

BOARD MEMBERS CODE OF CONDUCT

The Board Members of _____ have the responsibility and duty to make decisions and conduct business for the benefit of the entire Committee. As chosen leaders of the Committee, the Members are responsible for setting a professional tone and maintaining a high standard of ethical conduct that serves the best interest of the community as a whole. Each Member is expected to set aside any personal agenda, serve for the benefit of the entire Board and community, and adhere to the following Code of Conduct:

- The Board will use its best efforts at all times to make decisions that are consistent with the Association's Master and Supplemental Declarations, as amended and restated, and the By-Laws and to protect, maintain and enhance the value of the Association's Common Areas and Property.
- The Board will conduct itself in good faith, with a fair, reasonable, and consistent manner that promotes the intent of the duty with which the Board is charged.
- The Board will conduct itself in accordance with the Association's adopted policies disallowing discrimination against any person on the basis of race, color, age, religion, national origin, sexual orientation, disability, sex, and any other category protected by law.
- Board Members are expected to be familiar with all of the Association's legal documents, CC&Rs, By-Laws, Policies and Guidelines, etc. which govern the operation of the Association. Board Members are expected to abide by all these documents, as Board Members, Association Members, and as Owners of Lots. Violations by the Board Members shall be treated consistent with violations by any Owner and may also include a request for resignation from serving on the Board if the violation is not cured after notice to the Board Member, and the Board Member has been given an opportunity for a hearing to discuss the violation.
- Board meetings shall be conducted in a professional and business-like manner. Personal attacks against Owners, Board Directors, management, or guests are not consistent with the best interest of the community and will not be tolerated. Such behavior shall be grounds for disciplinary measures and/or a request for resignation from serving on the Board.
- The Board will conduct business and act upon decisions made by the majority of its Members, and no Board Member shall act outside of the decision of the majority by making statements, promises, or commitments not approved by the majority of the Committee.
- Any Board Member acting individually against decisions approved by the majority shall not be indemnified by the Association and may be subject to the PERSONAL liability damages resulting from any claims filed by injured parties and a request for resignation from the Board.
- Board Members shall not use their position on the Board for personal gain. NO Board Member shall willingly or knowingly misrepresent facts for the sole purpose of advancing a personal cause or influencing the Association to advance a personal cause.



- Any perceived or potential conflict of interest regarding any aspect of the business operations of the Board shall be immediately disclosed by the Board Member to the other Board Members so involved and the Board Member with the perceived or potential conflict of interest shall abstain from voting on any issue where the conflict exists.
- Board Members shall not distribute, disclose, or disseminate (or permit the distribution, disclosure, or dissemination of) any confidential information, including, without limitation, legal, contractual, personnel, or management matters obtained by the Board Member, to anyone other than its own officers, directors, or agents with a reasonable need to know the confidential information, (b) who are legally obligated to preserve the confidentiality of the information and (c) have been informed of the Board Member's obligations of confidentiality hereunder. This duty of confidentiality also includes confidentiality of the personal lives of Board Members, management staff, and Association Members.
- Board Members shall not engage in defamation, by any means, of any individual Board Member, any member of management, vendor, or any Member of the Association.
- Individual Board Members shall not unreasonably interfere with the daily activities of management staff, so hired, nor the actions of any contracted personnel or service. All substantive communications with vendors/contractors are to be provided by the HOA management on behalf of the Board Members. All substantive communications concerning non-vendor/contractor services rendered to or by the Board must be approved by Board President, on behalf of the Board of Directors, and the HOA Manager.

Member Signature _____

Printed Name _____

Date _____