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UCWDC® BYLAWS

Version 21.0



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1. UNITED COUNTRY WESTERN DANCE COUNCIL® (UCWDC)

The UCWDC is organized as a 501(c)(3) registered in the State of Pennsylvania, USA. No profits from its operations shall inure to the benefit of its members. If it is determined by the Board of Directors to dissolve the UCWDC, the Board of Directors shall be empowered after all debts and obligations are satisfied and unearned dues are returned to the membership to disburse such assets of the UCWDC which remain to any organization or organizations which the Board of Directors determines shall fulfill the objectives of further development of Country Dance in conjunction with the UCWDC's Mission and Vision statements.

2. UCWDC OFFICE

The registered office of the United Country Western Dance Council® (UCWDC) hereafter referred to as the "General Council" shall be 1219 West Trindle Rd, Mechanicsburg, PA., 17005, USA.

The mailing address of the General Council shall be determined by the current Secretary of the General Council. Said mailing address shall be in place and published to the Event Directors and Affiliate Managers within ten (10) days of election to office.

3. VISION STATEMENT

The UCWDC is inspired by the vision of a thriving global country dance community featuring a world-class competition circuit and a championship event on every continent.

4. MISSION STATEMENT

UCWDC oversees the largest competition circuit for country dance in the world, including partner and line dance styles. Our mission is to provide our members with the structure, tools, education, and support they need to thrive in our circuit.

This includes:

- Creating and maintaining world-class systems and processes including competition rules, judging standards, scorekeeping excellence, standardized music lists, and trustworthy data management.
- Providing education, training, and certification
- Providing Member Event Directors with a constellation of professional support
- Ensuring Associate Members have a consistent and transparent competition experience.

We are currently pursuing a goal to offer three continental Championships by 2033. This means increasing our capacity to deliver new Championship events in addition to the long-standing UCWDC Country Dance World Championships.

5. MEMBERSHIP

UCWDC Members include Sanctioned Events, Event Directors, Affiliate Events, Affiliate Managers, and Associate Members.

- 5.1 **Sanctioned Event** – is a Fully Sanctioned or Provisionally Sanctioned UCWDC Dance Event that is approved by the voting members, present or represented of the General Council. The General Council recognizes two types of Sanctioned Events: Voting and Non-Voting Events
 - 5.1.1 Voting Sanctioned Events: Each Fully Sanctioned Event, including a Fully Sanctioned Event consisting of more than one (1) Event Director, shall hold voting membership and cast only one (1) vote.
 - 5.1.2 Non-Voting Sanctioned Events: Each Provisionally Sanctioned Event, shall have no vote nor carry no vote proxy.
- 5.2 **Affiliate Event** – is a Fully Licensed or Provisionally Licensed UCWDC Affiliate Dance Event that is approved by the voting members, present or represented of the General Council.
 - 5.2.1 Affiliate Events shall not attend nor participate in General Council meetings.
 - 5.2.2 Affiliate Events shall have no vote nor carry a voting proxy.
- 5.3 **Event Directors** - are Directors of UCWDC Sanctioned events who have or share the direct responsibility, organization, and control of a Sanctioned Event. They have a seat on the General Council where they may contribute to the Board of Directors, Committees, and by voting. In turn, they leverage the UCWDC's brand; its robust systems and processes; and a constellation of professional support.
- 5.4 **Director Emeritus** - is the honorary title bestowed upon a UCWDC Event Director who was among the original founding members of the UCWDC, and/or has maintained continuous membership for a minimum of eight (8) years as a Fully Sanctioned Event Director, who has retired from UCWDC event production.
 - 5.4.1 A Director Emeritus who is approved by two-thirds (2/3) of the voting members, present or represented of the General Council, shall be invited to attend and participate in all General Council meetings.
 - 5.4.2 A Director Emeritus shall have no vote nor carry a voting proxy.
- 5.5 **Affiliate Manager** - are Managers of Affiliate UCWDC Events who have or share the direct responsibility, organization, and control of an Affiliate Event.
- 5.6 **Associate Member** – All who register and pay dues with the UCWDC shall be known as Associate Members.
 - 5.6.1 Associate Members shall not attend or participate in General Council meetings unless approved prior by the Board of Directors.
- 5.7 All Members of the UCWDC are expected to always comply with all applicable laws. The UCWDC reserves the right to exclude any person from any event for acting in violation of applicable law, or in disaccord with the UCWDC's Mission, Bylaws, and Policies and Procedures, as determined in the UCWDC's sole discretion.



