



Huntington Valley Little League Board of Directors Code of Conduct

Huntington Valley Little League (HVLL) defines itself through the actions of our Board members and our leadership. Integrity is central to who we are, and our expectation is that we do the right thing, every time.

HVLL's Board of Directors Code of Conduct is the foundation of acting ethically and responsibly. It guides our actions, our decisions, and our operations. By understanding and following the Code, we can help safeguard HVLL's reputation as an ethical, caring organization.

Our Code of Conduct is grounded in our core values:

- Accountability
- Compassionate
- Easy to do business with
- Trustworthy
- Helpful
- Respectful of the community and fellow Board members
- Integrity
- Fiscally Responsible
- Ethical
- Open-minded and flexible to meet the changing needs of the league

Living these values means holding ourselves accountable. If you identify something you believe that is not in accordance with our values, speak up; we cannot fix what we do not know. Board members who elevate issues should be commended, and any retaliation against those who report ethical concerns will not be tolerated.

Hundreds of families depend on us to provide them with high-quality, affordable baseball. Those relationships, and HVLL's success, are built on the trust and confidence of those we serve. Let's continue to strengthen those relationships by doing the right thing, even when no one is watching.



Huntington Valley Little League Board of Directors Code of Conduct

The Huntington Valley Little League (HVLL) Code of Conduct is a resource for all Board members to provide guidance on conducting business ethically and agree to adhere to by signing below. The purpose of the Code of Conduct is to establish which behaviors are encouraged by the HVLL Board of Directors and which behaviors are unacceptable and discouraged. The Code of Conduct also establishes the process by which problems or violations of the guidelines will be handled by the President or Vice President.

In order to uphold the integrity of the Board of Directors and maintain trust amongst the members, the following behaviors will not be tolerated: dishonesty, condescending or dismissive comments towards another Board member or league member, disrespectful language or actions, and/or not performing the duties assigned by his/her role.

Confidentiality

Board members are reminded that confidential financial, personnel and other matters concerning the organization, donors, or families may be included in Board materials or discussed from time to time. Board members should not disclose such confidential information to anyone.

Active Participation

Board members are expected to exercise the duties and responsibilities of their positions to which they were elected with integrity, collegiality, and care. This includes:

- Making attendance at all meetings of the board and league events a high priority.
- Being prepared to discuss the issues and business on the agenda, and having read all background material relevant to the topics at hand.
- Cooperating with and respecting the opinions of fellow Board members, and leaving personal prejudices out of all Board discussions, as well as supporting actions of the Board even when the Board member personally did not support the action taken.
- Putting the interests of the organization above personal interests.
- Representing the organization in a positive and supportive manner at all times and in all places.
- Showing respect and courteous conduct in all Board and committee meetings.
- Refraining from intruding on administrative issues that are the responsibility of management, except to monitor the results and ensure that procedures are consistent with Board policy.
- Observing established lines of communication and directing requests for information or assistance to the President or Vice President.



Consequences for Violating the Terms of the Code of Conduct

In the event that a Board Member potentially violates the Code of Conduct, another Board member may notify the President or Vice President of the potential violation through text/email/phone call to request a face to face conversation. If a meeting is not possible, then a phone call will be made in order to discuss the potential violation. The President or Vice President, in addition to the HVLL Secretary, will then discuss the potential violation with the Board member.

If the President or Vice President determines that the violation did occur and should result in removal from the Board, a silent vote of the Board of Directors will be conducted and 2/3 vote of those present will constitute dismissal.

Prohibition against Private Inurement and Procedures for Managing Conflicts of Interest

No member of the Board of Directors shall derive any personal profit or gain, directly or indirectly, by reason of his or her service as a Board member with HVLL. Members of the Board shall conduct their personal affairs in such a manner as to avoid any possible conflict of interest with their duties and responsibilities as members of the Board. Nevertheless, conflicts may arise from time to time.

- When there is a decision to be made or an action to be approved that will result in a conflict between the best interests of HVLL and the Board member's personal interests, the Board member has a duty to immediately disclose the conflict of interest so that the rest of the Board's decision-making will be informed about the conflict.
- It is every Board member's obligation, in accordance with this policy, to ensure that decisions made by the Board reflect independent thinking. Consequently, in the event that any Board member receives compensation from HVLL, such compensation will be determined by and approved by the full Board in advance.
- Any conflicts of interest, including, but not limited to financial interests, on the part of any Board Member, shall be disclosed to the Board when the matter that reflects a conflict of interest becomes a matter of Board action, and through an annual procedure for all Board members to disclose conflicts of interest.
- Any Board Member having a conflict of interest shall not vote or use his or her personal influence to address the matter, and he or she shall not be counted in determining the quorum for the meeting.
- All conflicts disclosed to the Board will be made a matter of record in the minutes of the meeting in which the disclosure was made, which shall also note that the Board member with a conflict abstained from the vote [and was not present for any discussion, as applicable] and was not included in the count for the quorum for that meeting.
- This policy shall also apply to any Board member's immediate family or any person acting on his or her behalf.



Acknowledgement

- I have received the HVLL Board of Directors Code of Conduct and have access to a copy of our Code.
- I have read the Code of Conduct and understand its purpose and how it applies to me.
- I agree to comply with the Code of Conduct.
- I understand that strict adherence to the Code of Conduct is a condition of my participation as a member of the Board of Directors, and that corrective action may be taken for violating the provisions of this Code of Conduct.

Confidentiality Statement

I recognize that during my service as a Director, I may have access to confidential, proprietary, private and/or nonpublic information. I understand that I am to protect the confidentiality of such confidential information that I have access to or am in possession of, and that I will not directly or indirectly use or disclose this confidential, proprietary, private, and material nonpublic information unless permitted by the Board of Directors. I also understand that these obligations continue after my service as an HVLL Director ends.

I recognize the important responsibility I am undertaking in serving as a member of the Board of Directors of Huntington Valley Little League, hereby pledge to carry out in a trustworthy and diligent manner the duties and obligations associated with my role as a Board member and abide by this Code of Conduct. I understand that failure to abide by this Code of Conduct may result in my removal as a Board Member, pursuant to the requirements and processes provided in HVLL's governing documents.

Signature (please sign clearly)

Date

Printed name