



Corporate Resolution for Code of Conduct for Trustees

Whereas, the Board of Trustees (Board) of Washington Park Condominium Trust has the authority and responsibility to make decisions for the benefit of the entire community, and

Whereas, the Board wishes to ensure that it and its individual members (Trustees) maintain a high standard of ethical conduct in the performance of the Trust's business, and to ensure that the Trust's members maintain confidence in and respect for the entire Board,

Now, therefore, be it resolved that the Board of the Trust hereby adopts the following rules of conduct, standards of behavior, ethical rules, and enforcement procedures that are applicable to all members of the Board:

1. **Trustees shall act in the best interests of the Trust as a whole.** Trustees serve for the benefit of the entire community, and shall, at all times, strive to do what is best for the Trust as a whole. Trustees shall not use their positions as such for private gain, for example:
 - No Trustee shall solicit or accept, directly or indirectly, any gift, gratuity, favor, entertainment, loan, or any other thing of monetary value from a person who is seeking a contractual or other business or financial relationship with the Trust.
 - No Trustee shall seek preferential treatment by the Board, any of its committees, or any contractors or suppliers.
 - No Trustee shall accept a gift or favor made with the intent of influencing a decision or action on any official matter.
 - No Trustee shall receive any compensation from the Trust for serving on the Board.
 - No Trustee shall willingly misrepresent facts to advance a personal cause or influence the community to advance a personal cause.
 - No Trustee shall use his/her position to enhance his/her financial status through the use of certain contractors or suppliers.

The above list of examples is offered for illustration purposes only, and is not intended to be exclusive.

2. **Trustees shall comply with governing documents and relevant law.** Trustees shall use their best efforts at all times to make reasonable decisions that are consistent with the Declaration, Bylaws, and other governing documents of the Trust, and to be familiar with all such documents. Trustees shall likewise comply with and make decisions that are consistent with all applicable laws, including, but not limited to, refraining from discriminating against any person on the basis of race, color, religion, national origin, gender, family status, or mental or physical disability.
3. **Trustees shall set high standards for themselves as Trust members.** Trustees shall hold themselves to the highest standards as members of the Trust, and shall in all ways comply with the provisions of the Trust's governing documents.
4. **Trustees shall work within the Trust's framework and refrain from unilateral action.** Trustees shall at all times work within the Trust's framework and abide by the system of management established by the Trust's governing documents and the Board. The Board shall conduct business in accordance with state law and the Trust's governing documents, and shall act upon decisions duly made, and no Trustee shall act unilaterally or contrary to such decisions. Toward that end, no Trustee shall seek to have a contract implemented that has not been duly approved by the Board, nor promise anything not approved by the Board to any contractor, supplier, or otherwise.
5. **Trustees shall behave professionally at meetings.** Trustees shall conduct themselves at all meetings, including board meetings, annual meetings of the members, and committee meetings, in a professional and businesslike manner. Personal attacks against other Trustees, Trust members, residents, officers, management or guests are not consistent with the best interests of the community and will not be tolerated. Language at meetings shall be kept professional. Though differences of

opinion are inevitable, they must be expressed in a professional and businesslike manner.

6. **Trustees shall maintain confidentiality when appropriate.** Trustees shall at all times maintain the confidentiality of all legal, contractual, personnel, and management matters involving the Trust. Trustees shall also maintain the confidentiality of the personal lives of other Trustees, Trust members, residents, and management staff.
7. **Trustees shall disclose conflicts of interests.** Trustees shall immediately disclose to the Board any perceived or potential conflict of interest regarding any aspect of the business operations of the Trust.
8. **Trustees shall refrain from defaming anyone in the community.** Trustees shall not engage in defamation, by any means, of any other Trustee, Trust member, resident, or management staff member. The Trust shall deem any Trustee who engages in defamation to be acting outside the scope of his authority as a Trustee.
9. **Trustees shall refrain from harassing Trust members or residents.** Trustees shall not in any way harass, threaten, or otherwise attempt to intimidate any other Trustee, Trust member, or resident. The Trust shall deem any Trustee who harasses, threatens, or otherwise attempts to intimidate other Trust members or residents to be acting outside the scope of his authority as a Trustee.
10. **Trustees shall refrain from interfering with management staff and contractors.** No Trustee shall interfere with the duties of management staff or any contractor executing a contract in progress. All communications with contractors must go through management, or must otherwise be in accordance with Board policy.
11. **Trustees shall refrain from using members' keys, except as authorized by the Trust's governing documents.** No trustee shall use members' keys in any manner other than as outlined in the Trust's official key policy.

VIOLATIONS OF CODE

Violations of the Code of Conduct shall be brought to the Hearing Board, which shall be comprised of designated Trustees. In addition the Board may elect at its sole discretion to appoint as Advisory Hearing Trustees, other Trustees, as well as the Trust attorney, manager and/or accountant. Any Trustees who violate this Code of Conduct agrees that the Board may seek injunctive relief against him/her, following a hearing before the Hearing Board, unless circumstances necessitate the issuance of injunctive relief prior to such hearing. The Trustee also agrees that the Board shall be relieved of posting bond as a condition to its injunctive remedy. Such Trustee must pay the attorney's fees incurred by the Board in any enforcement effort.

ADOPTED BY BOARD RESOLUTION AS PART OF THE MEETING AGENDA ON (Date)