



ORINDA BASEBALL ASSOCIATION

MEMBERSHIP POLICY

ARTICLE I. MEMBERSHIP

- A. **Membership Qualifications.** Orinda Baseball Association (the "Corporation") have general members who actively participate in a non-voting capacity in the Corporation (collectively, "Members"). Members shall be at least 18 years of age, of good character, active participants in Corporation activities, and demonstrate an active interest in the Corporation's children's amateur baseball program, as determined in the sole discretion of the Board of Directors (the "Board"). Pursuant to the Bylaws of Corporation, the Board may adopt policies and procedures for the admission of members who shall have no voting rights in the Corporation. Members are not "members" of the Corporation as defined in Section 5056 of the California Nonprofit Law
- B. **Membership Acceptance.** Any candidate for membership shall be approved by the Board and admitted to membership upon appropriate dues payment as determined by the Board. Membership is effective upon acceptance of the application by the Corporation and receipt of payment of dues.
- C. **Transfer of Membership.** Membership is not transferable.
- D. **Renewal.** Except as otherwise provided in this Membership Policy (the "Policy"), membership in the Corporation shall be automatically renewed upon the timely payment of dues by the member, which shall not be refundable.
- E. **Resignation.** Any Member may resign by filing a written resignation with the President or the Secretary of the Corporation. Such resignation shall not relieve the Member so resigning of the obligation to pay any dues theretofore accrued and unpaid. Failure to pay dues within ninety (90) days of applicable Due Date (as defined herein) shall be considered a resignation for all purposes. A written resignation is not needed if the Member is forced to resign due to a failure to pay dues.
- F. **Membership Agreement.** Members shall be required to acknowledge the following Membership Agreement in their application for membership:
- As a member of the Orinda Baseball Association (the "Corporation"), I agree to abide by this Membership Policy, which is designed for the benefit of all Members. I understand that participation in the Corporation is a privilege, and membership may be revoked with just cause.
- G. **Good Standing.** Any Member of the Corporation who has fully paid his or her dues and abides by this Policy shall be considered a Member in good standing of the Corporation.

ARTICLE II. MEMBERSHIP DUES, FEES, AND ASSESSMENTS

- A. **Annual Dues.** The annual dues of Members shall be determined by the Board in its sole discretion. Members must pay their annual dues in advance of enjoying any benefits of membership. Dues are to be paid at the time a new Member is approved to membership and subsequently by December 31st for the succeeding year, or as otherwise established by the Board (the "Due Date").

- B. **Assessments and Fees.** In order to meet the obligations of the Corporation, the Board may also levy membership assessments, and fees for specific purposes and activities as a component of member dues, except that such assessments and fees must be noticed in the year prior to their effective date in order to be valid.

ARTICLE III. DISCIPLINARY PROCEDURE

The Corporation's disciplinary procedure is put in place to ensure the enjoyment of membership by all Members. If certain Members act in a manner inconsistent with the standards of the Corporation, then disciplinary action may be sought, up to and including removal of the Member from the Corporation. The following procedures are in place for addressing Member misconduct.

- A. **The Complainant.** Any Member of the Corporation in good standing may bring a complaint against any other Member, including Directors and Officers, for any reason that the Member honestly and in good faith believes creates a reasoned basis for disciplinary action, including violation of this Policy or the Corporation's Member Code of Conduct. The complaint shall be written and set forth a full explanation of the factual grounds upon which the complainant believes that a certain Member should be disciplined. The failure to make a complaint honestly and in good faith shall itself be grounds for disciplinary action.
- B. **The Respondent.** Any Member who has a complaint brought against him/her is subject to the procedures outlined in this Policy.
- C. **Interim Action/Interim Suspension.** Any time following the submission of a complaint against the respondent, the Board, by a two-thirds (2/3) vote, may modify or suspend the rights of the respondent to participate in any Corporation activities or programs until resolution of the disciplinary proceeding. The Board shall base such a decision on the reliability of the complaint and the severity of the accusation. A decision to modify or suspend membership rights shall be in the sole discretion of the Board.