6. MEMBERSHIP DUES

- 6.1 Annual Sanctioned Event membership dues shall be published and shall be fixed and reviewed from time to time by the General Council as outlined in the Council Financial Practices.
- 6.2 Annual Affiliate Event membership dues shall be payable in advance, published and shall be fixed and reviewed from time to time by the General Council as outlined in the UCWDC Financial Practices.
- 6.3 Event Directors shall receive a complimentary Associate Membership for the duration they are Directors with a Sanctioned UCWDC event.
 - 6.3.1 Event Directors may have their Associate Membership revoked by a vote of two-thirds (2/3) of the voting members, present or represented of the General Council.
- 6.4 Director Emeritus shall receive a complimentary lifetime Associate Membership.
 - 6.4.1 Director Emeritus may have their Associate Membership revoked by a vote of two-thirds (2/3) of the voting members, present or represented of the General Council.
- 6.5 Affiliate Managers shall receive a complimentary Associate Membership for the for the duration they are Managers with an Affiliate UCWDC event.
 - 6.5.1 Affiliate Managers may have their Associate Membership revoked by a vote of two-thirds (2/3) of the voting members, present or represented of the General Council.
- 6.6 Annual Associate Membership dues shall be published and shall be fixed and reviewed from time to time by the General Council as outlined in the UCWDC Financial Practices.

7. GENERAL COUNCIL MEETINGS

All General Council meetings of the Sanctioned Events and Event Directors shall be held at such time and place as determined by a vote of a majority of the Event Directors present at the previous General Council meeting. There shall be a minimum of one official General Council meeting held each fiscal year. The Sanctioned Events and Event Directors are entitled to vote shall, at their own discretion and as they deem necessary at that General Council meeting:

- 7.1.1 Sanction or License Dance Events and grant UCWDC Membership to the Event Directors.
- 7.1.2 Review, amend, suspend, revoke or apply conditions to the Sanctioned or Licensed status of existing Dance Events.
- 7.1.3 Review, amend or adopt any changes to the Rules and Scoring Formats or review and adopt any new Rules and Scoring Formats.
- 7.1.4 Review, amend or adopt any changes to Judge Certification and Education documentation or review and adopt any new Judge Certification or Education documentation.
- 7.1.5 Review, amend or adopt any changes to the Bylaws or Policies and Procedures and review and adopt new Bylaws or Policies and Procedures.
- 7.1.6 Review, amend or adopt any changes to the Financial Practices and review and adopt any new Financial Practices. Set, review, amend or adopt budgets and financials for the current fiscal year.
- 7.1.7 Review, amend or adopt any changes or new documentation produced and official reports of the Officers, Directors and Committees, and Regional Representatives.

- 7.1.8 Select the Event Director, host city, host venue and date of any Continental Championship and Country Dance World Championship event for forthcoming years. Review, amend or adopt financials and reports from the immediate past event.
- 7.1.9 Elect Officers, Board of Directors, and Ethics Committee.
- 7.1.10 Transact other business as it may properly be brought before the meeting.
- 7.2 Special meetings of the General Council may be called at any time by the written request of either the President, the Board of Directors or by petition signed by a minimum of ten (10) Fully Sanctioned Events. Said petitions shall be addressed to the Secretary and shall state the general purpose of the proposed meeting. Upon receipt of any such request or petition, it shall be the duty of the Secretary to call a Special meeting of the General Council to be held at a time not less than thirty (30), nor more than sixty (60) calendar days thereafter as outlined in the Policies and Procedures Manual.
- 7.3 Written notice of all meetings must be provided to the attendees identified in the Policies and Procedures Manual, stating the time, date, place, and purpose, at least twenty-five (25) calendar days before such a meeting via email identified in the official List of Directors maintained by the Secretary.
- 7.4 Procedures for the conduct of meetings of the General Council, Board of Directors or any committee shall follow Roberts Rules of Order.
- 7.5 All Directors, present or not at a General Council meeting at which action on any matter is taken shall be presumed to have assented to the action taken unless their dissent shall be entered into the minutes of the meeting or unless they shall file their written dissent to such action with the person acting as the Secretary of the meeting before the adjournment thereof.
- 7.6 The Secretary or other person(s) designated by the chair of the meeting may make such recordings of the meeting, written, electronic, or otherwise, as they deem advisable to assist them in the preparation of minutes.

8. QUORUM of GENERAL COUNCIL MEETINGS

- 8.1 Two Thirds (2/3) of the Fully Sanctioned Events entitled to vote present in person, by proxy, or by approved communications equipment at the Call to Order of any meeting of General Council shall be considered present and constitute a quorum for purposes of considering matters.
- 8.2 The Fully Sanctioned Events entitled to vote present or represented, at a General Council meeting can continue to do business until adjournment, notwithstanding the withdrawal of enough Fully Sanctioned Events entitled to vote to leave less than a quorum.

