

MCLEAN YOUTH SOCCER

POLICY NUMBER: 102

POLICY TOPIC: CODE OF CONDUCT

APPROVED: April 20, 2020

This Code of Conduct and Ethical Standards (the “Code”) has been adopted by the Board of Directors (the “Board”) of McLean Youth Soccer Association (“MYSA”), to set forth the standards of business conduct expected of all directors, officers, employees, and certain volunteers, contractors, and other agents of MYSA (“Covered Persons”). The Code is intended to assist in the identification of business situations where public or MYSA members’ trust might be compromised or a law violated and to set forth guidelines governing such situations. The Code is intended to supplement but not replace any laws applicable to MYSA and its operations.

Strict adherence to the Code by a Covered Person is a condition of continued affiliation or employment with MYSA. Any violation of the Code or applicable law may result in disciplinary measures against the violator including censure, demotion or reassignment, suspension with or without pay or benefits, disaffiliation, and/or termination, among other options.

Questions concerning the Code may be addressed to the Executive Director.

- Covered Persons.** After being notified by the Executive Director of their designation as a Covered Person, each Covered Person must (i) within one month and annually thereafter upon request complete and return a certification in the form of Exhibit 1 attached hereto; and (ii) promptly notify the Executive Director of any suspected violation of this Code or change in his/her answers to the form of certification attached hereto..
- Compliance with Laws.** All Covered Persons must respect and obey, both in letter and in spirit, the laws, rules and regulations applicable to MYSA.
- Conflict of Interest.** A “Conflict of Interest” occurs when a Covered Person’s interests or their family’s interests interfere or appear to interfere with the Covered Person’s service to MYSA. Covered Persons shall avoid any Conflict of Interest, including those set forth in MYS Policy 111 and shall promptly notify the Executive Director if he/she suspects any possible Conflict of Interest, and shall work in good faith to resolve

any Conflict of Interest as provided herein.

4. **Confidential Information.** Covered Persons must maintain the confidentiality of information entrusted to them by MYSA or its members, even within MYSA, except when disclosure is authorized or required by law. Confidential information includes all non-public information that might be harmful to MYSA or its members' interests if disclosed. It also includes non-public personal information that members, volunteers, employees, contractors, and vendors have entrusted to us. The obligation to preserve confidential information continues even after affiliation with or employment by MYSA ends.

5. **Proper Use of MYSA Resources.** All Covered Persons shall protect MYSA's resources and assets and ensure their efficient use for their intended purposes.

6. **Record-Keeping.** All of MYSA's books, records, accounts and financial statements must be maintained in reasonable detail, must appropriately reflect transactions, and must conform to both applicable law and MYSA's procedures and system of internal controls. Records should always be retained or destroyed according to prevailing record retention policies while ensuring the confidentiality of those records as appropriate.

7. **Communications.** MYSA must make full, fair, timely and understandable public disclosure of information relating to MYSA's business as required by law or otherwise in the best interests of our members. All such disclosures shall be made via email or the MYSA public website, or as directed by the Board or Executive Director.

8. **Electronic Technologies.** MYSA's electronic technologies (email accounts, social media accounts, web site, systems, applications, computers or communications devices, etc.) shall be used for MYSA-related business and not for personal gain or activities. Users shall conduct themselves in a professional manner, shall not participate in any activities that could damage the reputation of MYSA, and shall not transmit or access any information or other material that may be harassing, obscene, or otherwise inappropriate. Users shall comply with all applicable laws and licensing agreements related to such electronic technologies.

9. **Assessing a Code Violation.** After identification of a possible Code violation, the action in question shall be suspended and the officers of the Board will expeditiously gather all material facts, confer, and vote, by simple majority of disinterested Board members, on whether a violation exists. Any member of the Board that has a Conflict of Interest pertaining to the potential violation shall be recused from all Board activities relating to such potential violation.

10. **Addressing a Code Violation.** After exercising due diligence and weighing the interests of MYSA and its members, the Board shall determine by a majority vote of the disinterested Board members the appropriate (i) actions to mitigate a Code violation and (ii) disciplinary actions to impose on the violator.

11. **Waivers.** A Covered Person may request a waiver of any of the provisions of this Code by submitting a written request to the Executive Director setting forth the basis for such request and explaining how the waiver would be consistent with the standards of conduct described herein. The Board shall review such requests and make a determination thereon, considering the interests of MYSA and its members.

