

**STONEWATER  
BOARD MEMBER CODE OF ETHICS, BEHAVIOR AND CONDUCT**

The Board of Directors of Stonewater Homeowners Association (the Association") adopts these rules on the 16th day of August, 2019, effective immediately.

**BACKGROUND**

A. The Association is responsible for governance, maintenance and administration of Stonewater (the "Subdivision").

B. The Association exists pursuant to the Michigan Nonprofit Corporation Act, the Articles of Incorporation for the Association, the Declaration of Covenants, Conditions and Restrictions and the Association's Bylaws (collectively, the Subdivision Documents").

C. The Association's Board of Directors serves on behalf of the Subdivision community and has the responsibility to make decisions for the benefit of the Subdivision. The Board desires to adopt a code of ethics and standards of behavior to maintain a high standard of conduct in the performance of the Association's business and ensure that the Association's members share an understanding of the standards to maintain confidence in and respect for the Board.

The Association's Board of Directors adopts the following rules and regulations for the Subdivision (the "Rules") with respect to following ethical rules, standards of behavior and rules of conduct applicable to all Board members:

Ethical Rules:

1. Board members serve for the benefit of the entire Subdivision community and shall strive to do what is best for the Association. Board members will use their best efforts to make decisions consistent with high principles, and to protect and enhance the safety of the residents and property value of the Subdivision Lots. Board members shall not use their positions as such for private gain or to promote personal agendas.

2. Board members shall not solicit or accept, directly or indirectly, any gift, gratuity, favor, entertainment, loan, or any other thing of monetary value from a person who is seeking a contractual or other business or financial relationship with the Association.

3. Board members shall not use Subdivision resources, such as legal or financial resources, to enhance or protect their private interests.

4. Board members shall not seek preferential treatment by the Board, any of its committees, or any contractors or suppliers.

5. Board members shall not willingly misrepresent facts to advance a personal cause or influence the Subdivision community to advance a personal cause.

6. Board members shall use their best efforts at all times to make reasonable, fair and unbiased decisions that promote equitable treatment of all Owners that are consistent with the Subdivision Documents, and to be familiar with the Subdivision Documents.

Standards of Behavior and Rules of Conduct:

1. Board members shall hold themselves to the highest standards and shall comply with the provisions of the Subdivision Documents.

2. Board members shall at all times work within the Association's framework and abide by the system of management established by the Board. The Board shall act upon decisions duly made, and Board members shall not act unilaterally or contrary to such decisions. To that end, Board members shall not seek to have a contract implemented that the Board has not duly approved, nor promise anything not approved by the Board to any contractor, supplier or otherwise.

3. Board members shall conduct themselves at all meetings, including Board meetings, Association meetings and committee meetings, in a professional and businesslike manner. Personal attacks against other Board members, Owners, residents, officers, management or guests are not consistent with the best interests of the Subdivision and will not be tolerated. Language at meetings shall be maintained at a professional level. Though differences of opinion are inevitable, they must be expressed in a professional and businesslike manner.

4. Board members shall at all times maintain the confidentiality of all legal, contractual, personnel, and management matters involving the Association, and shall not disclose or disseminate this information to third-parties, be it other Owners or otherwise, without the Board of Directors' prior written approval. Board members shall also maintain the confidentiality of the personal lives of other Board members, Owners, residents and management, and shall at all times maintain the confidentiality and not disclose or disseminate to third-parties any documents, books, or records specific to an individual Owner or Lot, including but not limited to violation notices, delinquencies, leases, payment histories, disability-related information, copies of payments, or applications and related documents submitted in connection with any modification or alteration to a Lot, any records for which the disclosure would violate a law or impair the rights of another, or any records that have not yet been reviewed by the Board or are preliminary.

5. Board members shall immediately disclose to the Board any perceived or potential conflict of interest regarding any aspect of the Association's business operations.

6. Board members shall refrain from defaming anyone in the Subdivision. Board members shall not engage in defamation of any other Board member, Owners, resident, management agent, contractor or guest.

7. Board members shall not harass, threaten, or otherwise attempt to intimidate any other Board member, Owners, resident, management agent, contractor or guest.

8. Board members shall not interfere with the duties of management or any contractor executing an Association contract. All communications with contractors must go through one designated Board Member or management, or must otherwise be in accordance with Board policy.

Board of Directors  
Stonewater Homeowners Association

Each new Board member is asked to review this Board Member Code of Ethics, Behavior and Conduct, and to sign an acknowledgment agreeing with such. The new Board member's acknowledgement of agreement, or any refusal to sign an acknowledgment of agreement, will be included in Board records and may be shared with the Association members.

Acknowledgement:

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[print name]