



Lindsford Neighborhood II Homeowners' Association, Inc.
Code of Conduct Policy for Directors

All members of the Board of Directors of Lindsford Neighborhood II Homeowners' Association, Inc. are legally required to observe certain duties and obligations in serving the Association. These duties include the following:

- **A fiduciary duty** to the Association (which includes acting with good faith, diligence, care and skill);
- **Duty of loyalty;**
- **Duty of ordinary and reasonable care;** and
- **Duty of confidentiality** (during and after your term of service)

A Director may be held personally liable for a breach of these duties to the Association.

In carrying out these duties and rules, Directors are bound by and must observe the following Code of Conduct, which is being adopted for the purpose of encouraging the orderly conduct of meetings; to reduce the risk of potentially injurious conduct; and to provide Directors with the guidelines by which they should conduct themselves. All Directors must comply with the following:

1. Order must be preserved. No person shall, by speech or otherwise, delay or interrupt the proceedings of the meeting or disturb any person having the floor
2. No person shall refuse to obey the orders of the meeting.
3. Any person making irrelevant, impertinent, or slanderous remarks or who becomes boisterous while addressing the Board shall not be considered orderly.
4. Any person who becomes disorderly, or who fails to confine remarks to the identified subject or business at hand, shall be cautioned and given the opportunity to conclude his/her remarks at a later time.
5. After being cautioned, any person failing to comply shall be barred from making any additional comments during the meeting, unless permission to continue is given by the Majority of the Board.
6. Speakers will refrain from the use of obscene language, i.e. "fighting words" likely to incite violence. Any other language which is disruptive to the orderly and fair progress of a discussion at a meeting is prohibited.
7. Speakers will refrain from making comments of a personal nature regarding others.
8. Name-calling and / or obscenity is forbidden.
9. Shouting, yelling or screaming is forbidden.
10. Threats made to any person is forbidden.
11. Any person out of order will be asked to cease the conduct. If the person does not do so, he or she is subject to removal from the meeting and may be arrested by the Sheriff subject to Section 810.08(1), Florida Statutes or other applicable law as warranted under the circumstances.
12. Any person who becomes disruptive or interferes with the orderly business of the Board of Directors may be removed from the meeting and may be barred from future meetings.
13. Noise makers are forbidden.

14. Heckling is forbidden.
15. No demonstrations of approval or disapproval from the audience shall be permitted.
16. Police presence will be allowed.
17. Verbal outbursts are forbidden.
18. Refrain from gossip. Gossip is a form of communication that individuals engage in for the purpose of sharing sensational (often unverified) information about an individual that results in negativity and/or damage to another's credibility or reputation. Gossip is a destructive, hurtful, and divisive form of communication that individuals often participate in without being consciously aware of it. **Gossip invariably breaks down trust levels and destroys unity, resulting in second-guessing and misunderstandings that can quickly lead to conflict.**

To prevent this, all Board members and members should:

- Use proper channels to address genuine concerns or to deal with potentially inappropriate behavior.
- Not mention or insinuate another person's name when that person is not present unless it is to compliment or reference in an appropriate conversation.
- Recognize gossip and refuse to participate in it, while reminding each other to not spread rumors and gossip.
- Any member may attend Board meetings and are allowed to provide input. Members will be given three minutes to speak regarding the topic being discussed.

In cases when order cannot be restored during a meeting, a majority of the Board may proceed as follows:

1. Adjourn the meeting and reconvene at a different date;
2. Take a break and reconvene the meeting after the break; or
3. Ask the Member out of order to leave or law enforcement will be called.

Behavior of the following nature, whether towards Members, other Directors, or vendors of the Association, will not be tolerated:

1. Harassment
2. Discrimination
3. Offensive or inappropriate behavior
4. Profanity
5. Yelling
6. Hostility
7. Threats
8. Ridicule
9. General incivility / insolence

In general, the Board of Directors is tasked with acting as one unit. This necessarily requires thoughtfully discussing issues with your fellow Directors and, sometimes compromising in the best interest of the whole. Members in the community look to the Directors for stability and leadership. It is critical that the Directors work as a unit in the best interests of the Association. If you find yourself unable to perform your duties in a respectful manner which complies with these guidelines, you may resign your position at any time and the remaining Directors will fill such vacancy in compliance with the Bylaws of the Association.

Lindsford Neighborhood II Homeowners' Association, Inc. dated May 9, 2023

President *James S. Harris*

Vice President _____

Treasurer *Marcine Ann Long*

Secretary *Ei Thun*

Director *Kathleen Wilken*