

Title: CODE OF ETHICS AND CONDUCT

Purpose: Members of the Board of Directors of Holiday Beech Villas COA, Inc. must acknowledge and subscribe to the following Code of Ethics and Conduct

- I.** Board members must abide by and support the Holiday Beech Villas Mission, Vision and Values Statement.
- II.** Board members must always exercise appropriate fiduciary responsibility for the operations for the multimillion-dollar business the association represents.
- III.** Board members must never solicit or accept, directly or indirectly, any gifts, gratuity, favor or any other thing of monetary value from any person or firm seeking business from the association or any individual whose intent is to influence any decision or action on any official matter. Neither should a board member accept any disparate treatment in the business of the association based on their position on the Board.
- IV.** Board members must disclose any potential conflict of interest.
- V.** Board members will make no promise of anything not approved by the board as a whole to any supplier, contractor, or other individual or entity.
- VI.** Differences of opinion about policy and procedures among board members, or between the board and the association members, will be discussed rationally, on the merits, in a timely and courteous manner, and with emphasis on resolving differences.
- VII.** The board as a whole, and individual board members, will treat each member of the association fairly and without favoritism.
- VIII.** Each board member will respect and maintain the confidentiality of a property owner's file and the personnel records of any employee.
- IX.** No individual board member will interfere with the duties of any employee or attempt to take any directive action with any employee unless directed to do so by the board.
- X.** A Board member may not serve as a paid employee of the association.
- XI.** A Board member shall abstain from a vote where there is a conflict of interest. Conflict of interest is defined as a conflict between the private interests and the official responsibilities of a person in a position of trust.
- XII.** Board members or immediate family of a Board member may not submit bids for work at Holiday Beech Villas due to a conflict of interest. Any other association between individual Board members and bidders shall be disclosed by the Board member.
- XIII.** Each Board member must be a homeowner in good standing to serve on the Board. Good standing is defined as a member that abides by the By-laws and Policies and is current in meeting financial obligations of the Association.
- XIV.** Board members, employees, or family members of either cannot be involved in the counting of votes in elections, changes in bylaws or policies, or other business of the

association.. It may be delegated to other Homeowners or an outside vendor.