

Conflict of Interest Annual Disclosure

The proper governance of the Ocean Dunes Home Owners Association (ODHOA) depends on members of the Board of Directors and outside professional organizations. The giving of this service, because of the varied interests and backgrounds of the board members and outside organizations, may result in situations involving a dual interest which might be interpreted as conflict of interest; and this service should not be rendered impossible solely by reason of duality of interest or possible conflict of interest. This service carries with it a requirement of loyalty and fidelity to ODHOA, it being the responsibility of the members of the board to govern the institution's affairs honestly and economically, exercising their best care, skill, and judgment for the benefit of the institution.

The matter of any duality of interest or possible conflict of interest can best be handled through full disclosure of any such interest, together with noninvolvement in any vote wherein the interest is involved. The policy of duality and conflict of interest is as follows:

1. All members of the Board of Directors and outside professional organizations shall exercise the utmost good faith in all transactions touching upon their duties to ODHOA. In their dealings with and on behalf of ODHOA, they shall be held to a strict rule of honest and fair dealing between themselves and ODHOA. They shall not use their position, or knowledge gained there from, so that a conflict might arise between the interest of ODHOA and that of the individual.
2. All acts of such persons shall be for the best interest of ODHOA.
3. Any duality of interest or possible conflict of interest on the part of any board member or outside professional organization should be disclosed to the other members of the board in writing and made a matter of record when the interest becomes a matter of action by the board, or by a committee of the board.
4. Any board member having a duality of interest or possible conflict of interest on any matter should not vote or use his or her personal influence on the matter, and he/she should not be counted in determining the quorum for the board or committee meeting, even where permitted by law. The minutes of that meeting should reflect that a disclosure was made, the abstention from voting, and the quorum situation.
5. The foregoing requirements should not be construed as preventing the board member from briefly stating his or her position in the matter, nor from answering pertinent questions of other board members since his/her knowledge may be of great assistance.

This policy will be reviewed annually at the time of the annual meeting for the information and guidance of board members, and that all new board members are advised of the policy upon entering on the duties of their office and outside professional organizations are advised upon beginning any professional engagement. This statement is to be signed annually at the time of the annual meeting by all board members and outside professional firms that are currently being used. It shall be kept on file.

Printed Name: _____ Date: _____

Signature: _____