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NATIONAL MEMBER BODY OF THE WORLD DANCESPORT FEDERATION · RECOGNIZED SPORT ORGANIZATION OF THE US OLYMPIC & PARALYMPIC COMMITTEE  
DEDICATED TO GROWING THE QUALITY AND QUANTITY OF DANCE IN THE USA

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## **USA Dance Conflict of Interest Policy**

### **ARTICLE I – PURPOSE**

USA Dance is committed to sustaining an ethical organization, free of conflicts of interest. Employees, directors, officers, and members of a committee with Board of Directors (BoD) delegated powers or substantial decision-making authority (e.g. DanceSport Council members, task force members, hearing panel members) must make all decisions in the best interests of USA Dance. USA Dance requires that its employees, directors, officers, and member of a committee with BoD delegated powers or substantial decision-making authority (collectively referred to as ‘Individuals’) recognize and avoid activities or investments which influence, might appear to influence, or could result in a conflict of interest. In order to ensure that conflicts of interest, are properly addressed, all Individuals are required annually to complete a Disclosure Form. The purpose of the Disclosure Form is to enable the self-identification of any and all conflicts of interest. This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest applicable to USA Dance and may be enforced against Individuals as described below.

### **ARTICLE II—DEFINITIONS AND EXAMPLES**

A conflict of interest, actual, potential, or perceived (CoI) exists when an Individual’s activities or interests interfere with, influence, or have the potential to interfere with or influence his or her responsibilities on behalf of the USA Dance or undermine the interests of USA Dance

Relatives and Close Associates (RCAs) include spouses/domestic partners, children, siblings, parents, in-laws, close friends, and business partners.

Examples of CoI that should be disclosed, include, but are not limited to:

1. You or an RCA own a business, maintain a second job or provide goods or services under a provider, contractor or consulting agreement and the business that you are involved with provides goods or services to USA Dance.
2. You or an RCA acts as an agent, representative, or consultant to a business whose interests may conflict with the interests of USA Dance.
3. You or your RCAs have a business relationship with a sponsor, supplier, licensee, or vendor of USA Dance.
4. You or your RCAs have substantial (1% of issued and outstanding securities of corporations whose securities are traded publicly) personal or family financial interests in

a potential or actual supplier or sponsor. Ownership of mutual funds is excluded from disclosure.

5. You are a competing athlete, and your parent runs a dance competition that is requesting sanctioning as a USA Dance national qualifying event.
6. If you have the authority to vote on a matter that can financially benefit you or an RCA.

**In general, if you are unsure whether a specific activity creates a conflict of interest or a perceived conflict of interest, it is better to disclose it.**

### **ARTICLE III – PROCEDURES**

1. Duty to Disclose. The disclosure of a CoI will not necessarily prohibit involvement in the disclosed activity with USA Dance. However, you must disclose the CoI to the BoD or the Committee you are serving on. Employees shall disclose any conflict or potential conflict to the Chair of the BoD.
2. Determining whether a Conflict of Interest Exists
  - a. BoD and committee members must review meeting agendas before each meeting to determine if, for any discussion item, they have any potential conflicts of interest that should be disclosed under this policy. At the beginning of each meeting, each board or committee member should state the agenda items for which he or she has such a potential conflict of interest.
  - b. Should a determination be required, the affected Individuals will need to recuse themselves for that discussion and determination. If a determination cannot be made after deliberations, then the agenda item will be tabled until the Ethics and Judicial Committee (EJC) has ruled on the CoI.
  - c. If it is determined that an actual or apparent conflict of interest exists, the involved group (e.g. BoD, committee) will determine whether there are mitigating measures that can be implemented to alleviate the conflict and/or what steps the Individual and/or USA Dance must take or not take to avoid the conflict. These measures may include but are not limited to the following:
    - i. The recusal from all relevant discussions and/or votes. This means the Individual must leave the room or the teleconference entirely and return only when the discussion or vote on the agenda item is completed.
    - ii. That USA Dance cannot engage in the transaction or arrangement at all due to the conflict or potential conflict of interest.
  - d. In the case of a BoD or committee determination, the minutes should reflect each disclosure and recusal. If the EJC makes the determination, it will communicate in writing its decision to the Individual and the affected committee. Receipt and compliance with the mitigation measures must then be acknowledged in writing to the EJC as a condition of continued membership.
3. Violations
  - a. Anyone may raise an actual or potential conflict of interest. If the EJC has reasonable cause to believe that an Individual has failed to disclose his or her own actual or possible conflicts of interest, it shall inform the Individual of the basis

for such belief and afford the Individual an opportunity to explain the alleged failure to disclose.

