

**Starlight Cove Homeowners Association**  
***Board of Directors and Committee Members***  
***Code of Ethics***

Members herein, defined as Board of Directors (including ex officio members of the board) and committee members, where applicable, shall at all times abide by and conform to the following code of conduct in their capacity as board and committee members:

1. Follow the rules and act lawfully.
  - Each member will abide in all respects by the *Code of Ethics* and all other rules and regulations of the association (including but not limited to the association's articles of incorporation and bylaws) and will ensure that their membership (or the membership of the entity for which they serve as officer, director, employee, or owner, as the case may be) in the association remains in good standing at all times. Furthermore, each member will at all times obey all applicable federal, state and local laws and regulations and will provide or cause to provide the full cooperation of the association when requested to do so by those institutions and their persons set in authority as are required to uphold the law.
  - Do not engage in any outside business, professional or other activities, that would directly or indirectly materially adversely affect the association;
  - No member will use any information provided by the association or acquired as a consequence of the board member's service to the association in any manner other than in furtherance of his or her board and committee duties. Further, no member will misuse association property or resources and will at all times keep the association's property secure and not allow any person not authorized by the board of directors to have or use such property.
  - Do not abuse board and committee membership by improperly using membership or the association's staff, services, equipment, resources, or property for personal or third-party gain or pleasure; members shall not represent to third parties that their authority extends any further than that which it actually extends.
2. Maintain a high standard of conduct.
  - Members will conduct the business affairs of the association in good faith and with honesty, integrity, due diligence, and reasonable competence.
3. Maintain confidentiality.
  - Except as members may otherwise require or as otherwise required by law, no member shall share, copy, reproduce, transmit, divulge or otherwise disclose any confidential information related to the affairs of the association and each member of the board will uphold the strict confidentiality of all meetings and other deliberations and communications of the board of directors.
4. Act in the community's interest at all times.
  - Members must act at all times in the best interests of the association and not for personal or third-party gain or financial enrichment. When encountering potential conflicts of interest, members will identify the conflict and, as required, remove themselves from all discussion and voting on the matter.
  - Members will exercise proper authority and good judgment in their dealings with association staff, suppliers, and the general public and will respond to the needs of the association's members in a responsible, respectful, and professional manner.

- Do not solicit or accept gifts, gratuities, free trips, honoraria, personal property, or any other item of value from any person or entity as a direct or indirect inducement to provide special treatment to such donor with respect to matters pertaining to the association without fully disclosing such items to the board of directors.
- Provide goods or services to the association as a paid vendor to the association only after full disclosure to, and advance approval by, the board, and pursuant to any related procedures adopted by the board.

5. Act professionally.

- Each member will use his or her best efforts to regularly participate in professional development activities and will perform his or her assigned duties in a professional and timely manner pursuant to the board's direction and oversight.
- The board of directors and committees dedicates themselves to leading by example in serving the needs of the association and its members and also in representing the interests and ideals of deed restricted communities at large.

6. Be loyal.

- Members shall respect the authority of the Board by not undermining majority decisions, actions, and enacted policy.

7. Demonstrate mutual respect.

- Do not engage in or facilitate any discriminatory or harassing behavior directed toward association staff, members, officers, directors, meeting attendees, exhibitors, advertisers, sponsors, suppliers, contractors, or others in the context of activities relating to the association.

8. Maintain a supportive and positive attitude.

- Members shall encourage homeowners, vendors, contractors, and subcontractors to promote better performance and teamwork. Conversations and correspondence between individuals within the association or between members and external parties must be solution oriented.

9. Retire sensibly.

- Upon termination of service, a retiring member will promptly return to the association all documents, electronic and hard files, reference materials, and other property entrusted to the board member for the purpose of fulfilling his or her job responsibilities. Such return will not abrogate the member from his or her continuing obligations of confidentiality with respect to information acquired as a consequence of his or her tenure on the board of directors or as a committee member.

This *Board of Directors and Committee Members Code of Ethics* was adopted by the Starlight Cove Homeowner's Association Board of Directors on \_\_\_\_\_, 2016.

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Signature

Title

Date