

CODE of ETHICS and CONDUCT POLICY

PURPOSE

The Blackburne Creek Homeowners' Association (the "HOA") has adopted the following Code of Ethics and Conduct Policy (the "Policy") that HOA Directors agree to adhere to by signing below:

APPLICATION

1. Active Participation

Directors are expected to exercise the duties and responsibilities of their positions with professionalism, integrity, collegiality and care. These include:

- Making attendance at all meetings of the Board a high priority.
- Being prepared to discuss the issues and business on the agenda by having read all background material relevant to the topics at hand.
- Acting within the boundaries of their authority as defined by law and the governing documents of the HOA
- Cooperating with and respecting the opinions of fellow Directors and leaving personal prejudices out of Board discussions.
- Respecting the will of the majority by supporting the decisions and actions of the Board even when the Director does not personally support such decision and/or action.
- Placing the interests of the HOA above personal interests.
- Representing the HOA in a positive and supportive manner at all times and in all places.

- Showing respect and courteous conduct in all Board and Committee meetings.
- Refraining from intruding on administrative issues/practices that are the responsibility of other Directors, except to contribute to debate and voting where and when appropriate, monitor results, and ensure that procedures are consistent with Board policy.

2. Conflict of Interest

No Director shall derive any personal profit or gain, directly or indirectly, by reason of his or her service as a Director of the HOA. Directors shall conduct their personal affairs in such a manner as to avoid any possible conflict of interest with their duties and responsibilities, keeping in mind that conflicts may arise from time to time.

- a. When there is a decision to be made or an action to be approved that will result in a conflict between the best interests of the HOA and the Director's personal interests, the Director has a duty to immediately disclose the conflict of interest so that the rest of the Board is informed about the conflict.
- b. It is every Director's obligation, in accordance with this Policy, to ensure that decisions made by the Board reflect independent thinking. Consequently, in the event that any Director receives compensation from the HOA, such compensation will be determined by and approved by the full Board in advance.
- c. Any conflicts of interest including, but not limited to, financial interests on the part of any Director, shall be disclosed to the Board when the matter that reflects a conflict of interest becomes a matter of Board action and through an annual procedure for all Directors to disclose conflicts of interest.
- d. Any Director having a conflict of interest shall not vote or use his or her personal influence to address the matter unless their participation in debate is requested by the President and/or Chair of the meeting at which the matter is being discussed. Regardless of this participation in debate, such Directors shall recuse themselves from voting.

3. Confidentiality Policy for Employees, Volunteers and Directors

Respecting the privacy of our members, volunteers, employees and the HOA itself is a basic value of the HOA. Personal and financial information is confidential and should not be disclosed or discussed with anyone without permission or authorization from the President or those members authorized by the President. Care shall be taken to ensure that unauthorized individuals do not overhear any discussion of confidential information and that documents containing confidential information are not left in the open or inadvertently shared.

All Directors of the HOA, employees and volunteers may be exposed to information which is confidential and/or privileged and proprietary in nature. It is the policy of the HOA that such information must be kept confidential both during and after employment or volunteer service. All Directors of the HOA, employees and volunteers will be expected to return materials containing privileged and confidential information at the time of separation from employment or expiration of volunteer service or otherwise.

Unauthorized disclosure of confidential or privileged information is a serious violation of this Policy and will subject the person(s) who made the unauthorized disclosure to the appropriate discipline, including removal/dismissal from the Board.

4. Prohibition Against Discrimination and Harassment

The HOA strives to maintain a work environment free of discrimination and harassment. Any Director who engages in discriminatory or harassing conduct towards members, volunteers, and/or employees is subject to disciplinary action by the Board including removal from the Board if warranted. Complaints alleging misconduct on the part of a Director(s) will be investigated promptly and as confidentially as possible by an ad hoc Sub-Committee appointed by the Board.

The Board of Directors has adopted the above Code of Ethics and Conduct Policy on the 1st day of June, 2021 that all Directors agree to by signing below:

I, _____, recognizing the important responsibility that I am undertaking in serving as a Director of the Blackburne Creek Homeowners' Association, hereby pledge to carry out in a trustworthy and diligent manner the duties and obligations associated with my role as a Director and abide by this Code of Ethics and Conduct Policy. I understand that failure to abide by this Policy may result in my removal as a Director, pursuant to the requirements and processes provided in the Blackburne Creek Homeowners' Association's governing documents and the municipal, provincial and federal laws and regulations as applicable to the HOA.

Signed:

Date:

These executed documents are to be held by the Correspondence Secretary.