

## **Greentrees Village HOA Code of Ethics for Board**

All board members are required to adhere to the below code of ethics, based upon the Community Association Institution (CAI).

Board members should:

1. Strive at all times to serve the best interests of the association as a whole regardless of their personal interests.
2. Use sound judgment to make the best possible business decisions for the association, taking into consideration all available information, circumstances and resources.
3. Act within the boundaries of their authority as defined by law and the governing documents of the association.
4. Provide opportunities for residents to comment on decisions facing the association.
5. Perform their duties without bias for or against any individual or group of owners or non-owner residents.
6. Disclose personal or professional relationships with any company or individual who has or is seeking to have a business relationship with the association.
7. Conduct open, fair and well-publicized elections.
8. Always speak with one voice, supporting all duly adopted board decisions—even if the board member was in the minority regarding actions that may not have obtained unanimous consent.

Board members should not:

1. Reveal confidential information provided by contractors or share information with those bidding for association contracts unless specifically authorized by the board.
2. Make unauthorized promises to a contractor or bidder.
3. Advocate or support any action or activity that violates a law or regulatory requirement.
4. Use their positions or decision-making authority for personal gain or to seek advantage over another owner or non-owner resident.
5. Spend unauthorized association funds for their own personal use or benefit.
6. Accept any gifts—directly or indirectly—from owners, residents, contractors or suppliers.
7. Misrepresent known facts in any issue involving association business.
8. Divulge personal information about any association owner, resident or employee that was obtained in the performance of board duties.
9. Make personal attacks on colleagues, staff or residents.
10. Harass, threaten or attempt through any means to control or instill fear in any board member, owner, resident, employee or contractor.
11. 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.
12. Post on social media, especially on controversial subjects or weigh in on any subject that would require a board vote or board review. No comments should be made about any residents.

Consequences of violating the code of ethics would include removal from office if an officer and/or censure by the board.

Censure is a formal public reprimand or condemnation of a board member's behavior that is not in line with the board's policies or decorum. It's often used by legislative bodies to communicate to the public that a member's actions are unacceptable. Censure can be a form of public humiliation and is not a disciplinary action. Here are some examples of behaviors that may warrant censure:

- Disrupting meetings

- Breaching confidences

- Interfering with association operations

- Breaching fiduciary duties Improper behavior toward association vendors or employees

- Undisclosed conflicts of interest

Censure can be imposed at a regular or special meeting open to the public after the board determines in good faith that the member has engaged in unacceptable conduct. The censure should include the specific conduct and the consequences of not changing it. The board should also give the member the opportunity to respond to the charges. Censure is recorded in the meeting minutes and can be noted in the association's public minutes.