

Center Pointe Vistoso Community Association Board Member Code of Ethics

Whereas the Board of Directors of the Center Pointe Vistoso Community Association has the authority and responsibility to make decisions for the benefit of the entire community the Board has approved the following Code of Conduct to ensure that Board members maintain ethical standards in the performance of the Association's business, and to ensure that the residents maintain confidence in and respect for the entire Board.

Board Members shall:

Act in the best interest of the Association as a whole: Board Members serve for the benefit of the entire community, and shall, at all times, strive to do what is best for the Association as a whole. Board Members shall not use their positions to:

- misrepresent facts to the residents of the community for the purpose of advancing a personal cause or influencing the community to place pressure on the Board to advance a Board Member's personal cause.
- promise anything not approved by the Board to any homeowner, contractor, supplier.
- interfere with a contractor implementing a contract in progress, unless they have been specifically designated by the Board to act on that project.
- seek to have a contract implemented that has not been duly approved by the Board.
- solicit or accept, directly or indirectly, any gift, gratuity, favor, entertainment, or any other item of monetary value from a person who is seeking a business or financial relationship with the Association.

Support the decisions of the Board: All Board Members will abide by the decision of the majority of the Directors, even though they may disagree.

Function professionally at all times: Board Members shall conduct themselves in a professional and businesslike manner. Slandering by any means, including the use of insulting or derogatory language, of other Board Members, with whom they disagree, or Management, is not consistent with the best interests of the community and will not be tolerated. The Association shall deem any Board Member who engages in such conduct to be acting outside the scope of his or her authority as a Board Member.

Maintain confidentiality: Board Members shall not disclose to any person information of all legal, contractual, personnel and management matters involving the Association. Board Members shall also maintain the confidentiality of the personal lives of other Board Members, Association Members, Residents and Management.

Work within the Association's framework and refrain from unilateral action: Board Members shall, at all times, work within the Association's framework and abide by the system of management established by the Association's governing documents and the Board. The Board shall act upon decisions duly made; and no Board Member shall act unilaterally or contrary to such decisions.

Comply with governing documents and relevant law: Board Members shall use their best efforts at all times to make reasonable decisions that are consistent with the Covenants, Conditions and Restrictions (CC&Rs), By-Laws, Rules and Regulations, Resolutions and other governing documents of the Association and to be knowledgeable of all such documents. Board Members shall likewise comply with and make decisions that are consistent with all applicable laws, including, but not limited to,

refraining from discrimination against any person on the basis of race, gender, color, religion, national origin, and family status, mental or physical disability.

Disclose conflicts of interest: Board Members shall immediately disclose to the Board any perceived or potential conflicts of interest regarding any aspect of the business of the Association.

A Board Member charged by a fellow Board Member with violating this Code of Conduct shall be called to appear at a Special Executive Session of Board Members. The Board will decide what sanctions will be taken, if any. Sanctions may include, but not limited to imposition of reasonable fines (not to exceed \$500 for each breach of the code), suspension of officer or committee position, initiation of director removal process. No provision of this agreement can be rescinded, altered, and/or amended without majority vote of the Members of the Board of Directors.

This Board Members Code of Ethics was adopted at a duly-held meeting of the Board of Directors of the Center Pointe Vistoso Community Association on the 7 day of July, 2022.

 *John E. Baker, President*

Center Pointe Vistoso Community Association