9. VOTING RIGHTS and TRANSFERS

- 9.1 At every General Council meeting, every Fully Sanctioned Event in good standing present or represented shall have the right to one (1) vote except no Fully Sanctioned Event shall have more than one (1) vote.
 - 9.1.1 No Fully Sanctioned Event who has either resigned, been suspended or had their membership terminated, shall be entitled to vote.
 - 9.1.2 Any Fully Sanctioned Event entitled to vote which consists of more than one Director shall have only one (1) vote and carried by the Majority Event Director unless assigned by proxy. If two or more Directors included in one Fully Sanctioned Event cast differing votes on the same matter, then only the Majority Event Director's vote shall be counted.
- 9.2 When any General Council meeting has a quorum, the majority of the votes cast by Fully Sanctioned Events entitled to vote, present or represented, shall decide any question brought before such meeting, unless the question is one for which, by express provision of these Bylaws, a different vote is required.
 - 9.2.1 In the case of any tied vote, the President shall cast the deciding ballot, which may be in addition to any vote cast.
 - 9.2.2 In the case of a tied vote for election of Presidential office where the incumbent President is running for re-election, the Vice President of Judge Certification shall cast the deciding ballot, which may be in addition to any vote cast.
- 9.3 Upon request made by an Event Director regarding any business of the General Council, before the voting begins, the vote shall be by secret ballot.
- 9.4 The General Council may not entertain, discuss or vote to change ownership percentage status of any event unless all the paperwork is submitted in accordance with the Policies and Procedures Manual. Any change of ownership status has to be approved by Two Thirds (2/3) vote of Fully Sanctioned Events present or represented.
 - 9.4.1 In the case of a Majority Director change in ownership, the status of the event automatically reverts to First Year Provisional Sanctioning unless a Two Thirds (2/3) vote of Fully Sanctioned Events present or represented agrees to another status.
- 9.5 In order to be a Sanctioned Event of the UCWDC the Majority Event Director of the event must own a minimum fifty-one percent (51%) share. A Minority Event Director of the event must own a minimum five percent (5%) share.
 - 9.5.1 No Sanctioned Event may have more than four (4) Event Directors.
 - 9.5.2 Upon receipt of official Proxy, a Majority Event Director may permit their vote to be cast by any one of their fellow Minority Event Directors.

10. PROXIES

- 10.1 Every Fully Sanctioned Event entitled to vote at any General Council meeting may authorize another Fully Sanctioned Event to act for them by proxy.
 - 10.1.1 No Fully Sanctioned Event may carry more than one (1) proxy at a time.
 - 10.1.2 Every proxy shall be executed in writing by the Majority Event Director of the Fully Sanctioned Event or their duly authorized attorney-in-fact and filed with the Secretary of the Council.
 - 10.1.3 A proxy shall be revocable at shall, notwithstanding any other agreement or any provision in the proxy to the contrary, but the revocation of a proxy shall not be effective until notice thereof has been given to the Secretary of the Council.
 - 10.1.4 No proxy shall be valid past the adjournment of the current General Council meeting from the date of its execution. A proxy shall not be revoked by the death or incapacity of the maker, unless before the vote is counted or the authority is exercised, written notice of such death or incapacity is given to the Secretary of the Council.
- 10.2 A proposal, motion or other matter approved by Fully Sanctioned Events entitled to vote at a General Council meeting or by written consent in accordance with the provisions of these Bylaws, that subsequently requires Events to tender monies, monetary instruments or funds to the General Council, shall be legally binding upon all Sanctioned Events.

11. RECORD DATE

The Board of Directors may fix a time, not less than thirty (30) calendar days prior to the date of any General Council meeting, as a record date for the determination of the Event Directors entitled to notice of any such meeting.

12. VOTING LISTS

The Secretary of the Council shall make at least five (5) calendar days before each General Council meeting, a complete list of the Fully Sanctioned Events entitled to vote at the meeting, with their addresses, which shall be kept on file with the official records of the General Council and shall be subject to inspection by any Event Director.

13. ATTENDANCE at MEETINGS

- 13.1 All Directors elected to a current position as an Officer of the Council shall be required to attend each General Council meeting in person, unless said meeting is conducted entirely by electronic means.
- 13.2 The Board of Directors shall have the authority, in its sole discretion, to excuse absence or allow virtual attendance.
- 13.3 In the event any Officer fails to meet the attendance requirement of this Section, the President, with the concurrence of a majority of the Board of Directors, may remove such Officer from their position and declare that Officer's position to be vacant.



14. CONSENT of MEMBERS in LIEU OF MEETING

Any action required to be taken at a General Council meeting, may be taken without a meeting, if the action being voted upon is clearly worded in an electronic vote as identified in the Policies and Procedures manual.

15. BOARD OF DIRECTORS

- 14.1 The Board of Directors is the governing body of the United Country Western Dance Council (UCWDC) who have been elected by the voting members of the General Council to govern the business and affairs of the organization within the best interests of the Event Directors. The Board of Directors may exercise all the powers of the General Council and do all such lawful acts as are not by statute or by the Articles of Incorporation or by the Bylaws directed or required to be exercised and done by the General Council. The Board of Directors shall actively further the Vision and Mission of the Council.
- 14.2 The Board of Directors shall consist of the current elected Council Officers, the two (2) immediate past Presidents, two (2) elected Director At Large in North America, one (1) elected Director at Large in Europe and one (1) elected Director at Large in Asia. Each Director shall serve until their successor shall be elected.
- 14.3 One half (1/2) of the elected positions of the Board of Directors, shall be elected at each fall General Council meeting as outlined in the Policies and Procedures Manual.
- 14.4 Vacancies in the elected positions of the Board of Directors may be filled by an eligible Event Director, as outlined in the Policies and Procedures manual by a vote of the Board of Directors. If the Vacancy is not filled by the Board of Directors within thirty (30) calendar days a formal election shall be called.

