

THE CONSTITUTION OF THE
CANADIAN DANCE & DANCE SPORT COUNCIL
CONSEIL CANADIEN en DANSE & DANSE SPORTIVE

ARTICLE I

A- NAME

The name of this organization shall be the CANADIAN DANCE & DANCE SPORT COUNCIL, AND IN FRENCH, "le CONSEIL CANADIEN en DANSE & DANSE SPORTIVE", a non profit organization, hereinafter referred to as the "Council".

The abbreviation shall be: C D D S **C** C D D S

B- DEFINITION

"DANCE SPORT or dancesport" describes any and all forms of dance commonly referred to as "Ballroom Dancing" in America and/or Internationally as "DanceSport" (eg. : American Rhythm, American Smooth, International Latin, International Standard, Theatrical Arts, West Coast Swing, New Vogue, Rock 'n Roll, Old Time, Sequence and others which may come into vogue.)

ARTICLE II PURPOSE

- A-** To act as the official professional governing body to promote, to regulate, to organize and to sanction dancesport competitions and championships.
- B-** To provide on a nation-wide basis, a unified inter-association agency to represent interests of dancesport and dancesport related entities and organizations.
- C-** To act as the agency for cooperation with similar Councils in other countries.
- D-** To conduct a continuing campaign for the establishment and maintenance of quality dance education, and to introduce the public to the nature and benefits of these standards.

ARTICLE III CORPORATE SEAL

The seal, an impression whereof is stamped in the margin hereof, shall be the seal of the corporation (seal need not be printed until after incorporation).

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1 **ARTICLE IV MEMBERSHIP**

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3 **A- MEMBERSHIP REQUIREMENTS**

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5 **1. Dance Teachers' Organizations**

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7 A DANCE TEACHERS' ORGANIZATION seeking Membership in this
8 Council must, in the Council's judgement, fulfill the following requirements:

- 9
10 **a.** It must have members who are in good standing, paying
11 annual dues, and who are Canadian citizens or legal residents.
12
13 **b.** It must have been organized and in existence for at least one
14 (1) year in Canada.
15
16 **c.** It must be a bona fide Canadian dance teachers' organization
17 operated through elected officers who are citizens or legal residents
18 of Canada. A copy of its Articles of Incorporation/Constitution and
19 Bylaws shall be submitted to the Council. It must be incorporated or
20 established in Canada. Its purpose must not be in conflict with the
21 activities, purposes, rules and/or regulations promulgated by this
22 Council.
23
24 **d.** Members of the organization must have passed an
25 examination in one or more of the styles of dance offered by the
26 organization applying for membership. The examination must include
27 a physical demonstration of the figures in the syllabus and an oral
28 description of the figures along with general knowledge as
29 determined by the examiner. A sample of all examination
30 requirements shall have been submitted to the Council at the time of
31 application.
32
33 **e.** It must not be a chapter or subsidiary of a present Council
34 Member Organization.
35

36 **2. Affiliated member Organizations**

37
38 Any DANCE RELATED ORGANIZATION or BUSINESS seeking Affiliated
39 Membership in this Council must, in Council's judgement, fulfill the following
40 requirements:

- 41
42 **a.** A DANCE RELATED ORGANIZATION is defined as follows:
43
44 (1) Colleges and Universities.
45 (2) A major production or entertainment company that supplies
46 dance related products and/or events, or any other business entity as
47 approved by the Board of Governors.
48

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2 **b.** It must submit a detailed description of its activities, outlining
3 the nature of its organization or business, and the purpose for which it
4 is formed. Such purposes must not be in conflict with the activities,
5 purposes, rules and/or regulations promulgated by this Council.
6

7 **c.** It must have been organized and in existence for at least one
8 (1) year under the same name in Canada.
9

10 **d.** It must be incorporated in Canada and a copy of its Articles of
11 Incorporation/Constitution and Bylaws shall have been submitted to
12 the Council, except in the case of an established business which
13 meets all other criteria.
14

15 **e.** Independent private or franchised studios are not eligible for
16 Affiliated Membership.
17

