

GATEWAY PARK MASTER HOA
ETHICS POLICY FOR BOARD DIRECTORS & COMMITTEE MEMBERS

Adopted: August 12, 2020

The Board of Directors of Gateway Park Master HOA has adopted the following ethics policy for its board directors and committee members. This policy is intended to provide guidance with ethical issues and a mechanism for addressing unethical conduct.

A. BOARD RESPONSIBILITIES

The general duties for board directors are to enforce the Association's governing documents, collect and preserve the Association's financial resources, insure the Association's assets against loss, and keep the common areas in a state of good repair. To fulfill that responsibility, board directors must:

- regularly attend board meetings,
- review material provided in preparation for board meetings,
- review the Association's financial reports,
- make reasonable inquiry before making decisions and,
- at all times, subsequent to a vote, support the decisions of the majority of the Board regardless of the position that board director has taken at the time of the vote.

B. PROFESSIONAL CONDUCT

In general, board directors and committee members must conduct all dealings with vendors and employees with honesty and fairness, and safeguard information that belongs to the Association.

1. Self-Dealing. Self-dealing occurs when board directors or committee members make decisions that materially benefit themselves or their relatives at the expense of the association. Benefits include money, privileges, special benefits, gifts, or other item of value. Accordingly, no board director or committee member may:

- solicit or receive any compensation from the Association for serving on the Board or any committee,
- make promises to vendors unless with prior approval from the Board,
- solicit or receive, any gift, gratuity, favor, entertainment, loan, or any other thing of value for themselves or their relatives from a person or company who is seeking a business or financial relationship with the Association,
- seek preferential treatment for themselves or their relatives,
- use Association property, services, equipment or business for the gain or benefit of themselves or their relatives, except as is provided for all members of the Association.

2. Confidential Information. Board directors and committee members are responsible for protecting the Association's confidential information. As such they may not use confidential information for the benefit of themselves or their relatives. Except when disclosure is duly authorized or legally mandated, no board director or committee member may disclose confidential information. Confidential information includes, without limitation:

- private personal information of fellow board directors and committee members,
- private personnel information of the Association's employees,
- disciplinary actions against members of the Association,
- assessment collection information against members of the Association, and
- legal disputes in which the Association is, or may, be involved—board directors may not discuss such matters with persons not on the Board without the prior approval of the Association's legal counsel. Failure to follow these restrictions could constitute a breach of the attorney-client privilege and loss of confidential information.

3. Misrepresentation. Board directors and committee members may not knowingly misrepresent facts. All Association data, records and reports must be accurate and truthful and prepared in a proper manner.

4. Interaction with Employees/Contractors/Vendors/Owners. To ensure efficient management operations, avoid conflicting instructions from the Board to management, and avoid potential liability, board directors and committee members shall observe the following guidelines:

- No board director shall interfere with the system of management as established by the Declaration of Covenants and by the Board of Directors of the Association.
- When necessary, the president of the Board shall serve as liaison between the Board and management and provide direction on day to day matters. Direction shall not be at odds with the Declaration of Covenants, nor the recorded Board decisions for how the Association shall be managed, nor in violation of the Association's contracts.
- If board directors or committee members are contacted by employees, contractors, vendors, other board directors or committee members, or owners with complaints, they shall be instructed to contact management or the Board as a whole.
- No board director may threaten or retaliate against an employee, contractor, vendor, or owner who brings information to the Board regarding improper actions of a board director or committee member.
- Directors and committee members are prohibited from harassing or threatening employees, contractors, vendors, board directors, committee members, and owners, whether verbally, physically, or otherwise.

5. Proper Decorum. Board directors and committee members are obligated to act with proper decorum.

- Although they may disagree with the opinions of others on the board or committee, they must act with respect and dignity and not make personal attacks on others.
- Board directors and committee members will not publicly or privately ridicule anyone.
- Accordingly, board directors and committee members must focus on issues, not personalities and conduct themselves with courtesy toward each other and toward employees, contractors, managing agents, vendors, and members of the Association.
- Board directors shall act in accordance with Board decisions and shall not act unilaterally or contrary to the Board's decisions.

C. WHEN CONFLICTS OF INTEREST ARISE

Situations may arise that are not expressly covered by this policy or where the proper course of action is unclear. Board directors and committee members should immediately raise such situations with the Board. If appropriate, the Board will seek guidance from the Association's legal counsel.

1. Disclosure & Recusal. Board directors and committee members must immediately disclose the existence of any conflict of interest, whether their own or others. Board directors and committee members must withdraw from participation in decisions in which they have a material interest.

2. Violations of Policy. Board directors and committee members who violate the Association's Ethic's Policy are deemed to be acting outside the course and scope of their authority. Anyone in violation of this policy may be subject to disciplinary action, including, but not limited to:

- censure,
- removal from committees,
- removal as an officer of the Board,
- request for resignation from the Board,

- recall by the membership, and
- legal proceedings.

Prior to taking any of the actions described above, the Board shall appoint an executive committee to investigate the violation. The committee shall review the evidence of violation, endeavor to meet with the board director/committee member believed to be in violation, confer with the Association's legal counsel, and present its findings and recommendations to the Board for appropriate action. The Board shall endeavor to meet with the board director/committee member in executive session prior to imposing disciplinary action against that person.

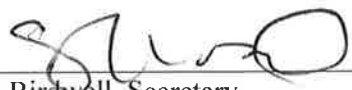
IN WITNESS WHEREOF, the undersigned certify that the Ethics Policy for Board of Directors and Committee Members was adopted by resolution of the Board of Directors of the Association this 12th day of August, 2020.

GATEWAY PARK MASTER ASSOCIATION, INC.,
A Colorado nonprofit corporation



Michael Brooks, President

ATTEST:



Sheri Birdwell, Secretary