



## **Board of Directors Code of Conduct and Confidentiality Agreement**

**While serving on the Board of Directors or it's Committees, Directors and Committee members are expected to act in accordance with the following guidelines:**

1. At all times to serve the best interests of the Association as a whole regardless of their personal interests.
2. Act in good faith.
3. Seek the advice of an expert, when required, to get additional information before deciding.
4. Review and digest all materials provided prior to the time of the Board Meeting.
5. Remain objective and make the best possible business decisions for the Association, taking into consideration all available information, circumstances, and resources.
6. Act within the scope of their authority as defined by law and the Association's Governing Documents.
7. Act in open Board meetings and provide opportunities for residents to participate in the discussion of decisions facing the Association.
8. Perform their duties without bias for or against any individual or group of owners or non-owner residents.
9. Avoid conflict of interest by disclosing personal or professional relationships with any company or individual who has or is seeking to have a business relationship with the Association.
10. Avoid use of profanity and personally aggressive behavior towards other Board members, owners, non-owning residents, management, and vendors of goods or services. Be courteous and respectful during Board meetings.
11. Do not bring alcoholic beverages to any Board or membership meeting, and do not attend any meeting while under the influence of any drug or alcohol.
12. Participate fully in discussions and vote their conscience. And, once a vote is taken, support all duly adopted Board decisions even if the Board member was in the minority regarding actions that may not have obtained unanimous consent.
13. Board members should never reveal confidential information provided by contractors or share information with those bidding for Association contracts unless specifically authorized by the Board. Never make unauthorized promises to a contractor or bidder.



14. Never reveal a confidential communication from the Association Attorney. Additionally, Board and Committee members shall not share 'Board confidential information' with unauthorized persons during or after their term of service.
15. Do not advocate or support any action or activity that violates a law or regulatory requirement.
16. No directors shall use their positions or decision-making authority for personal gain or to seek an advantage over another owner or non-owner resident.
17. No directors are authorized to spend Association funds for their own personal use or benefit.
18. Directors and officers are prohibited from accepting any gifts — directly or indirectly — from owners, residents, contractors, or suppliers, except at an educational program or trade show, as provided by law.
19. Never misrepresent known facts in any issue involving Association Business.
20. Never divulge personal information about any Association owner, resident or employee that was obtained in the performance of Board duties.
21. No Board member will make personal attacks on colleagues, staff, or residents.
22. No Board member shall harass, threaten, or attempt through any means to control or instill fear in any Board member, owner, resident, employee, or contractor.
23. A Board member shall not reveal to any owner, resident or other third party the discussions, decisions and comments made at any meeting of the Board properly closed or held in executive session in accordance with the Law; including information protected by the attorney/client privilege.

***FAILURE TO ADHERE TO THIS CODE OF CONDUCT MAY RESULT IN ACTION  
AGAINST THE INDIVIDUAL BOARD MEMBER BY THE ASSOCIATION***

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Signature

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Date