



# New York Metro Women's Soccer League

## Governing Board Code of Ethics and Conduct



Trust is the foundation of effective board work. As an organization, New York Metro Women's Soccer League (NYMWSL) seeks to develop a culture of trust, which is essential for our work to have lasting value. Trustworthiness means that we do what we say we will do, that we are honest, and that we strive for accuracy in the information we share. Trustworthiness is based on character, the positive qualities that we possess, and on competence, what we can do. To be effective, Board members must have both character and competence. With trust at the foundation of our work, we have established this code of ethics to guide our work as members of the NYMWSL Governing Board.

### ***I. Code of Ethics and Conduct***

#### **As a NYMWSL Governing Board member, I will:**

- Fully and enthusiastically support the NYMWSL vision, mission, core values and beliefs, strategic priorities and all other Board-adopted policies.
- Actively participate in, and contribute to, an open, professional board culture by respecting and seeking to understand diverse points of view.
- Work to assure that NYMWSL continues to grow as a high-performing, inclusive soccer organization of groups and individuals and using this framework in my Board deliberations by:
  - Considering the evidence that diverse points of view are embedded in the process and results of any initiative;
  - Consider the impact of any decision on multiple dimensions of diversity, including but not limited to race/ethnicity, culture/language, class, gender, sexual orientation, differing abilities/special needs professional role, program type, education level, age, and geography;
  - Consider the impact on current and potential players, coaches, staff, and members;
  - Promote the work of NYMWSL, and take ownership of the work we do together;
  - Embrace and respect ideas, insights, and concerns that evolve out of the values of diverse cultures and belief systems; and
  - Represent and serve the needs of NYMWSL as an organization and the entire NYMWSL community.

#### **In my work on the Governing Board I will:**

- Be a responsible and committed steward of NYMWSL's initiatives and resources; and
- Understand that the NYMWSL Governing Board is a policy board and that the Board's role is to establish the policies that govern the league.

#### **Specifically, as a Governing Board member I will:**

- Adhere to all Board policies, including but not limited to policies on confidentiality, conflict of interest, and anti-corruption;
- Respect and support all decisions of the Board;
- Work with the other Board members and members of the staff in the spirit of harmony and cooperation;
- Participate actively in Board meetings, Board activities and on committees, and follow through on my Board commitments, tasks, and responsibilities;

- Make the necessary commitment of time and diligence to fulfill my governance responsibilities;
- Encourage and participate in open, inclusive, and respectful dialogue regarding all Board issues, concerns, and discussions;
- Recognize that since the Board consists of individuals with differing perspectives, debate is necessary and encouraged;
- Be well informed about developments and issues that may come before the Board;
- Work to learn more about my responsibilities and to improve my effectiveness;
- Keep confidential any proceedings of the Board that are not yet ready for public dissemination, except where disclosure is required by law;
- Have the courage to offer a minority opinion when necessary and be willing always to listen to, respect, and consider opinions offered by others;
- Speak directly to individuals involved about issues of concern regarding those individuals;
- Handle concerns or complaints in a professional manner – directing operational concerns and concerns about Board policy to the President;
- Call to the attention of the Board any issues that may have an adverse impact on NYMWSL or those we serve;
- Act impartially and not seek preferential treatment from or for any organization or individual inside or outside NYMWSL;
- During Board discussions, disclose any potential conflict of interest related to the issue under discussion and exclude myself from Board decisions where I am involved in a conflict of interest; and
- Not use my Board position for personal advantage or the advantage of friends or relatives.

## ***II. Grievances Regarding Board and Member Conduct***

- A grievance is a written complaint regarding the misconduct of a Board member, League member or team.
- It is the responsibility of all NYMWSL Governing Board members, committee members, players, coaches, volunteers and staff to report suspected violations of fraud, theft, illegal, or other unethical activity.
- All staff, NYMWSL Governing Board members, committee members, players, coaches, and volunteers shall be provided guidelines for reporting unethical, illegal or fraudulent behavior conducted by members of the Governing Board and other NYMWSL teams, players, coaches, governance participants, NYMWSL staff, vendors, professional service providers, or affiliated organizations.

## ***III. Grievances Regarding Board and Member Conduct Procedure***

- These Procedures will apply to all complaints, allegations, inquiries or submissions (“Grievances”) involving a potential violation of the NYMWSL Code of Ethics or League Rules received by NYMWSL about a Board member, committee member, player, coach, volunteer and staff, whether initiated by another Board member, an officer, employee, member, or agent of NYMWSL, or other third party.
- All persons engaged in investigations or decisions on behalf of NYMWSL with respect to any complaint reviewed under these Procedures or the Whistleblower and Anti-Fraud Policy Procedures are indemnified and will be held harmless and defended by NYMWSL against any liability arising from such activities to the extent permitted by law, provided such individuals act

in good faith and with reasonable care, without gross negligence or willful misconduct, and do not breach any fiduciary or other duty owed to NYMWSL.