16. BOARD OF DIRECTOR MEETINGS

- 15.1 **Orientation Meeting:** An orientation meeting of each newly elected Board of Directors shall be held immediately following the General Council meeting at which such Directors were elected without the necessity of notice to such Directors to constitute an appropriately convened meeting, or they may meet at such time and place as may be fixed by the Board of Directors.
- 15.2 **Regular Meetings:** All meetings of the Board of Directors may be held at such times and places as may be specified by the notice thereof. Notice of regular meetings of the Board of Directors shall be given to each Board member at least five (5) calendar days before each meeting either personally or by electronic means. Board members may participate in any meeting of the Board, or of any Committee thereof, by electronic means provided all persons participating in the meeting can hear each other.
- 15.3 **Special Meetings:** Notice of Special meetings of the Board of Directors may be called by the President and shall be given to each Board member at least five (5) calendar days before each meeting either personally or by electronic means. Special meetings shall be called by the President in like manner and on like notice upon the written request of seven (7) Directors. Special meetings of the Board of Directors shall not be called for issues pertaining to Sanctioning.



- 15.4 A quorum for the transaction of any business by the Board of Directors shall consist of seven (7) Board members of which at least one shall be the President or a Vice President. Any act approved by the vote of a majority of the Board members present or accounted for at any meeting at which a quorum is present shall be the act of the Board of Directors, except as may be otherwise specifically provided by statute or by the Articles of Incorporation or by the Bylaws. If a quorum is not present at any meeting of the Directors, the Board members present may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present.
- 15.5 A Member of the Board who is present at a meeting of the Board of Directors at which action on any matter is taken shall be presumed to have assented to the action taken unless their dissent shall be entered into the minutes of the meeting or unless they shall file their written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof.
- 15.6 The secretary or other person(s) designated by the chair of the meeting may make such recordings of the meeting, written, electronic, or otherwise, as they shall deem advisable to assist them in the preparation of minutes. Such recordings shall be managed, stored and discarded as identified in the Policies and Procedures manual.

17. INFORMAL ACTIONS of the EVENT DIRECTORS

No member of the General Council may bind the Council by signing any contract without the prior approval and consent of the General Council or Board of Directors.

18. OFFICERS

- 18.1 **Election:** The Officers of the General Council shall be elected by the Fully Sanctioned Events entitled to vote at the General Council meeting and shall be the President; Vice President, Judge Certification; and Vice President, Rules; Secretary, Treasurer, and Directors at Large. Said officers shall be elected to the Board of Directors from among eligible members of the General Council and shall serve a term of two (2) years.
- 18.1.1 **President,** The President shall preside at all meetings of Event Directors; shall be an ex-officio member of all committees; shall have general supervision of the business of the General Council; shall see that all orders and resolutions of the Board of Directors are put into effect, subject, however, to the right of the Board of Directors to delegate any specific powers to any other officer or officers of the General Council; shall execute bonds, mortgages and other contracts requiring a seal, under the seal of the General Council, except where required or permitted by law to be otherwise signed and executed and except where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other officer or agent of the General Council. Except as expressly provided in the Bylaws as outlined in the Policy and Procedure manual, the President shall appoint committee members as needed.

18.1.2 **Vice Presidents**

18.1.2.1.1 **Vice President Judge Certification**, in the absence or disability of the President, shall perform the duties and exercise the powers of the President, shall serve as the Judge Certification Committee Chair and shall perform such other duties as may be assigned to them by the General Council or Board of Directors.

18.1.2.1.2 **Vice President Rules**, in the absence or disability of the President, and the Vice President, Judge Certification shall perform the duties and exercise the powers of the President, shall serve as the Rules Committee Chair and shall perform such other duties as may be assigned to them by the General Council or Board of Directors.

18.1.2.1.3 In the absence or disability of the President, the Vice President, Judge Certification, and the Vice President, Rules, the Board of Directors shall designate a member of the Board of Directors to perform the duties and exercise the powers of the President.

18.1.3 **Secretary**, The Secretary shall attend all meetings of the Board of Directors and of the General Council and keep accurate records thereof kept for that purpose; shall give, or cause to be given the required notice of all meetings of the General Council and of the Board of Directors; shall keep in safe custody the corporate seal of the General Council, and affix the same to any instrument requiring it, and when so fixed, it should be attested by their signature or the signature of the Treasurer; shall keep accurate membership lists of the General Council, in which shall be recorded the names and addresses of all members and the status and attendance record of each; and shall perform such other duties as may be assigned to them by the General Council, Board of Directors or President.

18.1.4 **Treasurer**, The Treasurer shall be an insured position, authorized to investigate and audit all financial procedures; shall, unless otherwise designated by the General Council or Board of Directors, receive all money paid to the organization, make receipt for all funds received by them and deposit same to the credit of the organization in such bank or banks as may be designated by the General Council or Board of Directors; shall pay all bills and accounts against the organization by warrants drawn upon the funds of the organization, and signed by them; shall keep a full account of all funds received and paid out and render an account thereof to the General Council or Board of Directors at any General Council meeting; shall have the right to affix the corporate seal to any instrument requiring it, and to attest to the same by their signature; and if so required by the Board of Directors, they shall give bond in such sum and with such surety as the General Council or Board of Directors may from time to time direct.