18 **f.** Amateur dancers' clubs are not eligible for Affiliated
19 Membership.
20

21 **B- METHODS OF APPLICATION**

22
23 An application for Membership or Affiliated Membership in this Council must be
24 made in writing to the Executive Secretary and must be accompanied by the
25 following :
26

- 27 1. Articles of Incorporation and Bylaws where applicable.
- 28
- 29 2. Copy of dance examinations that members are required to
30 successfully pass, where applicable.
- 31
- 32 3. Proof of existence for the minimum required period of time, as
33 specified.
- 34
- 35 4. Copy of all syllabi, where applicable.
- 36

37 **C- APPLICATIONS FOR ADMISSION TO THE COUNCIL**

- 38
- 39 1. Applications shall only be considered by a Special Resolution of the
40 Annual General Meeting of the Council. Admission requires an
41 affirmative vote of at least two-thirds (2/3) of the members present.
42
- 43 2. Applications for Affiliated Membership may be approved by the Executive
44 Officers and ratified at the next General Meeting.
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2 **ARTICLE V EXECUTIVE OFFICERS**
3

4 **A.** The Officers' positions are:

- 5
6 1. PRESIDENT
7 2. FIRST VICE-PRESIDENT
8 3. SECOND VICE-PRESIDENT
9 4. EXECUTIVE SECRETARY
10 5. TREASURER
11

12 1. Officers must be a member in good standing of their Member
13 Organization and citizens or legal residents of Canada.

14
15 2. Officers may be compensated in an amount to be determined by the
16 Board of Governors
17

18 **B.** THE EXECUTIVE SECRETARY shall be the custodian of the seal of the
19 corporation, which one shall deliver only when authorized by a resolution
20 from the Board of Governors.
21

22 **C.** THE TREASURER must be bonded in the amount of ten thousand dollars
23 (10,000\$) per annum. The type of bond and bonding company will be
24 approved by the Board of Governors, and the fee shall be paid by the
25 Council.
26

27 **ARTICLE VI BOARD OF GOVERNORS**
28

29 **A.** THE BOARD OF GOVERNORS shall be made up of :

30
31 One representative from each Member Organization.

32
33 The Executive Officers of the Council who shall be known as the
34 Executive Committee.
35

36 At the first general meeting of the Board of Governors, officers shall be
37 elected to replace the provisional directors named in the Letters Patent of
38 the corporation.
39

40 **B.** In addition, the following shall be invited to the Annual General Meeting :

41
42 1. The Directors of each Department.

43
44 2. One representative from each Affiliated Member Organization
45

46 **C.** An elected officer of the Council may, at the same time, serve as a
47 representative of any Member Organization on the Board of Governors
48 hereof.

1
2 **D.** No representative of Member Organizations may receive compensation or
3 payment for meeting expenses from any person or group other than their
4 Member Organization.

5
6 **ARTICLE VII ELECTION OF OFFICERS**

7
8 **A. ELECTIONS**

9
10 **1.** Election for Officers shall be held at the Annual General Meeting. All
11 newly elected officers shall take office by January 31st for a two-year (2)
12 period.

13
14 **2.** The Officers shall be elected by open (oral or written) ballot, as
15 determined by the Board of Governors at the time of election. A Committee
16 of three non-candidate representatives on the Board of Governors as
17 selected by the President of the Council, shall compile the votes. In case of
18 a tie, the representatives on the Board of Governors shall vote again until
19 the tie is broken.

20
21 **B. REMOVAL OF GOVERNORS**

22
23 **1.** A Governor found disable or in non-conformity with the bylaws and/or
24 the code of ethics of the corporation may be removed from one’s functions
25 upon a decision of the Board of Governors. The issue shall be solely
26 determined by a two-thirds (2/3) majority vote of the Board of Governors.

27
28 **2.** The Board of Governors will send to the appropriate organization a
29 request in writing to replace the delegate.

