

BOARD MEMBER CONFIDENTIALITY AND CODE OF CONDUCT AGREEMENT

Agreement to serve on the Board of Directors of Camp Branch Acres Subdivision Property Owners Association.

I, **Jerry Sullivan**, agree to serve on the board of directors of Camp Branch Acres Subdivision Property Owners Association, and agree to be guided by the following principles:

1. To attend and participate (via in person or by electronic communication) in all meetings.
2. To be respectful at all meetings refraining from speaking out of turn; refrain from bullying, hazing, or harassment; and to always participate in a business-like manner.
3. To mute phones and technology during meetings.
4. To maintain confidentiality with respect to the board's executive session meetings, including but not limited to, communications outside of an executive session where confidentiality and discretion is warranted.
5. To accept the board's decisions, even if I disagree, because I understand there may not be unanimous support for every action taken by the board.
6. To promote the goals and interests of the Association in a constructive manner, and not to create or allow the creation or confusion of unnecessary conflict among the homeowners.
7. To disclose to the board on the meeting minutes any financial conflicts of interest.
8. To disclose to the board any and all information pertaining to incidences within the community.
9. To do my best to ensure that the Associations finances are well managed.
10. To uniformly enforce the covenants and restrictions, any policies and procedures which may be created, and any other governing documents.
11. To place the best interests of the Association above my personal interests, the interests of a particular homeowner, or the interests of a faction of homeowners.

Signed this 17th day of August, 2024.

Director Signature: _____

Printed Name: Jerry Sullivan

CAMP BRANCH ACRES SUBDIVISION PROPERTY OWNERS ASSOCIATION
CODE OF CONDUCT
FOR
BOARD MEMBERS

The Camp Branch Acres Subdivision Property Owners Association (The "Association") Board of Directors will use its best efforts at all times to make decisions that are consistent with high principles, and to maintain, protect, and enhance the value of the Association assets and quality of life.

The Board of Directors has approved the following code of conduct for its members in order to guide and maintain a high standard of ethical conduct in the performance of Association business and to ensure that the residents maintain confidence in and respect for the entire Board.

- 1) No individual shall use their position as a Board member for private or personal gain.
- 2) A Board member will at all times subsequent to a vote, support the decisions of the majority of the Board regardless of the position that Board member has taken at the time of the vote.
- 3) No Board member, except for the Chairman, will assume or is vested with any authority to direct a member, contractor, agent or employee of the Association unless directed by the Chairman to do so in writing (I.E. Letter, text, email, or Board minutes). The authority of Board members is limited to the vote upon policies of the Association and participation in the meetings of the Board.
- 4) Confidentiality of other Board member's personal lives, all resident's personal lives as well as employee's personal lives will be protected by the Board officers.
- 5) Members of the Board will conduct themselves in a respectful manner to other members of the Board and homeowners. Board Members will not publicly or privately ridicule anyone. The Chairman or his/her appointed designee is the only individual authorized to speak on behalf of the Association.
- 6) A Board member will at all times uphold his/her fiduciary duty to the Association in addition to upholding a duty of care, a duty of loyalty and a duty of confidentiality.
- 7) I understand that I have various duties to the Association and that I will be in breach of such duties if I divulge confidential information to persons who are not on the Board of Directors. I further understand that these duties extend into the future so that I will be bound by this confidentiality requirement even after I no longer serve on the Board of Directors.
- 8) In addition to any other remedies that may be available to the Association in law or in equity, any Board member who violates this code of conduct or refuses to sign the code of conduct

agrees to immediately resign from the Board. In the event a Board member refuses to resign after violating this code of conduct, then the remaining Board members may vote to determine whether the code of conduct has been violated. If a majority of the Board determines that the code of conduct has been violated, then such a finding shall be entered in the meeting minutes, and the decision shall have the same impact as if the Board member in violation had submitted a formal resignation.

9) No provision of this Agreement can be rescinded, altered, and or amended without a majority vote of the members of the Board of Directors.

Chairman _____ Date _____

Secretary _____ Date _____

Treasurer _____ Date _____

Director _____ Date _____

Director _____ Date _____