



Summerwood Community Association Board of Directors **Code of Conduct Agreement**

The Summerwood Community Association will adopt the following Code of Conduct for all Board of Directors to adhere by during their term in order to ensure that they maintain a high standard of ethical conduct in the performance of the Association business, and to ensure that the residents maintain confidence in and respect for the entire Board. The Summerwood HOA Board of Directors are entrusted by the members of the community and have been selected to assume responsibilities for ensuring that the Board carries out the mandate prescribed in its By-Laws. The Summerwood HOA Board of Directors and the community requires personal and professional conduct that meets the highest standards.

1. Conflict of Interest:

No Board member shall derive any personal profit or gain, directly or indirectly by reason of his or her service as a Board of Director with Summerwood Community Association. Members shall conduct their personal affairs in such a manner as to avoid any possible conflict of interest with their duties and responsibilities as members of the board. Summerwood Board of Directors should not allow personal relationships or considerations, including bias or favoritism, to influence the performance of their official duties and they should avoid situations that create a conflict of interest. Nevertheless, conflicts may arise from time to time.

- a) When there is a decision to be made or an action to be approved that will result in a conflict between the best interests of Summerwood Community Association and a member's personal interests, the member has a duty to immediately disclose the conflict of interest so that the rest of the members decision making will be informed about the conflict.
- b) Any member having a conflict of interest shall not vote or use his or her personal influence to address the matter, and he or she shall not be counted in determining the quorum for the meeting.
- c) It's every member's obligation, in accordance with this policy, to ensure that decisions made by the members reflect independent thinking. Consequently, in the event that any member receives compensation from a decision such compensation will not be accepted.
- d) Any conflicts disclosed to the members will be made a matter of record in the meeting minutes in which the disclosure was made, which shall also note that the member with a conflict abstained from the vote and was not included in the count for the quorum for that meeting.

2. Confidentiality:

Board Members are reminded that confidential financial, personnel, and other matters concerning the association, staff and contractors are confidential. Other matters may be included in the member materials or discussed from time to time in meetings. Members should not disclose such confidential information to anyone. Keep the deliberations of the Board and any and all information, whether verbal or in the form of documents, electronic communications, or in any other form or format, which comes into your possession or knowledge as a Board member.



3. Voting:

Board Members have a fiduciary duty to cast their votes in a manner for the best interests of the community. If the member is unable to perform his or her duty on a particular issue because a conflict of interest, the member should disclose the problem and abstain from voting on the issue

4. Active participation:

Board Members are expected to exercise the duties and responsibilities of their positions with integrity, unity, and care. This includes:

- a) Act within the boundaries of their authority as defined by law and the governing documents of the association.
- b) To attend and participate in all meetings and communications to the best of their ability to be present.
- c) Being prepared to discuss the issues on the agenda and having read all background material relevant to the topics at hand.
- d) Cooperating with and respecting the opinions of fellow Board members, and leaving personal prejudices out of all discussions, as well as supporting actions of the members even when the member personally did not support such action.
- e) To place the best interests of the association above personal interests; the interests of a particular homeowner; or the interests of a faction of homeowners.
- f) Representing the organization in a positive and supportive manner at all times and in all places.
- g) To do my best to ensure that the Association's finances are well managed.
- h) Showing respect and courteous conduct in all meetings; refrain from speaking out of turn.
- i) Allow Management to act within their framework of their day to day business operations and polices established by the Board of Directors.
- j) To resign from the Board if you find that you can no longer maintain this agreement to serve.

5. Prohibition Against Harassment:

Summerwood Community Association strives to maintain a workplace that is free from illegal discrimination and harassment. Any board member who engages in discriminatory or harassing conduct is subject to censure and removal from the Board. Complaints alleging misconduct on the part of Board members will be investigated promptly and as confidentially as possible by the Board of Directors and the property management company. Summerwood Board of Directors should treat their colleagues and the staff with courtesy and respect, without harassment, physical or verbal abuse. With respect to harassment and discrimination, since the standards applicable to Board staff represent the highest standards of ethical conduct in these areas, those standards shall also apply to Summerwood HOA Board of Directors.



6. Any form of retaliation by a Summerwood HOA Board of Directors against Board members, Advisors, contractors or residents will be deemed as a form of misconduct.

7. When making public statements or speaking to the media on Board-related matters, Summerwood HOA Board of Directors should make clear whether they are speaking in their own name or on behalf of the Summerwood HOA Board of Directors.

8. Members of the Summerwood Board of Directors shall send and receive association related information leveraging an email address that is used solely by the board member and its content is shared only with elected board officials and property management personnel.

Each Board Member is obligated to read and sign the provisions of this Code of conduct. You hereby pledge to carry out in trustworthy and diligent manner the duties and obligations associated with this role as a Board Member and abide by this Code of Conduct. You understand that failure to abide by this Code of Conduct may result in your removal as a Board Member. The Code of conduct may be amended by the Board of Directors. To the extent required by law, amendments to the code of conduct shall be disclosed publicly.

Printed Name: _____

Signature: _____

Date: _____