

**AUDUBON SQUARE COMMUNITY ASSOCIATION, INC.
ASSOCIATION VOLUNTEER CODE OF CONDUCT**

A. DEFINITIONS

- 1) **“Association”** – Association shall mean and refer to the Audubon Square Community Association, Inc.
- 2) **“Association Volunteer”** – Association Volunteer shall mean members of the Board of Directors, officers of the Association, and members of various committees designated by the Board of Directors.
- 3) **“Committee”** – Committee shall mean and refer to a committee designated and appointed by the Board of Directors.
- 4) All capitalized terms not defined in this Code of Conduct shall be consistent with their meanings as defined in the Association’s Declaration and/or By-Laws.

B. GENERAL STANDARDS

- 1) **Professional Competence** – An Association Volunteer shall undertake all responsibilities and assignments in the same manner as would be expected in any professional environment.
- 2) **Standard of Care** – An Association Volunteer shall exercise his or her duties:
 - a. In good faith;
 - b. In a manner he/she reasonably believes to be in the best interests of the Association; and
 - c. With the care that an ordinarily prudent person in a like position would use under similar circumstances.

C. INTEGRITY AND OBJECTIVITY

An Association Volunteer may not knowingly misrepresent facts in order to achieve any measure of personal gain for themselves, influencing the community to place pressure on the Board of Directors (also referred to as “Board”) to advance another Board member’s personal cause or any affiliated company from which he/she may benefit. All decisions must be made with the best interests of the Association in mind.

D. PROFESSIONAL COURTESY

- 1) All Association Volunteers shall exhibit professional courtesy to all Association management professionals and agents of the Association. Such courtesy shall include, not interfering with contractors under the supervision of the management agent, unless so authorized by the Board of Directors.
- 2) No Association Volunteer shall engage in any writing, publishing, or speech making that defames any member of the Association, its agent or contractor.
- 3) No Association Volunteer shall interfere with the system of management established by the Board of Directors and the management company; nor the duties of any staff member of the Association, its agent or any third party hired by the Association.
- 4) No Association Volunteer shall harass, threaten or attempt through any means to control or instill fear in a staff member of the Association or any third party hired by the Association.

E. CONFLICT OF INTEREST

- 1) In any situation where any appearance of a conflict of interest could exist, *i.e.*, when an Association Volunteer, his company, his family member, or friend would be benefited by a decision of the Board of Directors or Committee, the conflicted Association Volunteer must fully disclose the nature of the conflict in writing to the Board of Directors at the earliest opportunity. Any self-dealings or dealings with related parties must be fully disclosed to the Board of Directors. All contracts or decisions in which an Association Volunteer has a conflict of interest must be approved by the majority of the remaining Directors.
- 2) No Association Volunteer shall use his/ her position for private gain, including but not limited to:
 - a. the solicitation or acceptance, directly or indirectly, of any gifts, gratuities, favors, entertainment, loans, or any other things of monetary value from a person(s) or firm who is seeking to obtain contractual, business, or financials relations with the Association;
 - b. the acceptance of a gift or favor made with the intent of influencing decision or actions of any official matter, and,
 - c. the receipt of any compensation from the Association or a third party for acting in the role Association Volunteer.

F. USE OF ASSOCIATION FUNDS

No Association Volunteer may use any funds being held for Association business for their own personal use.

G. MEETINGS

- 1) **Meeting Attendance.** Directors and officers will make every effort to attend all Board meetings, and Committee members will make every effort to attend all Committee meetings. A Director will agree to resign from the Board of Directors if he or she misses three consecutive Board meetings. The majority of the remainder of the Board may agree to refuse to accept such resignation. Officers and Committee members that miss three consecutive meetings may be removed from their position by the vote of the majority of the Board of Directors.
- 2) **Preparation.** Association Volunteers will come prepared to their respective meetings by reviewing the agenda and related materials *before* the meeting, and will listen attentively and courteously and take whatever steps are necessary to properly carry out their respective duty of care.
- 3) **Courtesy.** All Association Volunteers will treat each other with the appropriate respect and courtesy expected in a professional setting. Alcohol consumption and/ or intoxication of an Association Volunteer is not permitted at any Association meeting.
- 4) **Resignation.** Any Association Volunteer convicted of a felony will voluntarily resign his or her position.

H. COMPENSATION

Association Volunteers shall not receive any compensation for serving on behalf of the Association, except that Directors may be reimbursed for their actual out-of-pocket expenses necessarily incurred in connection with their services as Directors, consistent with Article V,

Section 8 of the Association's By-Laws.

I. ASSESSMENTS/ PAYMENTS DUE

Any Association Volunteer that is sixty (60) days or more delinquent in any payment due the Association shall voluntarily resign his or her position as an Association Volunteer. The term of any Director who becomes more than sixty (60) days or more delinquent in the payment of any assessments or carrying charges due to the Association may also be terminated by resolution of the remaining Directors, consistent with Article V, Section 7 of the Association's By-Laws.

J. CONFIDENTIALITY

Confidentiality of all homeowners and residents' personal lives shall be respected and protected by all Association Volunteers. No Association Volunteer shall act in a way that threatens the confidentiality of the personal lives of other Association Volunteers, community members and residents or third parties hired by the Association.

K. COMMUNICATION OUTSIDE THE BOARD

No Association Volunteer shall engage in any writing, publishing, or speech making that defames any other member of the Board, Owner or resident of the community. Personal attacks against Board members, Owners, residents, and the Association's designated management company are prohibited and are not consistent with the best interests of the Association. No Association Volunteer will knowingly misrepresent facts to the residents of the Association for the sole purpose of advancing a personal cause or influencing the Association to place pressure on the Board to advance a personal cause.


L. CONFIDENTIALITY

No Association Volunteer shall disclose confidential Association business or information outside the Board of Directors or their Committee without the prior approval of the Board of Directors.

M. AMENDMENTS

No provision of this agreement can be rescinded, altered, and/or amended without the majority vote of the members of the Board of Directors.

Adopted by the Board of Directors this the__day of_2019.


7/26/19, President

(Acknowledgments to be made by each Association Volunteer)

AUDUBON SQUARE COMMUNITY ASSOCIATION, INC.
ASSOCIATION VOLUNTEER CODE OF CONDUCT ACKNOWLEDGEMENT FORM

I, _____, being an elected or appointed Association Volunteer of the Audubon Square Community Association, Inc. agree to comply with the terms contained therein.

Date

Signature

Print Name