MINUTES FOR GC MEETING October 22, 2018

<table>
<thead>
<tr>
<th>Voting Member</th>
<th>Title</th>
<th>In Attendance</th>
</tr>
</thead>
<tbody>
<tr>
<td>Gary Stroick</td>
<td>President</td>
<td>Yes</td>
</tr>
<tr>
<td>Greg Warner</td>
<td>Senior VP</td>
<td>Yes</td>
</tr>
<tr>
<td>Jack Kellner</td>
<td>Secretary</td>
<td>11:15 Eastern</td>
</tr>
<tr>
<td>Ruth Long</td>
<td>Treasurer</td>
<td>Yes</td>
</tr>
<tr>
<td>Giacomo Steccaglia</td>
<td>DanceSport VP</td>
<td>Yes</td>
</tr>
<tr>
<td>Melissa Dexter</td>
<td>Professional VP</td>
<td>Yes</td>
</tr>
<tr>
<td>Leland Whitney</td>
<td>Social VP</td>
<td>Yes</td>
</tr>
<tr>
<td>Roger Greenawalt</td>
<td>DanceSport Delegate</td>
<td>Yes</td>
</tr>
<tr>
<td>Inna Brayer</td>
<td>DanceSport Delegate</td>
<td>Late – Need time</td>
</tr>
<tr>
<td>Michael Murphy</td>
<td>DanceSport Delegate</td>
<td>Yes</td>
</tr>
<tr>
<td>Damian Pataluna</td>
<td>DanceSport Delegate</td>
<td>Yes</td>
</tr>
<tr>
<td>Herb McGurk</td>
<td>Membership Director</td>
<td>Late – Need time</td>
</tr>
<tr>
<td>Kym Zion</td>
<td>K12 Programs Director</td>
<td>Yes</td>
</tr>
<tr>
<td>Open</td>
<td>Development Director</td>
<td>N/A</td>
</tr>
<tr>
<td>Open</td>
<td>Admin Support Director</td>
<td>N/A</td>
</tr>
<tr>
<td>Hannah Cole</td>
<td>College Network Director</td>
<td>No</td>
</tr>
<tr>
<td>Don Davenport</td>
<td>Chapter Relations Director</td>
<td>Yes</td>
</tr>
<tr>
<td>Alex Tavera</td>
<td>Marketing Director</td>
<td>Yes</td>
</tr>
</tbody>
</table>

Roll Call: There are currently 16 filled seats on the Governing Council. A quorum consists of 9 or more members in attendance. A quorum is present as 12 members are in attendance. A By-Law amendment requires a ¾ vote of the filled seats; 0.75 X 17=12.75 so 13 votes would be required to amend the By-Laws.

Called to Order by Gary at 9:03 pm EDT

1. Motion by Greg, second by Melisa, to approve agenda - Motion Passes: 12-0-0
2. NCDC Entry Fee
   a. Michael presented data comparing entry fees for several collegiate competitions.
   b. Motion by Michael, Seconded by Herb to maintain entry fee at $65 for USA members and $75 for non-members.
   c. Motion Passes – 12-1 (Ruth) – 0
3. Pro/Am entry fee -
   a. Motion by Ruth seconded by Michael to implement $3.00 per dance entry fee payable to USA Dance national for Pro/Am entries at NQEs, sanctioned and registered USA Dance events.
   b. Motion Passes 13-0-0.
   c. Ruth, Rog and Greg were charged with developing processes for implementing this fee.
4. Executive Session
   a. Motion by Gary, seconded by Ruth to go into Executive Session at 9:55 PM.
   b. Motion passes 13-0-0
5. Executive Session
   a. Motion by Gary, seconded by Rog to leave Executive Session at 10:08 PM.
   b. Motion passes 13-0-0.
6. GC Minutes of October 8, 2018-10-29
   a. Motion by Rog, seconded by Gary to approve Minutes of October 8, 2018 meeting minutes.
   b. Motion passes 10-0-4 Abstaining Giocomo, Damian, Michael and Inna
7. Motion by Leland, seconded by Melissa to allow a former member to regain membership status in USA Dance. This would be a conditional approval and re-evaluated in November 2020.
   a. Motion fails due to prior agreement.
8. Proposed bylaw amendments submitted by members for the November ballot were reviewed along with potential recommendations. Motion to propose all bylaw amendments with recommendations to the membership to provide membership with greatest choice and meaningful context. Approved by unanimous consent.
9. National Selection Committee Policy –
   a. Gary moved and Ruth seconded with the amendment to policy that the coaching consideration by removed from policy. It was noted that the Ethics Committee has reviewed and approved the policy and will submit a written document in support.
   b. Motion passes 14-0-0 and will take effect following Naitonals 2019.
10. Noted the updated term sheet from UPD.
11. University of Chicago NCDC Contract  
   a. Motion by Michael, seconded by Ruth to approve University of Chicago contract in the amount of $21,674 for the NCDC.  
   b. Motion passes 14-0-0.
12. Discussion on proposed amendments to the Articles of Incorporation was delayed.
13. USA Dance Bylaw changes  
   a. Motion by Gary, seconded by Ruth to approve changes to USA Dance bylaws as appended to these minutes.  
   b. Motion passes 14-0-1 (Michael abstained)
14. DanceSport Rulebook Changes  
   a. Motion by Roger, seconded by Jack to approve several DanceSport Rule Book changes.  
   b. Motion passes 15-0-0.
15. Ruth provided an update on MAC and the Greater New York Chapter of USA Dance. She also noted current status of Nationals.
16. Herb noted that the numbers for the current membership initiative will be available later this month.
17. During the following discussion, Gary, Leland, Rog and Inna recused themselves. Michael requested that the USA Dance Executive Committee provide a bylaw interpretation regarding concurrent complaint appeals and arbitration.
18. The next USA Dance Governing Council meeting will be November 5, 2018 at 9:00 Eastern. Primary agenda item, American Dancer.
19. Motion to adjourn by Jack, seconded by Rog. Motion carries, meeting adjourned 12:05 AM Eastern.

