

**COVE CREEK CLUB, INC.**

**BOARD OF DIRECTORS, OFFICERS AND COMMITTEE MEMBERS**

**CODE OF ETHICS**

*This Code of Ethics is not meant to address every potential ethical dilemma encountered by a Board or Committee Member, but provides a basic framework for Board and Committee behavior.*

**As a Board Member, Officer and/or Committee Member you should:**

1. Strive at all times to serve the best interests of the Association as a whole, regardless of your personal interest;
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 your authority as defined by law and the governing documents of the Association;
4. Provide opportunities for Owners to comment on decisions facing the Association;
5. Perform your duties without bias for or against any individual Owner or group of Owners;
6. Disclose personal and/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. Speak with one voice, supporting all duly-adopted Board decisions, even if you were in the minority regarding actions that may not have obtained unanimous consent; and
9. Understand that any information (written, verbal, or otherwise) obtained during the performance of your duties as a Board or Committee Member must remain confidential. This includes all information about members, clients, employees, and other associated organizations, as well as any information otherwise marked or known to be confidential.

**As a Board Member, Officer and/or Committee Member you should *not*:**

1. Reveal confidential information provided by contractors or share information with those bidding for Association contracts, unless specifically authorized to do so by the Board;
2. Make unauthorized promises to contractors or bidders;
3. Advocate or support any action or activity that violates any law or regulatory requirement;
4. Use your position or decision-making authority for personal gain or to seek advantage over another Owner;

5. Spend unauthorized Association funds for your own personal use or benefit;
6. Accept any gifts (directly or indirectly) from Owners, contractors, or suppliers;
7. Misrepresent known facts on any issue involving Association business;
8. Divulge personal information about any Association Owner or employee that was obtained in the performance of Board duties;
9. Make personal attacks on colleagues, staff, or Owners;
10. Harass, threaten, or attempt through any means, to control or instill fear in any Board member, Committee member, Owner, employee, or contractor; and
11. Reveal to any Owner or other third party the discussions, decisions, and comments made at any meeting of the Board properly closed or held in an executive session.

**As a Board Member and/or Committee Member of Cove Creek Club, Inc., I pledge to abide by the Code of Ethics described above for the duration of my tenure as a Board Member/Committee Member.**

<b>Signature:</b>			<b>Date:</b>	
<b>Printed Name:</b>				
<b>Title:</b>				
<b>Witness Signature:</b>			<b>Date:</b>	

## General Guidelines

### **Directors and Officers Rights and Responsibilities**

One of the best achievements for any Association is creating and sustaining a sense of community among residents and their volunteer leaders. This goal can best be achieved when Members and association leaders recognize and embrace their rights and responsibilities. These principles can serve as an important guidepost for the Board, its Committees and the general membership. This document was created from examples provided by legal counsel, modified to best fit the needs of the Cove Creek Club, Inc.

#### **Directors and Officers have the right to:**

- Personal privacy at home and during leisure time in the community.
- Expect residents to know and comply with the rules and regulations of the community, and to stay informed by reading materials provided by the Club. Receive support and constructive input from Club members.
- Expect all members to meet their financial obligations to the Cove Creek Club.

#### **Directors and Officers have the responsibility to:**

- Treat members, guests, employees and contractors with fairness, honesty and respect.
- Exercise sound business judgment and good management practices.
- Balance the needs and obligations of the community as a whole with those of individual members.
- Understand the Club's governing documents, become educated with respect to applicable state and local laws, and manage the Club accordingly.
- Maintain the property and facilities to acceptable standards.
- Encourage input from members on issues affecting them personally and the community as a whole.
- Conduct meetings and business in as transparent a manner as is feasible and appropriate, using the requirements set forth in By-Laws sections 4.6 through 4.8 as a minimum expectation.
- Provide complete and timely disclosure of personal and financial conflicts of interest related to the actions of the Board, its Officers and Committees.
- Fulfill their fiduciary duties to the community and exercise discretion in a manner they reasonably believe to be in the best interests of the community.
- Conduct open, fair and well-publicized elections.
- Establish committees or use other methods to obtain input from the membership.

- Allow member access to appropriate community records when requested.
- Collect all monies due from members and their sponsored guests.
- Initiate legal proceedings only when necessary to protect the broader interests of the entire membership.