18.2 **Directors at Large**

18.2.1 Directors at Large shall be members of the Board of Directors, providing input on key decisions, and contributing expertise or guidance on matters relevant to the organization's vision, mission and objectives.



18.3 **Regional Representatives**

18.3.1 The President shall appoint Regional Representatives, as required who are Event Directors in good standing. Regional Representatives shall be responsible for such regional activities and other functions within their area as outlined in the Policies and Procedures manual or assigned by the President.

18.4 **Expenses:** Reimbursement for expenses incurred by members of the Board of Directors or the General Council shall be in accordance with the Financial Practices.

18.5 **Removal and Vacancies:** The General Council or Board of Directors may remove any officer or agent elected or appointed at any time and within the period, if any, for which such person was elected or appointed whenever it is in the best interest of the organization.

19. **COMMITTEES**

Committees may be recommended by the General Council, Board of Directors or President to carry out specific duties related to doing business as the United Country Western Dance Council. Committees are governed by these Bylaws and through the Policies and Procedures manual. There are three (3) types of committees. Standing Committees, Sub-Committees of the Standing Committees and Ad-Hoc Committees.

19.1 **Standing Committees**

19.1.1 **Judge Certification Committee**

19.1.1.1 Contest Coordinator Sub-Committee

19.1.1.2 Judge Educators and Examiners Sub-Committee

19.1.2 **Rules Committee**

19.1.2.1 Music Sub-Committee

19.1.2.2 Line Dance Sub-Committee

19.1.2.3 Scoring Sub-Committee

19.1.2.4 Syllabus Sub-Committee

19.1.3 **Strategic Communications Committee**

19.1.4 **Financial Oversight Committee**

19.1.5 **Ethics Committee**

19.1.6 **Bylaw and Policies Committee**

19.1.7 **Education Committee**

19.1.8 **Hall of Fame Committee**

19.1.9 **Event Application Committee**

20. **ANNUAL REVIEW or AUDIT**

Either a review or an audit of the books and accounts of the Council shall be made by an independent auditing firm that shall be engaged by and be responsible to the Board of Directors if such review or audit is determined to be advisable by a vote of the General Council. The auditing firm shall be selected by the Board of Directors.



21. PROFESSIONAL SERVICES

The Board of Directors may engage independent legal representation; any such individual or firm engaged by the Board of Directors shall be responsible to the Board of Directors.

22. LOGO and TRADEMARKS

- 22.1 The Logo, Trademarks, Trade Names and Service Marks of the Council are the exclusive property of the Council.
- 22.2 Each Event shall be allowed to use, advertise and display the Logo, Trademarks, Trade Names and Service Marks of the Council in conjunction with the promotion of each Sanctioned or Licensed Affiliate Event held by an Event Director or Affiliate Manager.
- 22.3 The Logo, Trademarks, Trade Names and Service Marks of the Council may be used only in the manner specified by the Council and then only in their current original and unaltered form(s) as identified in the policies and Procedures manual.
- 22.4 The use of the Logo and Trademarks of the Council by either any non-members that have not been Sanctioned or Licensed as Affiliates by the General Council shall be prohibited. The General Council shall exercise every right and privilege under the law to prevent alteration and/or unauthorized use of its Trademarks, Trade Name, Service Marks and Logo and shall actively seek penalties and damages if such Marks and Logos are used or altered without the express written consent of the General Council.
- 22.5 The Council shall require Events to enter into a written agreement relating to the use of the Council's Logo, Trademarks, Trade Names and Service Marks, in form and substance satisfactory to the Board of Directors.
- 22.6 Provisionally Sanctioned Events must include the following phrase on all event marketing: "A (First Year/Second Year) UCWDC Provisionally Sanctioned Event."
- 22.7 Provisional Licensed Affiliate Events must include the following phrase on all event marketing: "A (First Year/Second Year) UCWDC Provisionally Licensed Affiliate Event". Placement points and Country Dance World Championships eligibility shall not be awarded.

23. SANCTIONING AND LICENSING

- 23.1 Events which desire to be Sanctioned or Licensed shall be determined at the discretion of the General Council as governed by these Bylaws and the Policies and Procedures manual.
- 23.2 All Sanctioning or Licensing votes shall be by two-thirds (2/3) of the voting members of the General Council or Board of Directors.
- 23.3 Sanctioned and Licensed events must use the current United Country Western Dance Council Rules and Scoring Format in their entirety without alteration or deviation in any manner whatsoever at Events. Not all Regional Events are required to offer all divisions.



