



Harbour Lights Inc. of Naples

Code of Ethics

For Board of Directors (and all Members??)

Ethical Interaction by all our Members is essential for the continuance of our community. For this reason, as a condition of service on the Board, (and Membership in our Association?) are required to act in the highest ethical standards.

Purpose of a Code of Ethics:¹

- creates a moral compass for good decisions about our present and future.
- builds the foundation of trusting, long-term relationships, especially when used in conjunction with our Covenant of Cooperation and Community Spirit.
- helps balance and align core principles to make the best decision in difficult circumstances
- ensures people are thinking about the interests of others, as well as their own, acting in good faith, in the best interests of the Association, and using such care, including reasonable inquiry and due diligence, as a prudent person,
- helps fulfill our fiduciary responsibilities to each other

Ethics of Board Duty and Responsibility

As a board member, you need to be aware that more is expected of those in leadership roles. Review the following statements. Signing this Code of Ethics solidifies your commitment to honest board service. Members of the Board must first focus on the main purposes of the Association:

- Providing guidance for the present and future in conformance with the Association's Declaration, Articles of Incorporation, and Bylaws.
- Protecting and preserving the Association's common areas and other real, personal, and intangible assets for the Owners' unimpeded and safe use and enjoyment
- Managing the Association's finances, which includes statutory budgeting and disclosure requirements, reserve funds, and assessment collections.
- Maintaining a culture and spirit of cooperation and engagement.
- Enforcing the association's governing documents.

As a member of this Board, I will:

- Focus on *governance* for and not *management* of the Association.
- Be committed to fulfilling the Association's mission, vision and values in a fair and equitable manner.
- Keep all confidential Board information, confidential.
- Focus my efforts on the Association's purpose, not my personal goals.

- Approach all Board issues with an open mind, prepared to make the best decisions for everyone involved.
- Do nothing to violate the trust of those I serve.
- Refrain from using my service on this Board for my own personal advantage or for the advantage of my friends or business associates.
- Serve on a committee and/or task force in a leadership capacity.
- Respect and support the majority decisions of the Board.
- Respect the opinions and views of all the Members.
- Build unity and alignment, mediating and moderating disputes when they arise.
- Support our Covenant of Cooperation and Community Spirit.
- Immediately disclose to the Board any perceived or real conflict of interest as soon as I have knowledge of the potential conflict.
- Never exercise authority as a Board member except when acting in a Board meeting or as I am delegated by the Board or its President.
- Continue to maintain the Board member candidate qualifications.
- Consider myself a Trustee of this organization and do my best to ensure that it is well maintained, financially secure, growing and always operating within the best interests of those we serve; the members.

As a Board member, I pledge never to:

- Solicit or accept, directly or indirectly, any gifts, gratuity, favor, entertainment, loan, or any other thing of monetary value from a person who is seeking to obtain contractual or other business or financial relations with Association or with intent of influencing decision or action on any official matter.
- Engage in any writing, publishing, or speech making that defames any other member of the Association Board or resident of the Association community.
- Willingly misrepresent facts to the residents of the community for the sole purpose of advancing a personal cause or influencing the community to place pressure on the Board to advance a Board member's personal cause.
- Seek to have a contract implemented that has not been duly approved by the Board.
- Interfere with a contractor implementing a contract in progress unless a matter of safety or contract misinterpretation is at stake. All communications with contractors will go through management or be in accordance with policy.
- Interfere with the system of management established by the Board and the management company.
- Harass, threaten, or attempt through any means to control or instill fear in an Association Member or contractor.

Any Board member who violates this code of conduct agrees that the Board of Directors may dismiss this person or seek injunctive relief against him/her and agrees to pay the attorney's fees incurred by the Board in that enforcement effort.

Board Member Signature _____ Date _____

¹ The Condominium Act provides for personal liability if a director or officer breaches their duty and as a result there is a violation of criminal law, an improper personal benefit or their act "constitutes recklessness or an act or omission that was in bad faith, with malicious purpose, or in a manner exhibiting wanton and willful disregard of human rights, safety, or property." §718.111(1)(d), Fla. Statutes. §718.3027 requires full disclosure whenever a transaction or contract could be reasonably construed to be a conflict of interest.