Respectfully submitted,  
Greg Warner  
SR-VP
Appendix

Bylaw Modifications

The Supreme Court recently ruled that the word “shall” did not necessarily mean "will" or "must", but could mean "may" and other less definitive words. The word "shall" or phrase “shall be” appeared in the Bylaws hundreds of times. In all cases "shall" and “shall be” have been replaced. In most cases the replacement replaced with "will", "must" or “is”.

Article III.A.4 was updated as follows:

Membership in USA Dance is a privilege. An individual or organization is and continues to be eligible provided they are in compliance with the applicable good standing requirements that shall be are periodically established by USA Dance.

In order to eliminate inconsistency with the rest of the Bylaws Article V.F.6 was changed as follows:

The EC shall approve may recommend contracts or special agreements needed to carry out the annual business plan and budget approved by the GC.

The Appendix definition of Good Standing was updated to improve clarity regarding its scope as follows:

A member that is in compliance with all bylaws, policies, procedures, rules, regulations codes, and is current with all financial obligations including membership dues.

Rule Additions / Clarifications

3.3.2.1 Showdance held for adult age category.
3.3.3.1 - Requires Video Submission for Showdance. Effective after 2019 Nationals Video Submission will be required for Theatrical Ballroom and Cabaret
4.3.6.3.5 - Clarifies that Showdance, Theatrical Ballroom and Cabaret qualifications are not held at NQEs.
4.8.2.2 - Correction of rule clarifying that proficiency points DO apply to pre-teen age category.
4.8.7.1 - Language is eliminated and replaced with Table 23.
4.9 - Simplification of ranking points rule

3.4.7.2 - Indicates that to qualify for Theatrical Ballroom at Nationals , couple must submit a video.
5.8.10 - Clarifies that Professional events will be held at Championship level only.

Made modifications to clarify that written notices could be done via mail or email:
4.13.4.2.2, 4.13.5.4.2, 4.13.5.4.3, 5.2.2, 5.2.3.1.3, 4.2.5.4.7, 6.4.5.1, 6.4.5.2, 6.4.5.3, 8.6.1, 8.6.2.1, 8.6.2.2

7.4.4.2.5 Before an athlete couple may receive a travel stipend the couple must provide evidence that it has given an uncompensated performance or workshop for a USA Dance chapter. For athlete couples eligible to receive more than one travel stipend, the first stipend must be fulfilled through an uncompensated performance or workshop for a USA Dance chapter, all other travel stipends may be satisfied through a single additional uncompensated performance or workshop for a USA Dance chapter or may be satisfied through There must be at least one a performance or workshop in the local community at an academic school, Boys & Girls club, senior center or similar venue for each travel stipend an athlete couple requests. Non-chapter venues should be cleared through the DSC and should promote USA Dance and dancesport to the local community. Adequate proof of a performance or workshop may include a photo or video of the performance or workshop, or a letter signed by a chapter president, or relevant local community administrator (e.g., school teacher, principal, organization manager) acknowledging or thanking the couple for the performance or workshop.

The Supreme Court recently ruled that the word Shall did not necessarily mean "will" or "must", but could mean "may" and other less definitive words.

The word "shall" appeared in the rulebook 202 times. I have reviewed the context of each occurrence. I have not listed all (they were too numerous). In all cases I replaced "shall" in most cases it was replaced with "will" or "must". Similarly "should" was in the rule book about 48 times. It has been replaced with appropriate verbiage as well.