- 23.4 Sanctioned and Licensed events must submit their required properly completed one-step report, judge selection report and event results within ten (10) calendar days after the conclusion of their event based on the Event Reporting Policy. If the Event reports are not received the General Council shall review at the next scheduled General Council meeting to determine an appropriate course of action.
- 23.5 Sanctioned and Licensed events must seek out and use the highest caliber of Council Certified Judges available. The Judge Certification Committee shall maintain a current list of all certified judges and their respected level and status.
- 23.6 Sanctioned and Licensed events shall ensure that all planned portions of the event are delivered to an acceptable standard, and that all awards, debits and contractual agreements are fulfilled in a timely manner as identified in the Policies and Procedure manual.
- 23.7 In the spirit and best interest of Country Dancing and the good names and reputations of fellow Event Directors, each Event Director shall make every possible effort to support the Council and their fellow Events.
- 23.8 The General Council shall maintain and publish a schedule of Sanctioned and Licensed Affiliate events for the current dance calendar year including all Championship events.
- 23.9 **Time and Distance:** Adding events to the schedule of Sanctioned or Licensed Affiliate events.
- 23.9.1 No Fully or Provisionally Sanctioned event can be added to the Schedule of Sanctioned or Licensed Affiliate events if the location of the proposed event is within an existing Sanctioned Event's "Restriction Zone."
- 23.9.2 All Sanctioned Event's "Restriction Zone" is defined as:
- 23.9.2.1 500 miles (805 km) if the proposed event is scheduled within 8 weeks;
 - 23.9.2.2 400 miles (644 km) if the proposed event is scheduled within 10 weeks;
 - 23.9.2.3 300 miles (483 km) if the proposed event is scheduled within 12 weeks;
 - 23.9.2.4 200 miles (322 km) if the proposed event is scheduled within 14 weeks
 - 23.9.2.5 No Event shall be added to the Schedule of Sanctioned or Licensed Affiliate events if it is within 100 miles (161 km) of a Sanctioned Member's Event within the same country, at any time.
- 23.9.3 A Mile is defined as the straight-line distance between the Sanctioned Member Event facility address and proposed event facility address. If the competition venue is separate from the accommodations venue, the venue in which the competitions are held shall be identified as the facility address.
- 23.10 No Fully or Provisionally Licensed Affiliate event can be added to the Schedule of Sanctioned or Licensed Affiliate events if the location of the proposed event is within 250 miles (402 km) of a Sanctioned event or Licensed Affiliate event at any time.
- 23.11 Sanctioning shall not be granted to more than two (2) Sanctioned or Licensed events on the same weekend on the same continent. In the event of a Sanctioned event wanting those dates, Licensed Affiliates must move off that date pending venue contracts.

- 23.12 No Event Director may move a Sanctioned or Licensed Affiliate event to a new location unless all of the conditions set forth in Article 22 are met.
- 23.13 Applicants who wish to add a Sanctioned or Licensed Affiliate event to the Schedule of Sanctioned or Licensed Affiliate events shall apply to the Council for Provisional Sanctioning or Licensing as outlined in the Policies and Procedures manual.
- 22.13.1 The application shall be published, and the fees shall be fixed and reviewed from time to time by the General Council as outlined in the Council Financial Practices.
- 23.14 **Attendance of Official Observer**
- 23.14.1 All Provisionally Licensed Affiliate events must be attended by an Official Observer as outlined in the Policies and Procedures manual. The Official Observer shall be limited to serving as an Official Observer for a maximum of four (4) Provisionally Licensed Affiliate events.
- 23.14.2 All Provisionally Sanctioned events must be attended by an Official Observer as outlined in the Policies and Procedures manual. The Official Observer of a Provisionally Sanctioned event must be from a different region and shall be limited to serving as an Official Observer for a maximum of two (2) Provisionally Sanctioned events.
- 23.14.3 Any changes in event sanctioning or licensing status as determined by the General Council, an Official Observer shall be assigned in accordance with the conditions of a Provisional event.
- 23.14.4 The Official Observer shall have unrestricted access to witness any and all meetings and/or activities conducted at the event. The Official Observer duties and restrictions shall be as outlined in the Policies and Procedures manual.
- 23.14.5 The Official Observer shall be invited to attend the event at the expense of the event. By accepting Provisional Sanctioning or Licensing, the event agrees to arrange for, and pay for, or reimburse the Official Observer for all reasonable and properly expenses.
- 23.14.6 The role of the Official Observer shall be to collect and report data about the operation of the event and its success in meeting the criteria set by the General Council for admission as set forth within the Policies and Procedures manual.
- 23.15 If, by a vote of two thirds (2/3) of the Fully Sanctioned events present or represented, a Provisionally Licensed Affiliate event meets all of the criteria necessary for acceptance by the Council, the event shall be deemed to have their event status changed from a First Year Provisionally Licensed event to a Second Year Provisionally Licensed event or from a Second Year Provisionally Licensed event to a Fully Licensed UCWDC Affiliate Event of the Council
- 23.16 If, by a vote of Two Thirds (2/3) of the Fully Sanctioned events present or represented, the Provisionally Sanctioned event meets all of the criteria necessary for admission to the Council, the event shall be deemed to have their event status changed from a First Year Provisionally Sanctioned event to a Second Year Provisionally Sanctioned event or from a Second Year Provisionally Sanctioned event to a Fully Sanctioned Event.

