

Code of Ethics

CREW East Bay, Inc. (CREW East Bay) seeks at all times to conduct its business in accordance with the highest standards of honest and ethical conduct and in compliance with applicable laws, rules, and regulations.

This Code of Ethics (the Code) governs the business decisions made and actions taken by CREW East Bay's directors, officers, members, and administrators and is an expression of CREW East Bay's fundamental and core values, which include: (1) leadership, (2) advancement, (3) diversity, and (4) collaboration in support of the missions of CREW East Bay and Commercial Real Estate Women Network (CREW Network), which is to transform the commercial real estate industry by advancing women as influential leaders in the commercial real estate industry by providing educational resources, recognition, and opportunities to build professional relationships.

These core values and other standards of conduct in this Code provide general guidance for resolving a variety of legal and ethical questions. However, in addition to compliance with the Code and applicable laws, rules and regulations, all CREW East Bay directors, officers, members and administrators are expected to observe the highest standards of business and personal ethics in the discharge of their assigned duties and responsibilities.

The integrity, reputation and success of CREW East Bay ultimately depends upon the individual actions of each of its directors, officers, members and administrators. As a result, each such individual is personally responsible and accountable for compliance with this Code.

Pursuant to Section 3.11 of the First Amended and Restated Bylaws of CREW East Bay and the provisions of the California Nonprofit Mutual Benefit Corporation Law, the Board of Directors, as such term is defined in such Bylaws, in its sole discretion, may terminate the membership of any member of CREW East Bay, including if she/he engages in conduct that is materially and seriously prejudicial to the interests of CREW East Bay as set forth herein.

A. Conflicts of Interest

Each individual should act in the best interest of CREW East Bay and avoid situations that present a potential or actual conflict between their interests and the interests of CREW East Bay. While members, or their companies or employers, may provide goods or services to CREW East Bay, such goods or services are in general donated. When CREW East Bay pays for such goods or services, the member must fully disclose the normal cost of such goods or services, and must provide them to CREW East Bay at a price not higher than market.

CREW EAST BAY MISSION

To advance women as influential leaders in the commercial real estate industry by providing educational resources, recognition, and opportunities to build professional relationships.

B. Protection and Proper Use of CREW East Bay Assets

Each individual is required to protect CREW East Bay's assets entrusted to her or him, and to take appropriate steps to ensure that CREW East Bay's assets are used only for legitimate CREW East Bay business.

In addition to financial and tangible assets of CREW East Bay, CREW East Bay places a high value upon the goodwill and respect that it has earned over the years in the commercial real estate industry. Therefore, individuals are prohibited from taking actions that would erode CREW East Bay's goodwill and respect in the commercial real estate industry. While it is impossible to catalog all actions which could be prohibited, the following are some examples:

- Conducting oneself inappropriately at a public function, by example, becoming publicly inebriated or abusive, or engaging in conduct that is generally unacceptable in business situations;
- Misrepresenting one's position, whether in one's own employment situation or one's position within CREW East Bay or another professional organization;
- Misusing the names, addresses, phone or fax numbers contained in the CREW East Bay directory to send email or other communications not related to the mission of CREW East Bay, which is advancing the success of women in the commercial real estate industry. By way of example only, CREW East Bay members should not be sent jokes or other junk mail, or email of a personal nature, unless such member has personally and specifically indicated her or his desire to be the recipient of such email. In general, (i) communications should be sent to groups of persons only when such persons are each involved in the work or activity which is the subject of the communication, and (ii) communications of a personal nature sent to multiple individuals, especially if those individuals are not parties to the subject of the communication, are likely to be inappropriate communications;
- Engaging in any conduct that is an act of moral turpitude, whether or not such act results in professional discipline.
- Harrassing others. In general, if someone asks you to stop something, then stop. When we disagree, try to understand why. Differences of opinion and disagreements are mostly unavoidable. What is important is that we resolve disagreements and differing views constructively.

Any questions concerning the protection and proper use of CREW East Bay assets should be directed to the Board of Directors.

C. Confidentiality

Free and frank discussions and the ability to gather market information and develop strategies to further the mission of the organization are necessary for the success of CREW East Bay. Therefore, confidential

information generated and gathered, and confidential deliberations of the Board of Directors or any committee appointed by the Board of Directors, shall not be disclosed or distributed except when disclosure is authorized by the Board of Directors or required by law or other regulations.

D. Fair Dealing

Individuals should act fairly, honestly, ethically and in accordance with applicable law in all business dealings, both those on behalf of CREW East Bay and in their own profession. No individual should take unfair advantage of another person through manipulation, concealment, abuse of privileged or confidential information, misrepresentation of material facts, or any other unfair dealing practice. No individual should slander or libel, or otherwise untruthfully or maliciously disparage the reputation of others in the commercial real estate industry.

That the dignity of our chosen professions may be perpetuated, it is the duty of all CREW East Bay members to¹:

- Be patient and courteous.
- Be inclusive. We welcome and support people of all backgrounds and identities. This includes but is not limited to members of any sexual orientation, gender identity and expression, race, ethnicity, culture, national origin, social and economic class, educational level, color, immigration status, sex, age, size, family status, political belief, religion, and mental and physical ability.
- Be respectful. We won't all agree all the time, but disagreement is no excuse for disrespectful behavior. We will all experience frustration from time to time, but we cannot allow that frustration to become personal attacks. An environment where people feel uncomfortable or threatened is not a productive or creative one.
- Choose your words carefully. Always conduct yourself professionally. Be kind to others. Harassment and exclusionary behavior are not acceptable. This includes but is not limited to: threats of violence; discriminatory jokes and language; sharing sexually explicit or violent material via electronic devices or other means; personal insults, especially those using racist or sexist terms; unwelcome sexual attention; advocating for, or encouraging, any of the above behavior.
- Our differences can be our strengths. We can find strength in diversity. Different people have different perspectives on issues, and that can be valuable for solving problems or generating new ideas. Being unable to understand why someone holds a viewpoint doesn't mean that he or she is wrong. We all make mistakes; blaming each other gets us nowhere. Instead, focus on resolving issues and learning from mistakes.

Adopted as of: June 25, 2020

¹ Adapted from <https://www.betterteam.com/professional-code-of-conduct>