30
31 **3.** The removal of a governor shall be dealt with at a Special Meeting
32 convened under the conditions of Article III, C of the bylaws

33
34 **C. SPECIAL ELECTIONS**

35
36 The resignation, disability, or death of an elected officer may require an
37 emergency special election. A special election may be held at an Annual
38 General Meeting, or at a Special Meeting convened under the conditions of
39 Article III, C of the Bylaws. Immediately following the Special Election, the
40 date on which the officer(s) elected shall assume office shall be determined
41 by the Board of Governors.

42
43 **ARTICLE VIII PAYMENT OF ANNUAL FEES AND**
44 **DELEGATES ON THE BOARD OF GOVERNORS**

45
46 **A. FEES**

47
48 The fees shall be determined by the Board of Governors one year in

1 advance, and shall be payable by January 1st of each year.

2 **B. VOTING PRIVILEGES**

3
4 **1.** A Member Organization of this Council shall be entitled to send
5 delegates when one's fees have been paid by January 1st of each year.

6
7 **2.** Each officer on the Executive Committee except for the President,
8 shall be entitled to one (1) vote at all meetings. At the Board of Governors
9 meetings, the President shall vote only when his vote affects the outcome.

10
11 **3.** Proxy votes are not allowed.

12
13 **ARTICLE IX PARLIMENTARY PROCEDURE**

14
15 ROBERT'S RULE OF ORDER (Newly revised) shall be the guide for rules, order,
16 procedures and debate.

17
18 **ARTICLE X AMENDMENTS TO THE CONSTITUTION**

19
20 **A.** Proposals to amend this constitution may be submitted by a duly appointed
21 Constitution Committee for consideration. Additional proposals must first be
22 submitted in writing to the Executive Secretary after having been signed by
23 the President and/or Secretary, and one Representative, of not fewer than
24 three (3) Member Organizations in good standing.

25
26 **B.** Such signature shall not constitute endorsement, but merely approval of the
27 discussion of said amendment(s) by the Board of Governors. Voting on the
28 proposed amendment(s) shall take place at the next meeting and shall
29 require two-thirds (2/3) of the vote cast to adopt, provided quorum is
30 present.

31
32 **C.** To be submitted, proposals to amend this constitution shall be sent by the
33 Executive Secretary to all Member Organizations, at least sixty (60) days
34 prior to the General Meeting.

35
36 **D.** A repeal or amendment to the constitution shall not be enforced or acted
37 upon until the approval of the Minister of Industry has been obtained.

38
39 **ARTICLE XI DISSOLUTION**

40
41 It is especially provided that, in the event of dissolution or winding-up of the
42 corporation, all its remaining assets after payment of its liabilities shall be
43 distributed equally amongst the members.

44
45 **ARTICLE XII GENERAL PROVISIONS**

46
47 This Council may adopt such bylaws for the conduct of its affairs and the
48 management of its business, as seen fit.

1 **BY LAWS**

2
3 **ARTICLE I DUTIES OF OFFICERS**

4
5 **A. PRESIDENT**

6
7 The President shall conduct the business of the Council in accordance with
8 the policies established by the Board of Governors. The president shall
9 preside over all Board of Governors and Executive Committee Meetings,
10 regular or special. Cheques shall be signed by the Treasurer, and co-signed
11 by the President or Executive Secretary.

12
13 **B. FIRST VICE-PRESIDENT AND**
14 **SECOND VICE-PRESIDENT**

15
16 The First Vice-President shall perform the duties of the President, if the
17 President is incapacitated to serve. The Second Vice-President shall
18 perform the duties of the President if the President and the First Vice-
19 President are incapacitated to serve.

20
21 **C. EXECUTIVE SECRETARY**

22
23 The Executive Secretary shall conduct any business of the Council as
24 directed by the President or his alternate, in accordance with the policies
25 established by the Board of Governors. In the incapacitation of the President
26 and the First Vice-President and the Second Vice-President, the Executive
27 Secretary shall preside over the Board of Governors meetings. The
28 secretary shall be responsible for sending out necessary official
29 communications of the Council, including notices, reports, minutes, etc., and
30 shall be authorized to co-sign cheques as provided in Section A above. He
31 shall be the custodian of the seal of the corporation, which he shall deliver
32 only when authorized by a resolution of the Board of Governors and to such
33 person or persons as may be named by the resolution.

