

### **Article 19: Borrowing Powers**

For the purpose of carrying out its objectives, LSC may borrow or raise or secure the payment of money in such manner as it thinks fit and in particular debentures, but this power shall be exercised only under the authority of LSC and in no case shall debentures be issued without the sanction of a special general meeting of LSC.

### **Article 20: Code of Conduct**

1. Members have an obligation not only to abide by the Bylaws and Rules and Regulations of LSC but also act in a manner that evidences their commitment to the principles and intent of the Bylaws and Rules and Regulations.
2. All members will be treated equitably and fairly in all matters. Members shall not discriminate against other members by means of different, unequal or inconsistent treatment applied to individuals or segments of the members.
3. Private interests shall not provide the potential for, or the appearance of an opportunity for benefit, wrongdoing or unethical conduct. It is important to emphasize that conflict of interest relates to the potential for wrongdoing as well as to actual or intended wrongdoing.
4. Information or data entrusted to members for use in their capacity or position shall not be disclosed or disseminated in a manner that may cause embarrassment to LSC, or that betrays a trust or confidence.
5. Members shall at all times exhibit deportment that maintains LSC's reputation and shall at no time harm or hinder LSC or its ability to represent the sport.
6. No member shall harass another member by actions that include, but are not limited to, unwelcome remarks, invitations, requests, gestures or physical contact that whether indirect or explicit, has the purpose or effect of humiliating, interfering with or creating an intimidating situation for that other member. Harassment shall be considered an inappropriate behaviors, be it ethnic, religious or sexual in nature.
7. The interaction or involvement of members under the jurisdiction of LSC shall not result in threats, intimidation, or inflicted physical distress between such members, whether implied or explicit.

8. The Board shall have power to make rules, regulations, and arrangements as to all matters of business, duties, management, regulations or otherwise, so far as it is not already herein expressly provided for. In keeping with their duty to enforce all the laws all the time and without waiting for an official protest or appeal, the Board shall immediately inquire into the circumstances of any alleged irregularity which may be brought to their attention by a duly responsible officer of any member and take appropriate action without delay. This in no way shall enable the complainant to gain anything personally therefrom.
9. The Board shall have the power to deal with all protests and appeals and all cases of discipline of any nature whatsoever arising out of games played under its jurisdiction and empowered to use if necessary, its authority in the preservation and enforcement of good order in accordance with the Constitution of the ASA.
10. The Board may make rules governing the practice and procedures in relation to appeals and hearings of any nature.
11. The Board or its delegates may, at a hearing or appeal, receive and base its decision upon evidence adduced at the hearing or appeal and considered by it to be credible or trustworthy in the circumstances of each case.

#### **Article 21: Conflict of Interest**

1. On election to the position of a Board member of LSC, the newly elected Board member shall immediately disclose, in writing, any personal, professional or business activity that may be construed as a potential conflict of interest and periodically thereafter update such disclosure.
2. A Board member of LSC shall not permit his/her own interest to conflict in any way with his/her fiduciary responsibilities to LSC.
3. A Board member of LSC shall not benefit directly or indirectly from any transaction with LSC, unless it is to the clear advantage of LSC as determined by the Board of LSC.
4. A Board member of LSC shall declare a conflict of interest and abstain from voting on any discussion matter relating specifically to his/her involvement with another soccer organization, private business interest or outside not-for-profit or charitable organization.

5. A volunteer Board member of LSC shall not receive compensation for his/her services, except for compensation for out-of-pocket expenses incurred in the performance of his/her duties on behalf of LSC.
6. Any deviation or perceived deviation from these Conflict of Interest Rules shall be acted on only if reported, in writing, by the complainant to the Board of LSC.
7. Any Director who, by personal or business conduct violates any part of Article 21 may be suspended from the Board by two-thirds ( $\frac{2}{3}$ ) majority vote of the entire Board of LSC after an investigation has been made at which the member concerned has been given a proper hearing with a full opportunity to explain his/her action. When such a hearing is being initiated, notice of such hearing shall be given to all concerned, in writing, not less than seven (7) days before such meeting. Such suspension will remain in effect until ratified by the membership of LSC at its next General Meeting.