

CODE OF CONDUCT

The CIVANO I: NEIGHBORHOOD I: ASSOCIATION, INC. ("Association") Board of Directors ("Board") and duly appointed Committee Members ("Committee") will use its best efforts at all times to make decisions that are consistent with fiduciary principles, and to maintain, protect, and enhance the value of the Association assets and quality of life. Accordingly, the Board adopts this Code of Conduct ("Code") effective February 1, 2022.

The following principles and guidelines apply to all persons in attendance at any meetings of the Association including but not limited to Board meetings, Association Committee meetings, work groups, clubs, and task forces:

1. Directors and Committee Members will conduct themselves in a professional, polite, respectful manner to other Members, Committees and Directors. They will not publicly ridicule any other Member.
2. Verbal or physical abuse or threats thereof will be grounds to contact law enforcement.
3. Only appropriate Association matters will be discussed and acted upon at any Association meeting.
4. No Director or Committee Member shall receive any compensation from the Association for acting as a Director or Committee member, other than normal reimbursement of expenses on behalf of the Association.
5. No Director or Committee Member shall engage in any writing, publishing, or speech making that defames any other Director, management or resident of the Association, including on any social media or other internet posting.
6. No Director or Committee Member shall willingly misrepresent facts to the residents of the community for any reason, including but not limited to advancing a personal cause or influencing the community to place pressure on the Board to advance a Director's or Committee Member's personal cause.
7. The Directors and Committee Members shall at all times preserve the confidentiality of the Association's confidential business, including, but not limited to, all business and communications in any closed session.
8. A Director and Committee Member will at all times, subsequent to a vote, support the decisions of the majority of the Board and Committees regardless of the position that Director or Committee has taken at the time of the vote.
9. A Director and Committee Member will be loyal to the Association and to the Association's policies; if a Director or Committee Member has a divided loyalty on any

matter of business before the Board or Committee, the divided loyalty must be declared prior to deliberation and a vote.

10. At Board and Committee meetings, Directors and Committee Members may not be under the influence of any substance that affects cognition or judgment. Alcohol may never be consumed by any person at a Board or Committee meeting.
11. Any Director or Committee Member who violates this code of conduct agrees that the Board of Directors may seek injunctive relief against them and agrees to pay the attorney's fees incurred by the Board in seeking or enforcing such relief. The Director and Committee Member also agrees that the Board shall be relieved of posting bond as a condition to its injunctive remedy.
12. No provision of this Agreement can be rescinded, altered, and/or amended without a majority vote of the Directors present.
13. All Directors and Committee Members shall be required to sign and agree to this Code of Conduct.

IN WITNESS WHEREOF, the undersigned has executed this Code of Conduct on this 19th day of May, 2022, and certifies this this document is a true and correct copy of the Code of Conduct that was adopted by the Board of Directors of Civano 1: Neighborhood 1 Association, Inc., at its duly held meeting on January 18, 2022.

CIVANO 1: NEIGHBORHOOD 1 ASSOCIATION,

By: Wendy C. Wilson
It's: President

ATTEST:

Peg Cass
Secretary

Position/Committee

Name

Date

Signature

The following principles and guidelines apply to Code of Conduct violations:

-Code violations that occur in meetings will be determined by the person chairing the meeting ("Chair"). Code violations that occur in the Association office or Common Areas will be determined by the person in charge of the Association office ("Office Manager") after consultation with the Board President. In the event that the Office Manager is in violation of the Code a written notice may be sent to the Board of directors via the corporate office of the Association Manager.

-If at a meeting Chair determines that a person is in violation of the Code, the Chair has the authority to ask the violating person to leave the meeting after being warned at least one time. Any Association member, Committee Member or Director asked to leave must abide by that request.

-Any person asked to leave a meeting is not permitted to return to the meeting they have been excused from. However, that person is not prohibited from attending later meetings unless otherwise so advised by the Board in writing.

-Any violation of the Code must be reported in writing to the Association within 7-days of the alleged violation. All such written notices must be sent directly to the office of the Association Manager.

-In the event that the Association Manager receives at least two written notices of a person violating the Code the Association Manager will forward such notices to the Board. The Board will at its discretion but within a reasonable time thereafter, investigate the alleged Code violations.

-If the Board determines that it has enough evidence to confirm the violation, the Board will notify the alleged violator in writing and provide the alleged violator with the opportunity to present written evidence on their behalf. If then after reviewing all of the evidence the Board determines that the alleged violation did occur, it may at its discretion impose appropriate penalties and removing the violator from any Association committees.

-Any member who has been prohibited from attending any meeting of the Association may send a person to represent them at such meetings. Such representative may not speak for the Association member unless the Association member has, at least 24 hours prior to the meeting, provided the Association with express written permission.