34
35 **D. TREASURER**

36
37 The treasurer shall be responsible for the collection of monies due to the
38 Council. He shall be the legal custodian of all funds and shall deposit such
39 funds in the Council's name in a bank approved by the Board of Governors.
40 He shall be authorized to sign cheques as provided in Section A above. He
41 shall be responsible for keeping the books and financial records of this
42 Council and for preparing current financial statements, as required, for the
43 Board of Governors.

44
45 **E. EXECUTIVE COMMITTEE**

46
47 The President, the First and Second Vice-Presidents, the Executive
48 Secretary, and the Treasurer shall be empowered at all times to make

1 decisions in the best interest of the Council, in the interim between
2 meetings. Department Directors and Special Committees shall be appointed
3 by the Executive Committee. At least one member of the Executive
4 Committee must be present at all meetings of the Council.
5

6 **F. CONDUCT OF OFFICERS**

7
8 Any elected officer may be subject to disciplinary proceedings as
9 established by ROBERT'S RULES OF ORDER (Newly revised).
10

11 **ARTICLE II DUTIES OF THE BOARD OF GOVERNORS**

12
13 **A. GENERAL MANAGEMENT**

14
15 The Board of Governors shall oversee the general management and the
16 conduct of the affairs of the Council. It shall review all decisions of the
17 Executive Committee and all recommendations of any special committees
18 and departments of the council. It may adopt or reject any proposal placed
19 before the Council at the Annual General Meetings. It may also overturn
20 Executive Committee decisions.
21

22 **B. INTERIM BETWEEN MEETINGS**

23
24 The Executive Committee shall have the power to do any and all acts of the
25 Council for its welfare, in the interim between meetings. However, it shall in
26 no way bind the Council legally by written document without first securing a
27 written and signed resolution by all Governors.
28

29 **C. EXECUTION OF DOCUMENTS**

30
31 Contracts, documents or any other legal statements in writing requiring the
32 signature of the corporation shall be signed by two (2) of the three (3)
33 officers designated by the Board of Governors immediately after an election
34 meeting. All signed contracts, documents and legal statements in writing
35 shall be binding to the corporation without any other authorization or
36 formality.
37

38 **ARTICLE III MEETINGS**

39
40 **A. ANNUAL GENERAL MEETINGS**

41
42 All Annual Meetings of the Council shall take place at times and places
43 agreed to by the Executive Committee with consideration given to all areas
44 in Canada. The dates and places shall be decided upon at least three (3)
45 months in advance of each meeting. All Governors shall be notified in writing
46 at least sixty (60) days prior to meetings by the Executive Secretary of
47 venue and tentative agenda.
48

1 **B. QUORUM AND VOTING RIGHTS AT MEETINGS**
2

3 1. In order to conduct the business of the Council at the Annual General
4 Meetings, one more than one-half (1/2) of the representatives from Member
5 Organisations must be present to form quorum. All governors have equal
6 voting rights, the President shall vote only when his vote affects the
7 outcome.
8

9 2. Written resolutions may be used in place of meetings. One hundred
10 percent (100%) of all members must sign. Such written resolution will satisfy
11 all requirements relating to meetings of members.
12

13 3. If all governors consent, a governor may participate in a governors'
14 meeting by telephone or any other communication facilities that allow all
15 persons participating in the meeting to hear each other.
16

17 **C. SPECIAL MEETINGS**
18

19 Special meetings may be called by the President or First Vice-President, if
20 the President is incapacitated, or by the Second Vice-President, if both the
21 President and the First Vice-President are incapacitated, or upon request of
22 three (3) Member Organizations in good standing, provided that notices are
23 sent by registered mail. A return receipt is requested. This must be received
24 by each Organization's representative at least thirty (30) days prior to the
25 Special Meeting, stating business that may be acted upon. No business
26 other than that specified in the notice shall be transacted. Should other
27 business be requiring immediate attention at a Special Meeting, it may be
28 acted upon only by a unanimous decision of quorum, as specified in section
29 B above.
30

