

**TOWN SQUARE HOA BOARD MEMBER CODE OF CONDUCT**  
**APPROVED ON NOVEMBER 27, 2023**

The purpose of this Code of Conduct is to

- ❖ Inspire trust and confidence by setting forth expectations of Board members
- ❖ Promote open, safe, respectful and transparent communication between Board members and Town Square HOA homeowners, residents and vendors,
- ❖ Minimize conflicts that may lead to complaints
- ❖ Minimize the likelihood of litigation

***Definitions***

Harassment is defined as unwanted behavior and adverse treatment of a person that is severe or pervasive and is directed at someone based upon their race, color, religion, age, sex, sexual orientation, gender identity, familial status, national origin or disability.

Bullying is defined as unwanted behavior and adverse treatment of a person that is severe or pervasive, but is **NOT** based upon a person's race, color, religion, age, sex, sexual orientation, gender identity, familial status, national origin or disability.

***Board Members shall:***

1. Act within the scope of their authority as determined by applicable laws and the Association's governing documents.
2. Always endeavor to serve the Association's best interests and put their own personal interests aside.
3. Carry out their responsibilities with impartiality.
4. Make decisions for the association using sound judgment and due diligence.
5. Disclose any potential conflicts or interest and recuse themselves from the discussion and vote in case one exists.
6. Allow homeowners the chance to voice their opinions on Association matters in accordance with the *Alta Mesa Unit 11 (Town Square) Homeowners' Association Decorum for Open Board and Member Meetings* rules.
7. Always support the decisions made as a board even if they do not necessarily agree with them.

***Board Members shall not:***

- ❖ Support or promote any activity, action, or behavior that breaches the law or other regulatory requirement.
- ❖ Disclose confidential information to any party outside of the board unless given authorization to do so from the Board.
- ❖ Share to any third party any discussions or decisions made in the executive session of board meetings.
- ❖ Reveal personal information about any homeowner, resident, or employee.
- ❖ Use Association funds for personal use without authorization.
- ❖ Exploit their position as a board member for personal gain.
- ❖ Directly or indirectly accept gifts from members of the community, suppliers, or contractors that can be construed as a bribe.
- ❖ Misreport or conceal facts concerning the Association.
- ❖ Threaten, intimidate, harass or bully any board member, homeowner, resident, contractor, or employee.
- ❖ Make any promises to a bidder or contractor.
- ❖ Make any decisions within his or her capacity as a Board member, which is motivated by self-interest.
- ❖ Willingly engage in any other actions or behavior that constitute a conflict of interest with the Board as determined by the Association's attorney. An example of actions that may constitute a conflict of interest with the Board include taking legal action against the Association, an homeowner, (their guest or contractor) resident, or vendor contracted with the HOA.

***Guidelines when interacting with homeowners about pending or current rules and CC&R violations outside of Board meetings:***

- ❖ For consistency, all non-emergency, written communication that is part of ordinary and routine operations should be initiated and conducted by the Association's community management contractor.
- ❖ Before initiating a discussion with a homeowner (their guest or contractor) in person or via phone, regarding their pending or current violation, politely ask for permission first.
- ❖ If a homeowner approaches you first, with an angry, threatening or hostile tone, de-escalate the tension, decline to engage and thank them for their feedback. Assure them that you take their concern seriously and will bring their concerns to the full Board at the next Association meeting.
- ❖ Identify yourself by name, stating that you are an Association Board member.
- ❖ If the homeowner does not grant permission, graciously end the conversation with no further engagement. It is often more wise to refrain from engaging with an homeowner's guests or contractors unless it is prompted by an emergency situation.
- ❖ Board members should keep in mind that many homeowners failed to realize that they were joining an HOA when they purchased the home.
- ❖ If a homeowner expresses anger or dissatisfaction about a letter they received from the Association or some other aspect of the Association's operations, acknowledge their feelings, thank them for sharing and let them know that you will bring this matter to the attention of the Board at the next Association meeting.
- ❖ Remember, once a discussion evolves into a more lengthy discourse where the Board member is explaining the basics of HOAs (i.e. why the HOA exists, how an HOA operates, the role of the Board and why we have rules) the likelihood that it will become an argumentative and unpleasant exchange increases, exponentially.