

PROVENCE TOWNHOUSE ASSOCIATION

Board of Directors Code of Ethical Conduct

The Board of Directors and each Director, individually, shall adhere to the following Code of Ethical Conduct:

1. Meetings of the Board, and Member meetings shall be conducted in a professional manner. Members of the Board shall refrain from abusive language or conduct while acting in their capacity as Directors.
2. No Director shall use his or her position for personal gain, including financial gain through the use of particular vendors, contractors, or suppliers. In the event that any transaction contemplated by the Board constitutes a conflicting interest transaction for one or more Directors, that/those Director shall disclose the nature of the conflict in accordance with the Association's Conflict of Interest Policy.
3. No Director shall solicit or accept anything of value, whether tangible or intangible, which is reasonably intended to influence the actions or decisions of that Director.
4. No Director shall knowingly make factual misrepresentations either through action or omission, in order to influence the actions or decisions of the Board, the Owners or of any agent, vendor, contractor or supplier.
5. Directors acknowledge that Association matters not discussed in open meetings of the Board are confidential, and shall not be disclosed; provided, however, that communications between and among Directors, or between Directors and any attorney, manager or accountant shall be made available to all other Directors to the extent required by C.R.S. 38-33.3-303(1)(b).
6. No Director shall use information obtained while acting as a Member of the Board for personal gain.
7. No Director shall use his/her position in order to individually threaten, harass or intimidate Owners or agents of the Association.
8. No Director shall receive any compensation for acting in their capacity as a Member of the Board. Directors may be reimbursed for actual expenses incurred on behalf of the Association and approved by a majority of the Board.

The undersigned, as President of the Provence Townhouse Association hereby certifies that the foregoing was adopted by resolution of the Board of Directors at a meeting of the Board held April 20, 2011.

PROVENCE TOWNHOUSE ASSOCIATION

By: Dieter Reitzig
President

Attest: Karen Gruber
Vice President

Attest: Ron Smookler
Treasurer