- b. If, after hearing the response of the Individual and making such further inquiry and investigation as may be warranted in the circumstances, the EJC determines that the Individual has, in fact, failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action

#### **ARTICLE IV - RECORDS OF PROCEEDINGS**

The minutes of the BoD and all committees with board delegated powers must contain:

1. The names of the persons who disclosed or otherwise were found to have a conflict, the nature of the conflict, any action taken to determine whether a conflict of interest was present, and the BoD's or committee's decision as to whether a conflict of interest in fact existed.
2. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, and a record of any votes taken in connection with the proceedings.

#### **ARTICLE V - ANNUAL STATEMENTS**

To proactively address any potential conflicts of interest, each employee, director, officer and member of a committee with BoD delegated powers or substantial decision-making authority (collectively called "Individual") is required to annually complete and submit a Conflicts of Interest Questionnaire and Disclosure Form affirming that they have read and understand this policy, agree to comply with the policy, agree to disclose any possible conflicts and understand that compliance with the policy is a condition of continued service as an employee, director, officer or committee member. The Individual must update the Disclosure Form if any material changes or additions to the submitted information arise during the course of the year. On the Disclosure Form, the Individual must list:

1. All financial transactions with USA Dance;
2. Whether the Individual or any RCAs of the Individual has an existing or potential interest in, or compensation arrangement with, any third-party providing goods or services to USA Dance;
3. Whether the Individual or any RCAs of the Individual has an existing or potential interest in, or compensation arrangement with, any third party with which USA Dance is currently negotiating a transaction or arrangement;
4. Any organizations with potentially conflicting interests in which the Individual or any RCAs of the Individual is actively involved has a significant investment, or owns at least a 1% interest;

5. All paid, unpaid positions, or relationships with any third-party organizations that compete with USA Dance or take public positions contrary to those of USA Dance;
6. Any other interest that may arise from a transaction between USA Dance and a third party, or an Individual's volunteer or paid relationship with a third party, which may compromise the Individual's ability to provide unbiased decision-making to USA Dance.

**In general, the Individual is encouraged to disclose a relationship if there is any uncertainty as to whether the relationship should be disclosed.**

**Approved By:** Board of Directors – March 23, 2022

**Effective Date:** March 24, 2022

**Next Review Date:** March 2023

**Contact Person:** USA Dance Chair of Ethics & Judicial Committee

**USA DANCE CONFLICT OF INTEREST**  
**ANNUAL QUESTIONNAIRE AND DISCLOSURE FORM**

To help avoid any conflicts of interest, as defined in the policy, (attached hereto), all Individuals must disclose any CoIs. If at any time following the submission of this form, you become aware of any CoI, or if the information provided below becomes inaccurate you agree to notify the President.

1. Do you, or any RCAs, have an existing or potential interest in, or compensation arrangement with, any third-party providing goods or services to USA Dance, or with which USA Dance is currently negotiating?

YES or NO

If the answer is yes, please describe in detail below the nature of each such interest or compensation arrangement.

2. Do you, or any RCAs, actively participate in, have a significant investment in, or own at least a 1% interest in any for-profit or nonprofit organization with potentially conflicting interests to those of USA Dance?

YES or NO

If the answer is yes, please describe in detail below the nature of each such interest or affiliation.

3. Do you, or any RCAs, currently hold a paid or unpaid position with any organization that competes with USA Dance, or that takes a public position contrary to those of USA Dance?

YES or NO

If the answer is yes, please provide the name of the organization below and describe in detail the nature of the position held.

4. Do you have any other interest or affiliation which is likely to compromise your ability to provide unbiased decision-making ability to USA Dance?

YES or NO

If the answer is yes, please describe in detail below the nature of each such interest or affiliation.

5. If at any time following the submission of this form, you become aware of any CoI, or if the information provided becomes inaccurate, do you agree to notify the Chairman of the Board?

YES or NO

**Disclosure of Actual or Potential Conflicts of Interest:**

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I have read the USA Dance Conflict of Interest Policy set forth above and, as a condition of continued employment or service as a board member, officer, or committee member, I agree to comply fully with its terms and conditions at all times during my service as an employee, director, officer or committee member. I understand that USA Dance is a charitable and educational organization and that, to maintain its federal tax exemption, USA Dance must engage primarily in activities that accomplish one or both of its tax-exempt purposes, and that no part of the net earnings of the organization may inure to the benefit of any Individual.

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Signature

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Name (Please print)

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Position

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Date