duality of interest.

4.2 UCWDC Committees

UCWDC Committees are identified in the UCWDC Committee Policy.

1. Following the same process outlined under Article 4.1 of this Policy, Committee Chairs and those participating in committee work are subject to the same signed Loyalty agreements that detail either in advance of committee business or as such business occurs, any CDOI issues, and such persons are then subject to the same disclosures and/or withdrawals as needed for whatever issue is at hand.
2. Once a CDOI disclosure and/or withdrawal occurs, the Committee Chair shall record the occurrence and submit the details with reference to the issue and its outcome to the UCWDC Secretary for the historical record. Again, only the Board of Directors shall be privy to the details of the occurrence.

The UCWDC encourages Event Directors to participate actively in other professional dance organizations and to develop mutually supportive collegial relationships with the dance industry. However, Event Directors should take heed of any observed activities that may give the appearance of a conflict/duality of interest.

5. EVENT DIRECTORS OF THE UCWDC

Event Directors and Officers of the UCWDC agree that their decisions and actions during Council business must be guided by the best interests and mission of the UCWDC. As Event Directors, these individuals should seek to engage in activities that are free from conflicts/dualities of interest or external influence or bias. To these ends, Event Directors are expected to conduct themselves as follows.

1. During their UCWDC participation, Directors should not hold office in another Organization whose missions and/or activities may constitute a Conflict/Duality of Interest with the UCWDC. If an Event Director seeks office in another Organization with the presumption that holding such office will not create a CDOI issue, that member should seek council with the UCWDC Ethics Committee to determine whether concomitant service to both organizations would constitute, or appear to constitute, a CDOI issue for the UCWDC.
2. During their UCWDC participation, Directors of the UCWDC are advised to consult with the UCWDC Ethics Committee on the possibility of actual or apparent CDOI issues that may arise from work within other dance Organizations in relation to their primary roles as member of the Council.
 - a. For example, when interacting with other dance entities/organizations, Member Directors are:
 - Permitted to participate as a Dance Instructor or Dance Pro,
 - Permitted to participate as a Dance Contestant,
 - Permitted to serve as Contest Staff,



- Prohibited from being another Organization's official Developer or Trainer of that Organization's standards and practices for Contest Staff (to include, but not limited to contest coordinator, judge, scoring director, scutineer, balloteer, floor coordinator, competition DJ, competition MC or contest invigilator),
 - Prohibited from being a Developer of another Organization's standards, policies, procedures, rules, bylaws, or other governance documentation,
 - Prohibited from serving as a Chair or Member of another Organization's advisory board.
3. UCWDC Event Directors are required to maintain the confidentiality of information that is deemed limited to the UCWDC Board of Directors, the General Council, and all committees and dealings of the UCWDC.

5.1 Nominees for UCWDC Office

Event Directors of UCWDC should assure the Council that they can act on behalf of the UCWDC, free from bias or unresolvable Conflict/Duality of Interest, prior to accepting nominations for and election to Officer status of the UCWDC. They must reveal all actual or apparent CDOI issues including duality of interest in their submitted material for publication as identified in the UCWDC Electoral Practices and Voting Policy.

5.2 Resign to Run and Dual Mandate

Once elected or appointed for an official UCWDC position, Event Directors are expected to serve for the duration of their term as defined by Bylaw or Policy. Nonetheless, vacancies in representation may, and do, occur. There are conditions relative to these vacancies that require the following definitions:

- a. **Definition: Resign-To-Run** is the condition that requires the current holder of an elected office or appointed committee chair to resign from that position before they can run for another elected position. This is distinct from a dual mandate prohibition, where a person must resign from their old position to assume the new position, rather than to run for the new position.
- b. **Definition: Dual Mandate** is the practice in which an elected official serves in more than one position simultaneously.

If an Event Director chooses to run for an elected position, they must first resign from their current position based on the following stipulations:

1. No elected official (President, VP Rules, VP Judge Certification, Treasurer, or Secretary), Ethics Committee chair, or Championships Director may qualify as a candidate for another elected position, if the term or any parts thereof run concurrently with each other, without resigning from the position they presently hold.
2. No Chair of the Financial Oversight Committee or UCWDC Accountant (if an Event Director) may qualify as a candidate for the position of Treasurer or Championships Director.
3. No Chair of the Line Dance, Music, or Education Committees may qualify as a candidate for the position of VP Rules or VP Judge Certification.
4. No elected official (President, VP Rules, VP Judge Certification, Treasurer, or Secretary) may serve in more than one elected position simultaneously.