The decision to modify or suspend the membership rights of a Member for an interim period will be communicated to the Member and will be effective immediately. Notification will either be hand delivered or sent by certified mail. Failure or refusal to take receipt of notification will not negate or postpone the modification or suspension of membership rights. The interim suspension or modification of membership rights shall remain in effect until a final decision has been made on the pending complaint or the Board, in its sole discretion, determines that such suspension or modification is no longer necessary. Such suspension or modification of membership rights shall not terminate, suspend, or modify the respondent's obligation to pay dues.

D. Disciplinary Process

Within five business days of receiving a complaint, the Board shall notify the respondent, in writing, of the following:

- the nature of the complaint;
- the alleged conduct giving rise to the complaint;
- any interim disciplinary action taken in response to the allegation;
- the need to appear before the Board to address the allegations made in the complaint; and
- the need to be prepared to either admit or deny the allegations made in the complaint.

The Board shall set a date to conduct a disciplinary hearing. Written notice shall be provided to the complainant and the respondent at least thirty (30) days before the hearing date. The Board shall have the right to request that witnesses attend the hearing or submit a sworn statement of fact relating to the matter subject to the complaint. The respondent shall also have the right to request that witnesses attend the hearing or submit a sworn statement of fact on his/her behalf.

In order to acquire the best information upon which to base a decision, it is recommended that the respondent attend the disciplinary hearing in person or by conference phone. However, the respondent need not be present for the disciplinary hearing to proceed.

All disciplinary hearings are private and closed to everyone except the persons involved, which includes the complainant, the respondent, any witnesses, and the Board of Directors. The respondent may not be accompanied by legal counsel (practicing attorney or not) unless criminal charges are pending or foreseeable, in which case an attorney may accompany the respondent for the sole purpose of advising the respondent during the disciplinary hearing.

E. **Procedure for Disciplinary Hearing.** Disciplinary hearings are conducted by the Board. The following is a general description of the disciplinary hearing procedures. The procedures may vary, at the sole discretion of the Board, as appropriate for specific hearings.

- The President, or his or her designee, shall read the complaint.
- The President, or his or her designee, shall request that the complainant present his/her account of the alleged actions giving rise to the complaint. The Board may then present other relevant evidence relating to the alleged actions, including, but not limited to witnesses and statements of fact signed by individuals with knowledge relating to the alleged actions.
- The respondent will then have the opportunity to present his/her account of the alleged actions giving rise to the complaint. The respondent shall also be provided the opportunity to present other relevant evidence relating to the alleged actions, including, but not limited to witnesses and sworn statements of fact signed by individuals with knowledge relating to the alleged actions.
- The Board will have the opportunity to ask the complainant, respondent, and any witnesses in attendance relevant questions pertaining to the allegations made in the complaint.
- The complainant and respondent will be offered an opportunity to make a summary statement to the Board at the conclusion of the disciplinary hearing.
- All other persons besides the Board will then be excused from the hearing while the Board considers the information presented and determines responsibility for the alleged violation, and any recommended disciplinary actions that should be taken in the event the respondent is found responsible for the violation.

F. **Types of Disciplinary Actions.** After the disciplinary hearing, the Board shall determine what, if any, disciplinary actions should be taken. With the exception of a decision to take no action, a decision to take a particular disciplinary action must be supported by an affirmative vote of two-thirds (2/3) of the entire Board. Disciplinary actions may include, but are not limited to, the following:

- **No Action.**
- **Written Warning.** An official written statement expressing disapproval of acts committed. A written warning may be combined with other disciplinary actions.
- **Disciplinary Probation.** A period of time specified for observing and evaluating the Member's conduct, with or without special conditions, indicating that further violations while on probation may result in more severe disciplinary action. Probation will be imposed for a specific period of time and the Member shall automatically be removed from probation when the specified period of time expires. Disciplinary probation may be combined with other disciplinary actions.
- **Restitution.** Restitution constitutes reimbursement for damage to or misappropriation of property, which may take the form of direct financial compensation, of service, or other forms of indirect compensation. In the

event that damage occurs as a result of a Member's action and that action represents a Policy violation, the member will be held personally liable for restitution.

- **Suspension of Membership.** A suspension of membership may be imposed for any length of time determined by the Board. The suspended Member must apply to the Board for the reinstatement of his/her membership. Suspension of membership may be combined with other disciplinary actions.
- **Termination of Membership.**

In addition to the above stated disciplinary actions, the Board may take any disciplinary actions that it deems necessary. Conditions for reinstatement of membership or approval to participate in Corporation programs and events, if any, shall be stated in the notice of the result of the disciplinary process.

