



MEMORANDUM

To: Dance/USA's Board of Trustees; Council and Affinity Group Chairs + Co-Chairs
From: Kellee Edusei, Executive Director of Dance/USA
Subject: Frequently Asked Questions Regarding Changes to Dance/USA's Bylaws
Date: March 2023

During Dance/USA's November Board of Trustees Meeting, the Dance/USA Board voted and approved several changes to the organization's Bylaws. In order to support Dance/USA's Board, Council and Affinity Group Chairs + Co-Chairs as well as our member community in the understanding of the approved Bylaw changes, this Frequently Asked Questions (FAQ) Memo was created. If there are questions you have that are not addressed by these FAQs please email Kellee Edusei, kedusei@danceusa.org with the subject line: ***Dance/USA Bylaw Changes***.

What was changed during the November 22, 2022 Board Meeting and why?

1. We shifted the Dance/USA **Board Year** from July-June to January-December to align with our fiscal and membership years.
2. We clarified that **ex-officio** means a "voting member" of the Board as it specifically related to the role of the Executive Director.
3. We reduced the number of **named Board Committees** within the Bylaws. The Board Committees that remain codified in the Bylaws are Executive, Governance, Finance, and Audit. These Committees (Executive, Governance, Finance, and Audit) will be composed only of Dance/USA elected Trustees, unless otherwise designated (for example, the Audit Committee must include members from the larger dance ecosystem). Other Committees, formally in the Bylaws, may become Impact Groups. Learn more about Impact Groups below.
4. We shifted to a **singular, equitable pathway to elect Board members**. This process ensures all Trustees are nominated, vetted, elected, and on boarded through a singular process that is rooted in equity and inclusion. Council Chairs are no longer automatically appointed to Dance/USA's Board of Trustees.

Who was on the Bylaws Revisioning Working Group (BRWG)?

The BRWG was comprised of six Trustees, two Dance/USA team members, and two non-Trustees: **Holly Bass** (Trustee and BRWG co-chair), **Jim Leija** (Trustee and BRWG co-chair), **Arthur Espinoza** (Trustee, who rotated off the Board), **Scott Altman** (Council Chair, Managers of Dance Companies with budgets \$3-14.9M), and **Shoni Currier** (Council Co-Chair, Presenters), **Gina Gibney** (Trustee). **Catherine Caldwell** and **Kellee Edusei**, (Dance/USA team members); **Lisa Mount** (external consultant and facilitator) and **Michelle Ramos** (former Dance/USA Board Chair). Over the course of six months and guided by Mount, the BRWG met three times for "retreat" style conversations that lasted 2 - 3 hours. The BRWG also connected in "tiny task forces" for smaller group conversations.

As a Council Chair who was automatically appointed to Dance/USA's Board, I felt caught off guard by these changes. How were these changes communicated before the Board voted?

The following groups were engaged in the process and asked to offer feedback: Current and past Dance/USA Council Chairs (in May, August, and September in 2022), members of Dance/USA's Executive Committee (in May and October 2022), the full Board (in June 2022), and members of the Dance/USA team (in May 2022). Additionally, this update was shared with newly elected Trustees (in August and September 2022).

What happens to Council Chairs whose Board term ended on December 31, 2022 as a result of these changes?

Dance/USA Council Chairs continue their service as Council Chairs until the end of their term on June 30, 2023. Given the nature of these transitions, there is an option for any current Council Chair to continue their leadership through December 31, 2023 to align with Dance/USA's member year.

If I am a Council Chair, can I join the Board and how?

Yes! When the Governance Committee launches the nominations process for new Trustees, you are encouraged to put forth your name for nomination. Your nomination will be considered as part of the overall Trustee nominations process.

How will these changes be communicated to the entire Dance/USA membership?

Kellee Edusei, Executive Director of Dance/USA, plans to share this update as part of an upcoming ED message, which will be disseminated to the entire member community in Spring 2023. Additionally, these changes will be communicated at the Member Meeting during Dance/USA's Conference in June 2023. Feel free to share these FAQs with your fellow Council members and others within the Dance/USA member community.

Is Dance/USA getting rid of Councils or Council Chairs?

No. Dance/USA will continue to support Councils and Council Chairs (as well as Affinity Groups and Affinity Group Chairs). Councils and Affinity Groups are a vital and important part of the Dance/USA community, and we are committed to creating sustainable pathways by which Dance/USA leadership is able to learn from and be responsive to our member community. We are committed to increasing access, opportunities for connectivity, and information sharing within our member community and the larger dance ecosystem.

What happened to the other named Board Committees that were taken out of the Bylaws?

The Board Committees that were removed from the Bylaws may return in the future as an Impact Group (IG). IGs are purpose-driven, ad-hoc committees initiated by the Dance/USA Board and team. For example, the Programming Committee is now the **Conference Programming Impact Group**. IGs are intended to be specific, time-bound, more inclusive of perspectives, ideas, and leaders within the dance ecosystem, and must have a direct impact on Dance/USA's programs or operations. An IG must have at least one Dance/USA Trustee as an active member. The creation of an IG allows Dance/USA to be more responsive to timely topics and needs, and inclusive of both Trustees and non-Trustees from the broader dance ecosystem.

What other changes is Dance/USA making to its Bylaws?

The BRWG Co-Chairs, Holly Bass and Jim Leija, will continue to guide a complete update of Dance/USA's Bylaws to ensure the overall ethos of the Bylaws is rooted in Dance/USA's values and goals of equity and inclusion.

What will be the process for this next round of changes?

Bass and Leija will be editing the Bylaws with support from selected Trustees.

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