- 23.17 All Sanctioned and Licensed Affiliate Events and their directors shall be subject to Review on an annual basis to ensure that the Council standards, ethics and procedures are being followed in their entirety and that the event and its director continues to be of the highest quality.
- 23.17.1 It is the responsibility of any impacted Event Director to bring all matters that would be deemed infractions of the Bylaws or Policies and Procedures to the attention of the Council.
- 23.17.2 Each Review shall take place at the General Council-meeting and a vote of confidence shall be taken to either continue Full Sanctioning or Licensing, change the event's Sanctioned or Licensed Affiliate status to Provisional Sanctioning or Licensing until defined actions are taken on identified problems, or to revoke Sanctioned or Licensed Affiliate status as referenced herein.
- 23.18 Fully Sanctioned or Licensed Affiliate events shall be reviewed at the next Council meeting, as outlined in the Policies and Procedures Manual, regardless of whether the Event Director is present.
- 23.19 Regardless of provisions and requirements provided elsewhere in these Bylaws, Sanctions and Licenses may be reduced, revoked, suspended, or transferred; or conditions for continued Sanctioning or Licensing may be imposed, for any reason deemed to be in the best interest of the Council by a vote of Two Thirds (2/3) of the Member Events present or represented entitled to vote.
- 23.20 **Good Will:** All Event Directors agree to help promote and support every other Sanctioned and Licensed Affiliate event within their means.
- 23.21 **Conflict or Duality of Interest:** Any Event Director, Affiliate Manager or through their relation as outlined in the Policies and Procedures manual who hosts, runs, organizes or presents a competitive Country Dance Event which is affiliated in any way with any organization that has a continental or world status, or which bestows any continental or worlds title shall be deemed to have created a conflict-of-interest with the UCWDC and upon the consent of a two-thirds (2/3) majority of the Fully Sanctioned events entitled to vote, present or represented, said Events sanctioning and/or licensing for all their UCWDC events shall be revoked and their Associate Membership shall be immediately forfeited.

24. REGIONS

The Sanctioned Member Events shall approve the formation of Regions of the Council, within specified geographic areas, as outlined in the current Policies and Procedures manual. Each Region shall be governed by these Bylaws.

25. COUNTRY DANCE POINTS CHAMPIONSHIPS

The United Country Western Dance Council maintain and publish Points Championships as outlined current Policies and Procedures manual.



26. CHAMPIONSHIP EVENTS

- 26.1 Continental or World Championship events shall be held each year to determine the winners and bestow upon them the title of "County Dance Continental Champion" or "Country Dance World Champion"
- 26.2 Continental Championship events date and location shall be determined by the General Council a minimum of two (2) years in advance.
- 26.3 World Championship events shall take place at some time after the last event in the current year's Schedule of Sanctioned events. World Championship events date and location shall be determined by the General Council a minimum of two (2) years in advance.
- 26.4 Championship events shall not be considered to be a Sanctioned or Licensed Affiliate event and shall not be subject to any of the geographical, time or other restrictions or requirements set forth herein.
- 26.5 No Event Director may host, work, promote or produce a competition, workshop or dance event of any kind that is held the same weekend as a Championship event except when the Worlds Championships falls on New Year's Eve.
- 26.6 Championship events shall be managed by the Continental or Worlds Director contracted by the Council. The Council shall bear the final responsibility, risk and rewards of all Championship events.

27. GROUP BENEFIT PROGRAMS

- 27.1 All Event Directors shall be eligible to participate in group insurance programs as may be established by the United Country Western Dance Council.
- 27.2 All Sanctioned events shall be eligible to participate in group event sponsorship programs as may be established by the United Country Western Dance Council.
- 27.3 All Sanctioned Events shall be eligible to participate in group flight programs as may be established by the United Country Western Dance Council.

28. DUES, SUSPENSION and TERMINATION

- 28.1 Annual event membership dues shall be assessed, payable in advance, and shall be fixed and published from time to time by the Board of Directors. Dues must be paid in full by January 31st for the next calendar year. Sanctioned or Licensed affiliate events delinquent after this date shall subject to late fees and possible suspension as determined by the General Council.
- 28.2 The General Council or Board of Directors may revoke or suspend any Sanctioned or Licensed Affiliate event, at any time, when it is in the best interests of the Council. The Associate Membership of any Event Director whose event status is revoked or suspended shall be revoked or suspended simultaneously.



- 28.3 In the case of suspension, the Sanctioned or Licensed Affiliate events rights associated with membership in the Council shall cease until such suspension is lifted by the General Council or Board of Directors.
- 28.4 Sanctioned or Licensed Affiliate events may notify the Secretary in writing of their resignation, effective on the date so stated. Upon the resignation, termination or suspension of any event, the event shall cease to have any rights associated with membership in the Council (including voting rights).
- 28.5 If, by a vote of two thirds (2/3) of the Fully Sanctioned events present or represented a Sanctioned or Licensed Affiliate event status is suspended then the Sanctioned or Licensed Affiliate event status shall only be restored by a vote of the same proportion.
- 28.6 Any Sanctioned or Licensed affiliate event who resigns, is suspended or terminated shall immediately surrender to the Council, and cease and desist from any use of, all decals, emblems, logos, trademarks, service marks, trade names and other property of the Council as outlined in the Policies and Procedures Manual.

