

## Timber Cove Homes Association Code of Conduct

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### **Conflicts of Interest**

While serving the Association, a Director, Officer, or employee must avoid engaging in activities that could cause a conflict of interest with his or her fiduciary responsibilities to the Association. Examples of conflicts of interest are activities that materially involve the personal financial, business, property, or family interest of an individual in such a way that they might interfere with their unbiased exercise of impartiality, objectivity, rationality, and good judgement in carrying out the business of TCHA. You have a duty to promptly disclose to the Board, or respond to questions from the Board, regarding any material transactions or relationship that could reasonably be expected to create a conflict of interest with the Association. An employee should speak to their supervisor. The Board can review the relevant circumstances, determine if a serious conflict does or might exist, and determine appropriate measures for managing it, including appropriately limited restrictions on the affected individual's activities or authority.

### **Confidentiality of Information**

In performing their duties, members of the Board of Directors, Board Committees and employees and contractors such as accountants or lawyers may be privy to non-public confidential information pertaining to individuals or the interests of the Association as a group. It is incumbent upon directors, committee members and employees to take reasonable steps to respect and protect the confidentiality of such information under their control. Examples of such confidential information may include personal financial or health information, employee records, disputes with members or employees, dispute resolution or disciplinary proceedings, negotiation of contracts, factual and legal analysis related to defense against threatened or actual claims and litigation, privileged attorney-client communications, and similar items. Board discussions of such confidential matters are to be handled in closed, executive sessions, which are themselves to be treated as confidential, as are any records, reports or minutes prepared in or for such sessions.

It is important to keep in mind that these protections are intended to protect the sensitive private information of individual members and employees, and the Association as an organization; they are not an excuse for concealing from the membership information which they have a right to know, such as how their dues are being spent, or actions taken by the Board outside its authorization. Tension can

arise between protecting confidentiality and the Board's commitment to promoting transparency in its operations for members. Striking the right balance may require a careful, reasoned case by case assessment by Board members seeking the best accommodation; if they cannot agree, advice of legal counsel may be necessary.

### **Employment Practices**

TCHA employment policies are embodied in the Employee Handbook. They state the Association's respect for the contributions, rights, and safety of our employees. It is TCHA Policy to hire, retain, promote, train, and otherwise treat employees and job applicants without discrimination, solely on the basis of merit, qualification, performance, competence, and TCHA business needs. TCHA is committed to providing a healthful and safe working environment.

### **Business Practices**

In TCHA business operations, we strive to deal fairly with our members, employees and contractors, to maintain accurate business records and to comply with TCHA By-Laws, the Davis Stirling Act, California Corporate Code, and other state/federal laws and regulations. The TCHA Board strives for transparency and honesty.

The [timbercovehomes.org](http://timbercovehomes.org) website contains TCHA records/documentation available to all members.

- Governing Documents
- Financial/Insurance Information
- Agenda and Meeting Minutes
- Contact information for the Office Manager and Board of Directors
- Other News and Community Information

### **Non-Retaliation Policy**

Any issues regarding possible violations of the state or federal law, or this code of conduct, must be reported immediately to a supervisor or Board member when an employee has a good faith reason to suspect that a violation has occurred or might occur. No employee or applicant will be retaliated against for making a good faith complaint or bringing inappropriate conduct to the attention of the TCHA Board, for assisting another employee or applicant in making a good faith report, for cooperating in an

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investigation, or for filing an administrative claim with a state or federal agency. All employees and Board members must read and sign the Whistleblower Policy.

To be signed by Directors, Committee Members, employees and others who may have access to confidential information, prior to such access (for new directors, before they are first seated on the Board):

I confirm that I received and have reviewed the TCHA Code of Conduct in its entirety.

Name/Title \_\_\_\_\_ Date: \_\_\_\_\_