Notification

The Board shall provide the complainant and the respondent with written notice of its decision regarding any disciplinary actions within five (5) days after the hearing date. Such notice shall be provided by certified mail, in addition to any verbal, electronic, or facsimile notifications they may receive. Notice shall be considered sufficiently served as soon as it is sent by certified mail.

ORINDA BASEBALL ASSOCIATION

MEMBER CODE OF CONDUCT

Orinda Baseball Association (the "Corporation") Member's Code of Conduct (the "Code of Conduct") is intended to provide members of the Corporation with a set of best practices and guidelines with which members agree to adhere to when joining and maintaining their membership in the Corporation. In order to qualify as a member or renew membership, each member will be required to comply with this Code of Conduct.

This Code of Conduct represents a commitment by the Corporation and its members to follow the ethical standards and best practices evidenced by this Code of Conduct at all times, including, but not limited to: behaving with common courtesy and civility; conducting themselves in a businesslike, ethical, and appropriate manner; and not engaging in or facilitating any discriminatory or harassing behavior directed toward any Corporation staff, officer, director, member, meeting attendee, program participant or attendee, exhibitor, advertiser, sponsor, supplier, contractor or others in the context of activities relating to the Corporation.

Conduct at non-Corporation-sponsored activities is viewed as the members' personal business. Conduct at Corporation-sponsored events and meetings is expected to be in accordance with this Code of Conduct. The Corporation reserves the right to impose disciplinary sanctions or take other appropriate action when conduct is not in accordance with this Code of Conduct.

The following categories and examples of unacceptable behavior are subject to disciplinary actions. The Corporation reserves the right to identify other behaviors not listed below. The Board of Directors of the Corporation (the "Board") will make such determinations.

Personal Misconduct

Unacceptable personal misconduct is defined as:

- Harassing, physically threatening, or physically or verbally abusing any person in the Corporation or at any Corporation-sponsored function or event.
- Conducting oneself in a manner endangering the health or safety of another person.
- Harassing any individual because of that person's race, color, gender, religion, marital status, disability, sexual orientation, or for other reasons by: (a) intentionally subjecting another person to offensive physical contact other than self-defensive; (b) specifically insulting another person in his or her immediate presence with abusive words or gestures when a reasonable person would expect that such act would cause emotional distress or provoke a violent response; or (c) unwanted sexual behavior directed toward an individual.
- Engaging in lewdness or indecency.
- Exhibiting disorderly conduct (including that resulting from drunkenness), unreasonable noise, or behavior that results in unreasonable annoyance.
- Tampering with safety systems (such as fire-fighting equipment), turning in a false alarm, or engaging in behavior that constitutes a fire hazard.

- Stealing any property.
- Selling, brandishing, or possessing firearms, ammunition, explosives, dangerous chemicals, or any other objects as weapons.
- Defacing property, public or private.

Disruption

Disruption shall be defined as creating noise or other disturbances that disrupt Corporation activities or Corporation-sponsored events, or that disrupt either participants or non-participants at the venue of a Corporation-sponsored event.

Abuse of Controlled Substances

For the purposes of the application of this Code, controlled substances shall be defined as:

- **Intoxicants**: The purchase, possession or consumption of alcoholic beverages is regulated by State law. Members are expected to know and abide by State law and by Corporation rules and regulations governing the use of alcoholic beverages at Corporation-sponsored events. The following is not permissible:
 - possession or consumption of alcoholic beverages by persons under 21 years at Corporation-sponsored events;
 - furnishing alcoholic beverages to any member under the age of 21 years;
 - consuming alcohol at a Corporation-sponsored event in public areas (i.e. hotel lobbies or hallways); and
 - using Corporation funds for the purchase of alcoholic beverages.
- **Illegal Drugs and Substances**: Members are not permitted to be under the influence of, possess, manufacture, distribute, or sell illicit drugs, as prohibited by State law, at Corporation-sponsored or approved events. Reasonable suspicion of possession or use of illegal drugs and substances at Corporation-sponsored events may subject the person involved to investigation.

The Board is authorized to develop and maintain this Code of Conduct and also establish and implement procedures and guidelines for the purpose of determining when violations or failures occur and for allowing the members to participate in a resolution process that is both reasonable and fair to the members.