

# Brighton Bay Board of Directors' Code of Conduct

*Adopted March 16, 2010*

As a member of the Brighton Bay Homeowners' Association Board of Directors, I agree to uphold the Code of Conduct for Board Members adopted by the Board and to conduct myself by the following model of excellence. I will:

## **1. Act in the best interest of the Association (no personal gain, material or political).**

Recognizing the need to preserve the original design and intent of the Association, Board Members will work for the common good of the Brighton Bay Homeowners' Association, and not for any private or personal interest. They will assure fair and equal treatment of all persons, claims and transactions coming before the Board.

Board Members shall not, in the regular course of business, disclose information about the Association's legitimate activities unless such activities are already known by the members or are part of the Association's records. In the normal course of business Board Members should treat as confidential all matters involving the Association until there has been general public disclosure or unless the information is a matter of public record i.e. reported in the minutes or common knowledge. The individual Board Member is not a spokesperson for the Association and thus disclosure to the public of Association activities should be made only through the Association's designated spokesperson, usually the President or Association Manager.

## **2. Comply with the Law.**

Board Members shall comply with the laws of the nation, the State of South Carolina, Beaufort County, Hilton Head Island and the governing documents of the Brighton Bay Homeowners' Association.

## **3. Act Professionally**

The professional and personal conduct of Board Members must be above reproach and avoid even the appearance of impropriety.

Board Members shall refrain from abusive conduct, personal charges, verbal attacks or defamation of the character or motives of other members, association management personnel or vendors.

Board Members will avoid and discourage conduct that is divisive or harmful to the best interests of the Brighton Bay Homeowners Association and will strive to create an atmosphere of respect and civility.

Board members shall serve as exemplary members by abiding by all of the rules and regulations of the Association which include paying all fees owed to the Association in a timely manner.

#### **4. Have respect for the process**

Board Members will make every effort to regularly attend meetings and perform their duties in accordance with established rules of order governing the deliberation of Association issues.

Board Members will accept and support the majority decisions of the Board even when an individual member may personally disagree.

#### **5. Be prepared and respectful**

Board members shall prepare themselves for all meetings; listen courteously and attentively to discussions; and focus on the business at hand. They shall refrain from interrupting other speakers, making personal comments not germane to the business of the body, or otherwise interfering with the orderly conduct of meetings.

Board Members shall listen with open minds to all viewpoints and not let their own feelings and opinions blind them to the value of what others say.

Board Members shall show respect to others in the way in which they present their own viewpoints and in the way they respond to the viewpoints of others. They will attempt to speak clearly and succinctly rather than often and long.

#### **6. Make decisions based on merit**

Board Members shall base their decisions on the merits and substance of the matter at hand rather than unrelated considerations.

#### **7. Communicate**

Board Members shall share substantive information that is relevant to the matter under consideration which may have been received from sources outside the decision making process.

#### **8. Avoid Conflicts of interest**

In order to assure independence and impartiality, Board Members shall not use their position to influence decisions in which they have a material, personal, financial or political advantage.

#### **9. Not accept gifts and/or favors**

Board Members shall not take any special advantage of services or opportunities for personal gain that are not available to all Association members. They shall refrain from accepting any gifts, favors or promises of future benefits that might compromise, or give the appearance of compromising, their independence of judgment or action.

**10. Not reveal confidential information**

Board Members shall respect the confidentiality of information exchanged in Executive Sessions. They shall neither disclose confidential information without proper Board authorization, nor use such information to advance personal, financial or other private interests.

**11. Limit use of Association resources**

Board Members shall not use resources of the Brighton Bay Homeowners Association for private or personal gain that are not available to all members of the Association. This includes but is not limited to such items as staff time, equipment, supplies and facilities.

**12. Solicit competitive bids**

Any project or purchase over \$5,000 requires the Board to request the Association Manager to solicit three (3) competitive bids **unless 2/3 of the Board members** vote to waive this requirement due to an emergency situation involving safety issues or to protect buildings or common elements from further damage. If the current association management company intends to bid on a project, the bidding process must either be sealed and bids returned to a designated Board Member or the association management company may bid first and then receive open bids from the other vendors. In all cases where the association management company is not bidding on a project, the bids can be open.

**13. Not represent private interests**

In keeping with the role of stewards of the Association’s interests, Board Members shall not appear on behalf of the private interests of third parties before the Board or any committee.

**14. Support a positive work place environment**

Board Members shall support a positive and constructive work place environment for members and businesses dealing with the Brighton Bay Homeowners’ Association.

Board members shall not use their position to make threats of actions against property owners in regards to Association Rules and Regulations. All such matters are to be handled in the normal manner through the association management company.

No provision of this agreement can be rescinded, altered and/or amended without a 2/3 vote of the members of the Board of Directors.

I affirm that I have read and understand the Brighton Bay Homeowners’ Association Code of Conduct. Should I become unable to meet these basic tenets of service, I will resign from my position of trust.

\_\_\_\_\_  
Board Member Signature

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Date