



Board of Directors and Committee Member Code of Conduct Revised July 23, 2015

Board directors of the Anthem Country Club Community Association (ACCCA) are representatives of the community and as such must follow a high standard of conduct and cooperation with other Board members, committee chairs and members, staff and residents during all meetings, events and deliberations. The standard is represented by the following tenets.

ACCCA Board directors must:

- Treat other Board directors, audience, ACCCA Committee members and staff with courtesy and respect at all times.
- Behave in a professional and businesslike manner at all meetings.
- Prepare for meetings by reading all reports and presentations before the meeting.
- Alert Board and committee members and staff about issues and requests prior to an open meeting.
- Attend regularly-scheduled meetings in person or by teleconference as agreed upon by the Board president and staff.
- Acknowledge prior or current relevant personal or business relationships before sharing an opinion on any issue under discussion.

ACCCA Board directors must refrain from:

- Discussing or sharing Committee or Board business outside the parameters established by the Committee and Board.
- Using their position as a Board director for private gain.
- Soliciting or accepting, directly or indirectly, any gifts, gratuity, favor, entertainment, loan or any other thing of monetary value from a person who is seeking to obtain contractual or other business or financial relations with the Association, unless full disclosure is made to, and approved by, the Board of Directors.
- Representing the Board with any external agency unless explicitly authorized by the Board.
- Acting in the interests of a specific resident or business unless that interest is representative of the larger community, and only if the Board director does not have a personal or business relationship with that specific resident or business.
- Engaging in any writing, publishing or speech making that defames any other member of the ACCCA Board or resident.
- Willingly misrepresenting facts to 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 Board director's personal cause.

Committee members of the ACCCA represent the Board of Directors and the community. Board-appointed ACCCA Committees perform important work in the conduct of the business of the ACCCA on behalf of its residents. In undertaking this work, it is important that Committee members adhere to a high standard of conduct as represented by the following tenets.

Committee chairs and members must:

- Attend regularly-scheduled meetings in person or by teleconference as agreed upon by the Committee chair and staff. At the chair's discretion, members who miss three consecutive meetings may be asked to resign from the Committee.

- Treat other Committee members, Board directors, residents, owners, vendors, guests and staff with courtesy and respect at all times.
- Prepare for meetings by reading all reports and presentations before the meeting.
- Make every attempt to alert Board and Committee members and staff about issues and requests prior to an open meeting.
- Remain objective in decisions and preparation of recommendations for the Board and act in the best interests of all constituencies, homeowners, residents and businesses.
- Acknowledge prior or current relevant personal or business relationships before sharing an opinion on any issue under discussion.

Committee members must refrain from:

- Discussing or sharing Committee business outside the parameters established by the Committee.
- Representing the Board with any external agency unless explicitly authorized by the Board.
- Voting on any issue which the Committee member has, or previously had, a business or close personal relationship.

Sanctions and Remediation:

If an ACCCA Board director, Committee member, or any Owner has reasonable cause to believe a director or Committee member has violated a tenet of this policy, that person must file a formal complaint with the Board of Directors outlining the basis for such belief. After receiving such a complaint, the Board of Directors must notify the accused director/member and afford the accused director/member an opportunity to explain the alleged failure to comply.

After hearing or reviewing the director/member's response, if any, the Board of Directors can take the following actions as it deems appropriate:

- Accept the response and close the alleged violation.
- Convene an ad hoc Hearing Board, composed of three (3) to five (5) designated directors and resident Owners. A director may not serve on the ad hoc Hearing Board if he or she is the subject of the complaint or is sitting on the Committee in which the alleged violation occurred.
- The Hearing Board must conduct an investigation and make recommendations to the full Board of Directors within 30 days of the Hearing Board formation.
- In the event the Hearing Board determines the subject director/member has failed to comply with this Code of Conduct, it must take appropriate action, which may include, in increasing severity:
 - Issue a letter of warning to the subject director/member consistent with Section IV CODE OF CONDUCT POLICY in the FINE POLICY dated January 22, 2015, FIRST INCIDENT.
 - Issue a written reprimand for each violation to be recorded in the meeting minutes of the Board.
 - Temporary suspension or permanent removal of the Committee member from the Committee.
 - For a Board director who is the subject of two (2) such reprimands, the remaining Board directors may request that the Board director resign or they may initiate removal proceedings as called for in A.R.S. 33-1813.
- Whether the director/Committee member remains on the Board or Committee or not, that person will be subject to an escalation of fines/actions consistent with Section IV CODE OF CONDUCT POLICY in the FINE POLICY dated January 22, 2015, SECOND, THIRD, FOURTH INCIDENTS.