31 **D. EXECUTIVE COMMITTEE MEETINGS**
32

33 A minimum of two executive committee meetings shall take place annually,
34 at times and places agreed to by the Executive Committee with
35 consideration given to the location of the committee members. The dates
36 and places shall be decided upon at the previous committee meeting. All
37 members shall be notified in writing, by the Executive Secretary, of venue
38 and tentative agenda at least fourteen (14) days prior to such meetings. Any
39 member who fails to attend three consecutive meetings may be subject to
40 suspension. One more than one-half (1/2) of the representatives of the
41 executive committee shall constitute quorum.
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1 **ARTICLE IV DEPARTMENTS OF THE COUNCIL**
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3 The work of the Council shall, subject to the Article II above, be conducted
 4 through Departments.

5
 6 **A.** The Departments within the Council shall be known as:

7
 8 **1. REGISTRY DEPARTMENTS**

9 Each of these departments shall deal with all matters pertaining to
 10 their particular field and purpose.

11 **The Professional competitors Registry**

12 **The Pro-Am competitors Registry**

13 **The Amateur competitors Registry**

14 **The Adjudicators registry**

15 **The Scrutineers registry**

16 These departments will be responsible for the following:

17 Administer the registry. Keep the competition rules and regulations up
 18 to date. Encourage the competitors' involvement in all aspects of the
 19 competition activities for which they may take interest. Obtain feed-
 20 back on the views and satisfaction of the competitors.

21
 22 **2. SANCTION and CALENDER of EVENTS DEPARTMENT**

23
 24 **3. PUBLIC RELATIONS DEPARTMENT**

25 This Department shall deal with all matters pertaining to the research
 26 and development, and commercial business aspects.

27
 28 **B.** Each Department shall have a Director, (an Assistant Director if warranted),
 29 and as many committees as are necessary to conduct the work of the
 30 Department. Subject to Article II above, each Department Director shall
 31 appoint the Committees and Committee Chairman in his Department.

32
 33 **C.** Department Directors and Assistant Directors shall, subject to Article II
 34 above, be appointed by the Executive Committee of the Council.

35
 36 **D.** Once appointed, the Director and Assistant Director of any Department may
 37 act as a representative of a Member Organization at any meeting.

38
 39 **E.** Each Department may be made up of representatives from each Member
 40 Organization, as outlined in Article VI, Section a of the Constitution, whose
 41 activities include that category of dance.

42
 43 **F.** Department meetings shall be called by each Department Director in
 44 conjunction with the Annual General Meetings. All representatives shall be
 45 notified in writing at least thirty (30) days prior to the Department meetings.

46
 47 **G.** Each Department is empowered to formulate, add, review and/or revise all
 48 rules and regulations concerning matters within its jurisdiction and apply

1 such rules and regulations after approval by the Executive Committee.
2

- 3 **H.** Each Department Director or Assistant Director shall maintain regular
4 communication regarding the activities of his Department with the President
5 and Executive Secretary, and shall submit a written report to the Board of
6 Governors at its Annual General Meetings.
7

8 **ARTICLE V EXPENDITURES AND FUNDS**
9

10 Expenditures will only be paid providing funds are available.
11

- 12 **A.** A part-time secretary-typist, not necessarily a member of a Member
13 Organization, and who, in no way shall be considered an officer, may be
14 employed by the Executive Secretary with compensation to be determined
15 by the Board of Governors. The secretary-typist shall record the minutes of
16 all Regular and Special Meetings of the Council, and perform any duties so
17 requested by the Executive Secretary.
18
- 19 **B.** The Council shall reimburse or directly pay reasonable expenses incurred
20 by its Officers and Department Directors in the conduct of Council business.
21 All bills must be submitted to the President of the Executive Committee for
22 approval within a six-month (6) period.
23
- 24 **C.** The Council shall pay reasonable expenses regarding transportation and
25 accomodations of its elected Officers at the time of the Annual General
26 Meetings and at interim meetings of the Executive Committee, as well as for
27 Special Meetings. Reimbursements to be made only upon presentation of
28 receipts.
29
- 30 **D.** The Council shall pay the transportation, hotel room and per diem, of its
31 Department Directors and Assistant Directors at the time of the Annual
32 General Meetings and Department Meetings.
33

