



Abaris Real Estate Management, Inc.

7811 Montrose Road, Suite 110, Potomac, MD 20854
301-468-8919 · Fax: 301-468-0983

397 Herndon Pkwy, Suite 100, Herndon, VA 20170
703-437-5800 · Fax: 703-471-6578
abarisrealty.com

**Milestone Homeowners Association
Approved Board of Directors Code of Conduct and Professional Ethics**

April 11, 2025

Dear Milestone HOA Homeowners,

The Milestone HOA Board of Directors met on April 7, 2025, at which time they voted to adopt the enclosed Code of Conduct and Professional Ethics for all current and future members of the Milestone HOA Board of Directors, which was previously sent to all homeowners.

If you should have any questions regarding the new policy, please feel free to participate in the monthly Board meetings or you may also send your comments via email to customercare@abarisrealty.com.

Sincerely,

Shireen Ambush, PCAM, CPM
Community Manager



**MILESTONE HOMEOWNER'S ASSOCIATION
BOARD OF DIRECTORS
CODE OF CONDUCT AND PROFESSIONAL ETHICS**

Recitals

WHEREAS, Article 7(1)(c) of the Bylaws of the Association empowers the Board of Directors (hereinafter "Board") of the Milestone Homeowner's Association (hereinafter "HOA") with the power and duties necessary to administer the affairs of the HOA and to adopt any rules and regulations deemed necessary for effective administration of the HOA; and

WHEREAS, the Board has a duty to exercise its power and duties in good faith and in the best interests of the HOA; and

WHEREAS, the Board has established the goal of conducting the business of the HOA with the highest level of dignity, civility, and respect for the HOA as an entity and for the individual members, Board and Managing Agent of the HOA; and

WHEREAS, the Board has agreed to establish a Code of Conduct and Professional Ethics for itself in order to further its efforts to accomplish its goal.

NOW THEREFORE, BE IT RESOLVED that the Board adopts the Code of Conduct and Professional Ethics outlined below as its formal policy.

Board Members SHALL:

1. **General Standards, Conduct and Decorum at Meetings:** Exercise their best efforts to attend and be on time for all Board meetings of the HOA and plan to be in attendance at all times during the proceedings.
 - a. Exercise their best efforts to inform the President and Management in advance of a meeting when they know they cannot attend, will be late or must leave early.
 - b. Agree that an officer of the Board (President, Vice-President, Secretary and/or Treasurer) may be requested to vacate their office and become an at-large member, with a majority vote of the Board, in the event such officer is absent from three (3) consecutive regularly scheduled Board meetings without a valid reason and/or failure to provide advance notice of such absence as stated in 1(a) above.
 - c. Agree that all allegations of violations or perceived violations of the Code of Conduct and Professional Ethics shall be presented to the HOA's Board President, who shall call and be in charge of all proceedings to investigate such allegations within ten days of receiving such notice.
 - i. Should the President be involved in a violation or perceived violation of this Code of Conduct and Professional Ethics, then the Vice-President of the

Board shall call, within ten days of receiving such notice, and be in charge of all proceedings to investigate such allegations. Resolution of the allegations shall be made by a quorum of the Board members. If such resolution includes the Board asking the member to resign from his/her position on the Board and that individual refuses, and given that the Board does not have the authority to remove any Board member from their position (only officers may be moved to an at-large position with a majority vote), then item 1 (c)(ii) below shall be the next course of action.

- ii. In circumstances where the decision cannot be satisfactorily resolved between the Board and the Board member/director involved in the allegation, the next and final step would be an appeal process whereby a Special Meeting of homeowners is called within 30 days of the date on which the appeal was received to determine the issue by majority vote. Such decision shall be deemed as final and binding for both the Board and the Board member.
- d. Board members shall make every effort to come prepared to meetings by reviewing the agenda and related materials before the meeting, listening attentively and courteously, and taking necessary steps to properly carry out the director's duty of care.
 - i. In the event a Board member has not had ample opportunity to prepare for a meeting, he/she should recuse/abstain him/herself from voting on any/all issues for which he/she has not appropriately reviewed such material.
- e. Treat each other, as well as all homeowners, with the appropriate respect and courtesy expected in a professional setting at all times.
- f. Use sound judgment when voting on business decisions for the HOA, considering all available information, circumstances and resources, in order to ensure such decisions are always made in the best interest of the community.
- g. Act and comply within the boundaries of their authority as defined by law and the governing documents, including the Covenants and Bylaws, of the HOA.
- h. Provide homeowners the opportunity to comment on decisions impacting the HOA.
- i. Perform their duties without bias for or against any individual owner or group of owners.
- j. Speak with one voice, supporting all duly-adopted Board decisions, even if in the minority regarding actions that may not have obtained unanimous consent.

2. Conflicts of Interest: Disclose any potential conflict of interest, including personal or professional relationships with any company or individual, who has or is seeking to have a

business relationship with the HOA. Additionally, ***if there is any Board discussion in which a member of the Board has a potential conflict of interest, said Board member shall recuse him/herself from such discussions.***

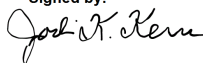
3. **Elections:** Conduct open, fair and well-publicized elections.
4. **Confidentiality:** Understand that any information (in written, verbal or other form) obtained during the performance as a Board member **must** remain confidential. This includes all information about members, clients, employees and other associated organizations, as well as any information otherwise marked or known to be confidential.

Board Members SHALL NOT:

1. **Confidentiality:** Disclose confidential HOA business or information outside of the Board of Directors without the prior approval of the Board of Directors, or except as otherwise permitted or necessary in working with the HOA's legal counsel.
 - a. Misrepresent known facts in any issue involving HOA business.
 - b. Divulge personal information about any HOA owner or employee that was obtained in the performance of Board duties.
 - c. Share information provided by contractors with those bidding for HOA contracts unless specifically authorized by the Board, or make unauthorized promises to contractors, bidders or homeowners.
 - d. Reveal to any owner or other third party the discussions, decisions and comments made at any meeting of the Board properly closed or held in an executive session.
2. **Professional Decorum:** Engage in any writing, publishing, or speech making that defames any other member of the Board, Unit Owner or resident of the community;
 - a. Harass, threaten or attempt through any means to control or instill fear in any Board member, owner, employee or contractor.
3. **Covenants/Bylaws/Regulatory Laws:** Advocate or support any action or activity that violates the HOA's Covenants, Bylaws, any law or regulatory requirements.
4. **Personal Gain/Compensation:** Use their position or decision-making authority for personal gain or to seek advantage over another owner.
 - a. Spend unauthorized HOA funds for their own personal use or benefit.

- b. Accept compensation for serving on behalf of the HOA, including any gifts (directly or indirectly) from owners, contractors or suppliers. Furthermore, no director or officer shall seek employment or be permitted to serve as an employee, contractor, site manager, general manager or property manager of the HOA.

Adopted by the Board of Directors for the Milestone Homeowner's Association on this
4/11/2025 day of 4/11/2025 2025.

Signed by:

1A01FB31BF2C43E...

Jodi K. Kern, President

**DIRECTOR CODE OF CONDUCT AND PROFESSIONAL ETHICS
ACKNOWLEDGEMENT FORM**

I, _____, being an elected or appointed member of the Board of Directors of the Milestone Homeowner's Association, do hereby acknowledge the aforementioned responsibilities as a member of the board and hereby agree to comply with the terms contained therein for the duration of my tenure as a Board member.

Date: _____

Signature

Print Name