- Any individual who (directly or through their family or business) has any personal or private business involvement in or connection to the alleged misconduct or has an ongoing, close personal or close professional relationship outside of NYMWSL with the Complainant or the Board member or candidate whose conduct is at issue, or any other conflict of interest, will not be permitted to participate in the matter to be reviewed.
- It is a tenet of this League to promote sportsmanship and fair play. Therefore, any League member may submit a written complaint to the Player Safety Committee regarding the misconduct of a Board member, League member or team on or off the field. The complaint shall be filed within seven (7) days of the occurrence and be accompanied by supporting evidence. The results/decision must be reported by the League Commissioner at the next League Meeting.
- The Player Safety Committee shall adopt whatever procedure necessary for a full and fair disposition of the complaint. Such procedure shall insure the right of the person or team which is the subject of the complaint to respond to said complaint. The Player Safety Committee may caution, censure, suspend, levy a fine against or take other action they deem appropriate against a Board Member, League member, or team. It may also dismiss the complaint.

#### ***IV. Whistleblower and Anti-Fraud Policy***

The NYMWSL Code of Ethics and Conduct requires the Governing Board members, committee members, players, coaches, volunteers and staff of NYMWSL to serve the highest standards of business and personal ethics in the conduct of their duties and responsibilities. The purpose of this policy is to promote consistent, legal, and ethical behavior and to provide all members of the Governing Board members, committee members, players, coaches, volunteers and staff with procedures for reporting unethical, illegal, or fraudulent behavior conducted by the NYMWSL members of the Governing Board members, committee members, players, coaches, volunteers and staff or others that have a relationship with NYMWSL. Unethical, illegal, or fraudulent situations may pertain to the following.

- Fraudulent or negligent accounting
- Misappropriation or misuse of resources/funds
- Conflicts of interest
- Breaches of confidentiality
- Harassment or discrimination
- Safety or security hazards
- Theft

All representatives of NYMWSL must practice integrity in fulfilling their responsibilities and comply not only with all applicable laws and regulations, but also with all approved NYMWSL policies and procedures. Complaints concerning the conduct of Board members or Board candidates may be made and transmitted in:

- Any manner by any person ("Complainant") to the NYMWSL Governing Board President. Complaints concerning the President should be made to the NYMWSL Governing Board Past President, Vice President or member of the Disciplinary and Protest Committee and Player Safety Committee member.
- All complaints received by any person other than the President should be immediately directed or forwarded to them, or the Board Past President/Vice President/Disciplinary and Protest

Committee and Player Safety Committee member in the event of a complaint concerning the President. The associated member will present Complaints to the Disciplinary and Protest Committee and Player Safety Committee for review.

#### ***V. Whistleblower and Anti-Fraud Procedure***

Members of the Governing Board members, committee members, players, coaches, volunteers and staff who suspect improprieties and/or misconduct are encouraged to share their questions, concerns, suggestions, or complaints with the Board President.

- Accounting and Financial Matters
  - The Board President will address all reported concerns or complaints regarding corporate accounting practices, internal controls, or financial matters. The Board President will notify the Disciplinary and Protest Committee and Player Safety Committee of any such complaint and work with the appropriate parties until the matter is investigated and resolved.
- Legal and Policy Violations
  - The President will address all reported concerns or complaints regarding illegal and inappropriate conduct pertaining to policy violations.
- Anonymous Reporting
  - NYMWSL representatives who are more comfortable reporting their concerns to a neutral third party may do so by calling or emailing a third-party reporting organization resource that allows complainants to report their concerns anonymously by phone or via the Internet.

#### ***VI. Anti-Corruption Policy***

- As stated in the NYMWSL Code of Ethics and Conduct, obeying the law, both in letter and spirit, is one of the foundations on which NYMWSL's ethical standards are built. Members of the Governing Board, committees, coaches, players, teams, volunteers and NYMWSL staff/ contractors must comply with all applicable laws and regulations and encourage and support such behavior in others.
- This policy supports the NYMWSL commitment to ethical and legal practices by ensuring compliance with these laws. This policy and its related procedures outline standards and processes to follow to prevent, detect, and respond to bribery and corruption in our activities.
- Corruption and bribery have serious ethical and legal implications. Compromising NYMWSL's values by engaging in them and failure to comply with this policy can subject the organization and any individuals involved to severe reputational harm, fines, and/or criminal penalties. It is therefore imperative that members of the Governing Board, committees, coaches, players, teams, volunteers and NYMWSL staff/ contractors read, understand, and follow this policy.

#### **General Prohibition Against Any Form of Bribery**

- NYMWSL strictly prohibits any form of corruption or bribery and will never engage in corruption or bribery for any reason. This means that, regardless of local custom, we will never give or promise anything of value to anyone to improperly or unethically influence a decision affecting our operations. In addition, regardless of local custom, we will never accept anything of value from anyone to improperly or unethically influence our own decisions.
- Please note that "anyone" includes government officials and entities, state owned or controlled companies or entities, as well as private persons and entities. This means that giving a private

businessperson something of value to improperly or unethically influence a decision affecting our operations – for example, a purchasing decision – is considered corruption and bribery, and is therefore prohibited. It also means that giving anything of value to the relatives, spouses, friends, or colleagues of government officials or private persons to improperly or unethically influence a decision affecting our operations is also prohibited.