12. **Recording and Disclosure of Proceedings.** At the next duly constituted Board meeting, the Executive Director shall disclose the facts and circumstances concerning any violation or waiver of the Code granted since the last Board meeting and any resolution of such matters. This disclosure to the Board shall include the names of the affected Covered Persons and the facts and nature of the violation or waiver, including any proposed alternatives to the actions. The Executive Director's shall keep a written report on these matters and all Code Certifications.

13. **Periodic Reviews of Compensation, etc.** To ensure MYSA operates in a manner consistent with its charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, a periodic review by disinterested persons shall be conducted that, at a minimum, assess the following: (i) whether compensation arrangements and benefits are reasonable; and (ii) whether business arrangements and transactions with other organizations and individuals conform to MYSA's policies, are properly approved and recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

14. **Confidentiality.** All reports and records prepared or maintained pursuant to this Code will be considered confidential and shall be maintained and protected accordingly. Except as otherwise required by law, this Code, or other MYS policies and procedures, such matters shall not be disclosed to anyone other than the Board and its counsel or other consultants.

**MCLEAN YOUTH SOCCER ASSOCIATION
CODE OF CONDUCT CERTIFICATION**

I, _____, have read and understand the MYSA Code of Conduct (the “Code”). I understand that MYSA’s Board Vice Chair is available to answer any questions I have regarding the Code. I affirm that, to the best of my knowledge and since I was notified that I am a Covered Person as defined in the Code and except to the extent disclosed below, I am in compliance with the Code and all applicable laws. I affirm I will continue to comply with the Code and any applicable laws for as long as I serve MYSA except as disclosed below. I agree to discuss any potential conflicts listed below with the MYSA Board Officers or their designee and to refrain from participating in any deliberations, decisions, and/or voting related to the matter presenting the conflict until such time as it is determined by MYSA that the conflict is mitigated or otherwise resolved. For purposes of this certification, the term “immediate family members” includes a person’s spouse, domestic partner, parents, children (including adopted), siblings, aunts and uncles, mothers and fathers-in-law, sons and daughters-in-law, brothers and sisters-in-law, grandparents, spouses of siblings or children and anyone other than domestic employees who shares such person’s home.

I expect to serve MYSA in the following positions or capacities: _____

1. Do you have an immediate family member who is now employed by, volunteers for, or is a contractor or supplier to MYSA? ____ Yes ____ No

If yes, please identify the persons, dates, and circumstances of such relationships between MYSA and your family members.

2. Are you or any of your immediate family receiving or expecting to receive any compensation or payments from MYSA other than employment compensation or business expense reimbursement? ____ Yes ____ No

If yes, please identify the person, circumstances, amount, and date(s) the payment is expected to be received.

3. Do you have a financial or business interest with any person or organization (i) with which MYSA does business or (ii) to/from whom MYSA made payments to/received payments from for property, goods, or services? ___ Yes ___ No

Have you or an immediate family member been a party to or involved in a contract or business transaction, not including membership, with MYSA? ___ Yes ___ No

Do you have an immediate family member who has a financial or business interest with any person or organization (i) with which MYSA does business or (ii) to/from whom MYSA made payments to/received payments from for property, goods, or services?
___ Yes ___ No

If you answered yes to any of the above questions, please fully describe the parties, circumstances and relationships and how you avoid any conflicts of interest.

4. Have you or any of your immediate family received a gift, gratuity or favor from a person or entity that does or seeks to do business with MYSA? ___ Yes ___ No

If yes, please fully describe the parties, circumstances, and relationships.

5. Please list your current employer(s), and any contracts, consulting or other forms of business you conduct outside of your work with MYS.

6. Please list all organizations on whose governing bodies or advisory boards you serve or have served or with whom you hold or have held a position of authority within the

past year or for whom you expect to do so in the future.

7. Are there any on-going or pending legal proceedings that potentially may be adverse to MYSA's interests in which you, an immediate family member, or any entity listed by you in response to the above questions are a party? ___ Yes ___ No

If yes, please fully describe the circumstances.

8. During the past five years have you been convicted in a criminal proceeding or are you now the named subject of a pending criminal proceeding? ___ Yes ___ No

If yes, please provide the details.

9. Is there anything that has not been asked in this Certification of which you believe MYSA should be made aware? If yes, please provide the details below.

Date _____, 20___ Signature _____

Printed Name _____