29. FINANCIAL REPORTS to EVENT DIRECTORS

Business Statement. The Treasurer and Certified Public Accountant (CPA) shall present at each General Council meeting a full and complete statement of the business and affairs of the Council for the preceding year.

30. CHECKS AND NOTES

All checks or demands for money and notes of the Council shall be signed by such Officer or Officers, or such other person or persons as the Board of Directors may from time to time designate, in addition to the power of the Treasurer.

31. FISCAL YEAR

The fiscal year of the Council shall be the calendar year. If necessary, the fiscal year may be changed by resolution of the Board of Directors.

32. SEAL

The Corporate seal shall have inscribed thereon the name of the Council, the year of its organization and the words "Corporate Seal, Pennsylvania". Said seal may be used by causing it or a facsimile thereof to be impressed or affixed or in any manner reproduced.

33. NOTICES AND WAIVERS THEREOF

- 33.1 Whenever, under the provisions of the Pennsylvania statute or of the Articles of Incorporation or of these Bylaws, written notice is required to be given to any person, it may be given to such person either personally or by sending a copy thereof by mail, courier or email.
- 33.2 Any notice of a meeting of the General Council Board of Directors or any Committee shall be in writing and may be given either personally, or by sending a copy thereof by mail, courier or email.
- 33.3 Any notice required to be given to any person may be waived in writing signed by the person entitled to such notice whether before or after the time stated therein. Attendance of any person entitled to notice, whether in person or by proxy, at any meeting shall constitute a waiver of notice of such meeting, except where any person attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened. Where written notice is required of any meeting, the waiver thereof must specify the purpose only if it is for a special meeting of the General Council.

34. AMENDMENTS

- 34.1 These Bylaws may be altered, amended or repealed by a majority vote of the Fully Sanctioned events present, in person or represented and entitled to vote thereon at any regular or special meeting duly convened after notice to the Sanctioned events of the purpose and after the proposed amendment(s) shall have been twice presented to and approved by the Fully Sanctioned events.

35. LEGAL MATTERS

- 35.1 An Event Director of the Council shall not be personally liable as such for monetary damages (including, without limitation, any judgment amount paid in settlement, penalty, punitive damages or expense of any nature (including, without limitation, attorneys' fees and disbursements)) for any action taken, or any failure to take any action, unless the Event Director has breached or failed to perform the duties of their office under the Articles of Incorporation, these Bylaws or applicable provisions of law, and the breach or failure to perform constitutes self-dealing, selfless misconduct or recklessness.
- 35.2 In the event any litigation or other proceeding is commenced by any Member(s) against the Council or The Board of Directors or any Committee, then (a) if the court or other adjudicative body does not find in favor of the complaining Member(s) such Member(s) shall reimburse the Council, Board or Committee, respectively, for all costs and disbursements of counsel and other expenses incurred in investigating and defending such litigation or proceedings. or (b) if the court or other adjudicative body finds in favor of the complaining Member(s), then each party shall bear its own legal and other expenses in connection with investigating and prosecuting, defending such litigation or proceeding.

END OF BYLAWS

| REVISIONS | | | | | |
|----------------------|----------------------|------------------------|------------------------|----------------------|-------------|
| Date | Created by | Checked by | Approved by | Effective date | Version |
| | | | General Council | Oct. 02, 1990 | 1.0 |
| | | | General Council | Apr. 16, 1991 | 2.0 |
| | | | General Council | Mar. 14, 1992 | 3.0 |
| | | | General Council | Jul. 27, 1992 | 4.0 |
| | | | General Council | Sep. 12, 1992 | 5.0 |
| | | | General Council | Sep. 12, 1993 | 6.0 |
| | | | General Council | Aug. 29, 94 | 7.0 |
| | | | General Council | Jan. 04, 1996 | 8.0 |
| | | | General Council | Jul. 09, 1996 | 9.0 |
| | | | General Council | Mar. 29, 1998 | 10.0 |
| | | | General Council | Sep. 12, 1999 | 11.0 |
| | | | General Council | Jan. 10, 2000 | 12.0 |
| | | | General Council | Feb. 27, 2010 | 13.0 |
| | | | General Council | Feb. 25, 2011 | 14.0 |
| | | | General Council | Jan. 01, 2012 | 15.0 |
| Feb. 2015 | | Bylaw Committee | General Council | Feb. 27, 2015 | 16.0 |
| Aug. 31, 2018 | K. Armbruster | Bylaw Committee | General Council | Feb 22, 2019 | 17.0 |
| Feb. 21, 2020 | K. Armbruster | Bylaw Committee | General Council | Feb 18, 2021 | 18.0 |
| Sept. 11, 2021 | K. Armbruster | Bylaw Committee | General Council | Feb 25, 2022 | 19.0 |
| Feb 24, 2023 | K. Armbruster | Bylaw Committee | General Council | Sept 8, 2023 | 20.0 |
| Sept. 5, 2024 | K. Armbruster | Bylaw Committee | General Council | Feb. 22, 2025 | 21.0 |
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