- “Anything of value” includes money, goods, services, contributions, contracts, or other benefits, no matter how small in value.
- Corruption and bribery by third parties acting on the Organization’s behalf are as serious as corruption and bribery by the Organization itself. NYMWSL must never use a third party to engage in any form of unethical behavior.
- Members of the Governing Board, committees, advisory groups, accrediting bodies, volunteers and NYMWSL staff should report concerns pursuant to this policy to the President, or through NYMWSL’s Whistleblower reporting process.

### ***VII. Equal Opportunity Policy***

NYMWSL provides equal opportunity to all volunteers as well as applicants for volunteer service without regard to race, color, religion, sex, national origin, age, marital status, personal appearance, sexual orientation, gender identity or expression, familial status, family responsibilities, matriculation, political affiliations, physical or mental disability, source of income, place of residence or business, or any other basis prohibited by federal, state, or local law.

### ***VIII. Anti-Harassment and Anti-Bullying Policy***

Each Board Member, Contractor/ Employee, player, coach, and/or volunteer is responsible for ensuring that NYMWSL provides experiences that are free from harassment, and members may be disciplined, up to and including termination, for any violation of this policy. This is a zero-tolerance policy. Harassment is defined as unwelcome verbal, written or physical conduct relating to another person’s race, color, religion, sex, national origin, age, marital status, personal appearance, sexual orientation, gender identity or expression, familial status, family responsibilities, matriculation, political affiliations, physical or mental disability, source of income, place of residence or business, or any other basis prohibited by federal, state, or local law. Harassment includes, but is not limited to the following examples.

- Epithets, slurs, or negative stereotyping
- Threats
- Intimidating or hostile acts
- Denigrating jokes
- Displays of written or graphic material that denigrates or shows hostility or aversion toward an individual or group
- Bullying

With respect specifically to sexual harassment, all members must avoid any action or conduct which is, or could be viewed as, illegal conduct. Sexual harassment involves unwelcome:

- Sexual advances,
- Requests for sexual favors,
- Other verbal, written, or physical conduct of a sexual nature, or
- Gender-based harassment when:

- Submission to such conduct is made a term or condition of an individual's employment, either explicitly or implicitly;
- Submission to, or rejection of, such conduct by an individual is used as the basis for any employment decision affecting that individual; or
- Such conduct has the purpose or effect of unreasonably interfering with an individual's work performance or creates an intimidating, hostile, or offensive working environment.

Because the standards as to what is prohibited conduct are not precise, NYMWSL intends to eliminate all conduct that even arguably could be claimed to be illegal. As a result, conduct that is unprofessional and improper that must be eliminated includes, but is not limited to, the following:

- Any subtle or other pressure for sexual favors, including any suggestion that an applicant's or employee's giving in to, or rejecting, sexual advances will influence the individual's employment or terms of employment.
- Unwelcome sexual advances, including flirtations or propositions
- Verbal, visual, or physical conduct of a sexual nature
- Verbal abuse of a sexual nature
- Racial or sexual jokes
- Jokes that demean any ethnic or other protected group
- Repeated remarks of a sexual nature
- Displaying sexually suggestive pictures, drawings, cartoons, or objects
- Degrading comments about an individual's appearance, including his or her body
- Any uninvited, unwelcome, and/or unnecessary touching, including patting, or repeated brushing against, another person's body
- Sexually explicit or offensive jokes
- Use of profanity
- Viewing or downloading offensive or pornographic materials from the Internet, including emails or distributing or displaying sexual materials, including jokes received by email

No Board member, supervisor or manager is authorized, or has the power, to grant, deny, or withhold any promotion or other benefit or otherwise to affect any NYMWSL employee's or volunteer's status in any way, on the basis of that individual's granting or refusing to give sexual favors.

#### ***IX. Anti-Bullying Policy***

NYMWSL will not tolerate bullying. Bullying is defined as aggression, intimidation, or abuse against a coworker, including subordinates, whether direct or indirect, and may be verbal, physical, or electronic (cyber-bullying). Board members found in violation of this policy will be subject to the procedures for responding to concerns of Board member conduct.

Some examples of bullying include:

- Verbal Bullying: Repeated slandering, ridiculing, or maligning another person or their family; persistent name calling that is hurtful, insulting, or humiliating; abusive or offensive remarks
- Physical Bullying: Pushing, shoving, kicking, poking, tripping, assault, or threat of physical assault; damage to a person's work area or property
- Gesture Bullying: Nonverbal threatening gestures, glances that convey threatening or intimidating messages

- Sabotage Bullying: Behaviors intended to sabotage and prevent others from getting work done
- Exclusion Bullying: Socially or physically excluding or disregarding a person in work-related activities for improper purposes.

Finally, I understand that I must bring any violations of this Code of Ethics and Conduct, my own or those of another Board member, to the attention of the Board President and that in doing so I am helping to assure the strength and integrity of NYMWSL and safeguard women's soccer. Prior to assuming office and annually thereafter, each Board member will review and affirm their commitment to adhering to the NYMWSL Board Code of Ethics and Conduct. The Board Member affirmation of Code of Ethics and Conduct is provided at the end of this document.