

EAST LONG BEACH PONY BASEBALL

Member of PONY Baseball, Inc.

Board of Directors Code of Conduct

POLICY / PURPOSE STATEMENT

The Board of Directors of East Long Beach Pony Baseball (ELBPB) has adopted the following Code of Conduct and Ethics for the members of the Board. This Code is intended to provide guidance to the Board to help foster a culture of integrity and accountability.

The ELBPB Board of Directors is committed to ensure the best possible baseball experience for the members of our league. League Policies and Procedures have been established and agreed upon by a majority decision (vote), by the Board of Directors in accordance with the following:

- (1) The best interest of the majority of the league;
- (2) The best interest of an individual (when it does not conflict with #1);
- (3) The progressive direction and vision for the future of the league (when it does not conflict with #1 and #2).

No code or policy can anticipate every situation that may arise. Accordingly, this Code is intended to serve as a source of guiding principles for Board members.

This policy / procedure may only be amended by a majority vote of the ELBPB Board of Directors prior to the start of the regular season.

I. Standard of Conduct

- A. In performing his or her duty to direct the operation and management of the business and affairs of ELBPB, a director shall at all times act in a manner he or she believes in good faith to be in the best interests of ELBPB.
- B. The Board should exercise the following basic principles meant to instill a sense of duty, care and loyalty to their position.
 - 1) Be a leader by setting an example and treating the league, its members, its facilities and its assets as they are under our "care", not just under our "charge";
 - 2) Remain properly informed about the business, policies, procedures, events and affairs of ELBPB;
 - 3) Show up regularly and promptly to board and committee meetings and actively participate in matters of league business;
 - 4) Be responsible for your area by completing tasks as required and keeping informed about your area of responsibility, providing updates to the Board regularly;
 - 5) Work to build trust and reliability WITHIN the Board by being responsive to other Board members' inquiries and requests for assistance;
 - 6) Participate in all league wide events, visiting the fields often;
 - 7) Work to build a sense of pride and community within the league and with its members;
 - 8) Keep interactions with league members positive; be a good listener, remain objective and civil at all times.
 - 9) Any Board member found in noncompliance with items #1-8 above can be asked to step down from their position by the President. If it is the President found in noncompliance, then they can be asked to step down by a 2/3rd majority vote of the Board of Directors.

II. Conflicts of Interest

- A. Board members must avoid any conflicts of interest between themselves and ELBPB. A "conflict of interest" can occur when a Board members' private interest interferes in any way - or even appears to interfere - with the interests of ELBPB as a whole. Conflicts of interest can also arise

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when a Board member or Board family member receives improper personal benefits as a result of his or her position as an ELBPB Board member.

- B. One of ELBPB's main sources of income is the ELBPB Snack Bar. Board members and their families should not inappropriately take advantage of their position by assuming any different rights to the products and services offered to any other member of the league.

III. Corporate Opportunities

- A. Board members are prohibited from: (a) taking for themselves personally opportunities that are discovered through the use of ELBPB property, information or position; (b) using ELBPB's property, information, or position for personal gain; or (c) competing with ELBPB, *provided, however*, if ELBPB's disinterested Board members determine that ELBPB will not pursue an opportunity that relates to ELBPB's business, a Board member may do so. Board members owe a duty to ELBPB to advance its legitimate interests when the opportunity to do so arises.

IV. Confidentiality

- A. Board members shall maintain the confidentiality of information entrusted to them by ELBPB or its members, and any other confidential information about ELBPB that comes to them, from whatever source and in whatever form or medium, in their capacity as a Board member, except when disclosure is authorized or legally mandated. For purposes of this Code, "confidential information" includes all non-public information relating to ELBPB that might be harmful to ELBPB or its members, if disclosed.

V. Fair Dealing

- A. Each Board member should endeavor to deal fairly with ELBPB's members, suppliers, vendors and other leagues. No Board member should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or other sharp practices.

VI. Protection and Proper Use of ELBPB Assets

- A. Board members must protect ELBPB's assets and ensure their efficient use. Board members must not use the league's time, volunteers, or other assets for personal benefit without prior authorization from the Board.

VII. Compliance with laws, rules and regulations

- A. Board members shall comply with applicable laws, rules, regulations and city ordinances in their service to ELBPB, including without limitation, the applicable provisions of state and federal laws.

VIII. Encouraging the reporting of any illegal or unethical behavior

- A. Board members should promote ethical behavior and take steps to ensure ELBPB: (a) encourages league members to talk to a Board representative when in doubt about the best course of action in a particular situation; (b) encourages league members to report violations of laws, rules, regulations to the Board (using and *ELBPB Incident Report*); and (c) informs league members ELBPB will not allow retaliation for reports made in good faith.

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IX. Waivers; Compliance Procedures

- A. Any waiver of any provision of this Code may only be made by the ELBPB Executive Board after due deliberation and a determination by such Executive Board that appropriate controls to protect ELBPB are in place. Board members shall communicate any suspected violations of this Code promptly to the current President of the League. Violations will be investigated by the Board or by a person or persons designated by the Board and appropriate action will be taken in the event of any violations of the Code.