34 **ARTICLE VI RESIGNATION, SUSPENSION, TERMINATION**
35 **OF MEMBERSHIP AND REINSTATEMENT**
36

- 37 **A. RESIGNATION**
38 Any Organization wishing to resign from the Council must tender its
39 resignation in writing. If such written resignation is tendered after January
40 1st in any year, the membership dues for that year are not prorated or
41 refundable.
42
- 43 **B. REINSTATEMENT FOLLOWING RESIGNATION**
44 At any time after the resignation of an Organization, said Organization, upon
45 written application, may be considered for reinstatement.
46
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48

1 **C. SUSPENSION**

2 Any Member Organization who fails to comply with this constitution and
 3 bylaws, and/or any regulation promulgated by the Council, may be subjected
 4 to suspension. It is within the province of the Board of Governors to
 5 investigate and act upon any question or grievance regarding the violation of
 6 the Council's Constitution, Bylaws and Regulations, by a Member
 7 Organization. Upon receipt of the grievance, the Executive Secretary shall
 8 inform, by registered mail, the President and/or Secretary of the
 9 Organization to whom the grievance is addressed. A return receipt is
 10 requested. The Organisation to whom the grievance is addressed shall have
 11 the right and opportunity to respond to the grievance. If failure to comply has
 12 been proven to its satisfaction, the Board of Governors may impose a
 13 suitable penalty, which may include suspension and/or termination of
 14 membership.
 15

16 **D. REINSTATEMENT AFTER SUSPENSION**

17 A Member Organization which has been suspended may apply for
 18 reinstatement at the end of any penalty period imposed.
 19

20 **ARTICLE VII CODE OF ETHICS**

21
 22 Member Organizations of the Council agree to abide by the following Code
 23 of Ethics and to strive toward :
 24

- 25 **A.** The betterment of all dance Organizations through the full use of the Council
 26 in matters which affect dancesport in Canada.
 27
- 28 **B.** All Member Organizations are to maintain dance standards at least as high
 29 as those set forth by the Council, as applicable.
 30
- 31 **C.** Member Organizations will not resort to waiving of examinations for their
 32 membership.
 33
- 34 **D.** Member Organizations recognize the importance of high standards of
 35 excellence in the presentation of competitions and championships, and are
 36 to abide by the Rules and Regulations governing competitions and
 37 championships promulgated by the appropriate Departments of the Council.
 38
- 39 **E.** Member Organizations are to respect the membership standing of all other
 40 Council Member Organizations.
 41
- 42 **F.** Member Organizations understand that all rules and regulations formulated
 43 by the Council shall be binding to all members of each Member
 44 Organization.
 45
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1 **ARTICLE VIII COMMUNICATIONS WITH THE EXECUTIVE SECRETARY**

2
3 All Member Organizations shall assume the responsibility of advising the Executive
4 Secretary of any of the following:

- 5
6 **1.** Changes or additions in category of dance being offered, if different from
7 their original application, together with copies of the appropriate
8 examinations and syllabi.
9
10 **2.** Other major changes which may affect membership on the Council.

11
12 **ARTICLE IX AMENDMENTS OF BYLAWS**

13
14 See procedure in ARTICLE X of the Constitution.

15
16 **ARTICLE X AUDITORS**

17
18 The corporation is not required to appoint an auditor except as required under the
19 Canada Business corporations Act. The Board of Governors may disregard the
20 appointment of an auditor provided that the members shall appoint a person to
21 review the accounts of the Council at each Annual General Meeting. Qualifications
22 of that person shall be acknowledged and approved by the members beforehand.
23 The amount paid to such person shall be fixed by the Board. The audit report shall
24 be prepared in writing, sixty (60) days prior to the Annual General Meeting, for
25 circulation to the members.
26

27
28 **ARTICLE XI BOOKS AND RECORDS**

29
30 The directors shall see that all necessary books and records be regularly and
31 properly kept as required by the bylaws of the corporation or by any applicable
32 statute or law.