The above does not stop Event Directors from running for other positions in UCWDC elections, as we do not want to prohibit people wishing to advance in the organization. It does allow the UCWDC to be proactive in filling vacancies or finding suitable replacements relative to any perceived or actual conflict/duality of interest.



6. CHAIRS AND MEMBERS OF COMMITTEES

The committees of the UCWDC carry out the work of the Organization on behalf of the Members. The distinct functions of the individual committees are formulated in concordance with the goals defined in the UCWDC Mission Statement and with the Policies and Procedures and Bylaws of the UCWDC.

1. Chairs and members of committees must assure that they act in these roles in a manner free from bias and that they resolve any Conflict/Duality of Interest issue or disclose such issue and then recuse themselves from related discussions, deliberations, and voting.
2. In calling (initiating) meetings or conference calls, committee chairs shall seek to issue agendas with ample time for members to review and disclose any actual or apparent CDOI issue with any identified agenda item. Members shall recuse themselves from discussing or voting on such items. In addition, chairs and members of committees shall recuse themselves from discussing and voting on items that occur spontaneously (e.g., as new business) for which they have any actual or apparent CDOI issue.
3. Committee Chairs, to the best of their ability, must ensure that all activities are planned and executed free from Conflict/Duality of Interest bias or influence.
4. Committee Chairs must strive to ensure that subsequent publications of UCWDC material are free from influence and unresolved Conflict/Duality of Interest issues and that they reflect a high-quality, peer-reviewed, and a balanced, big-picture viewpoint.
5. Nominations for UCWDC awards and/or Hall of Fame must be reviewed and found to be free from personal and external bias, and from actual or apparent Conflict/Duality of Interest. To that end, the Executive Committee of the Hall of Fame, which submits the nominee slate, should disclose to the UCWDC Executive Committee any potential CDOI issue, with regard to proposing a specific individual for nomination, or making a statement of recommendation, when having a close professional or personal relationship with said nominee. The member with an actual or apparent Conflict/Duality of Interest should recuse themselves from discussions regarding the nominated individual as well as from the vote involving that award.
6. Chairs and members of committees should maintain the confidentiality of the committee and the UCWDC.

6.1 Recommendations for Committee Chairs and Members

All members of UCWDC should ensure that they can act on behalf of the UCWDC, free from bias or any single unresolved or unresolvable Conflict/Duality of Interest, prior to accepting nominations for service as chairs, members of committees, or editors of the UCWDC publications. All actual or apparent CDOI issues if known must be disclosed prior to accepting service as a chair or member of a committee.

6.2 Ethics Committee

The Ethics Committee shall provide guidance for ethical issues regarding UCWDC Members, as identified under the UCWDC Ethics Complaint Process. The Committee may on its own initiative, or upon request by any UCWDC Officer or Event Director, review any Conflict/Duality of Interest disclosure or issue. The Committee will assist in the review of ethical concerns and questions raised by Officers, Event Directors, and Committees. Additional experts can be appointed to serve temporarily on the Ethics Committee on an Ad-Hoc basis, depending on the nature of the issue under consideration. This committee will further propose modifications to the Conflict/Duality of Interest policy on an as-needed basis.



7. ADOPTION OF THIS POLICY

Upon ratification and adoption of this Conflict/Duality of Interest Policy, the following conditions of procedural execution shall exist, subject to a time in the future when such conditions are no longer applicable:

1. Officers and Committee Chairs in office at the time of adopting this policy or subsequent revisions of the policy shall not be subject to retroactive application.
2. The qualification for service after the date of this Policy's ratification for all nominated Officers, Committee Chairs, and recommended committee members will be subject to these principles detailed herein.
3. To move toward compliance with the ethical guidelines and principles of UCWDC, at the time of adoption, the extant Event Directors, Officers, Committee Chairs, and committee members must review their ongoing external activities for compliance with this Policy. They should subsequently inform the UCWDC President of any instances of noncompliance and if merited, discuss with the UCWDC Board of Directors how these issues may be handled, subject to Ethics Committee review.
4. To ensure that future activities of the UCWDC can meet the CDOI standards contained herein for our Organization, it is recommended that the ethical implications of forming new relationships, beginning new ventures, and/or committing funding or resources of our Organization be reviewed by the Executive Committee, the General Council, and other relevant UCWDC committees, concomitant with any other aspects and implications of these ventures, to proactively determine where CDOI issues may arise.

END OF POLICY