

## **PENN ESTATES PROPERTY OWNERS ASSOCIATION**

**POLICY: ENFORCEMENT OF VIOLATIONS OF BOARD OF DIRECTORS    No: A-011**  
**CODE OF CONDUCT**

**SUBJECT: ENFORCEMENT OF VIOLATIONS OF BOARD OF DIRECTORS**

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**DATE APPROVED: November 6, 2015**

**DATE(s) REVISED: April 29, 2021**

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Purpose: In order to insure compliance with the Penn Estates Property Owners Association's ("Association") Code of Conduct PEPOA Board hereby adopts the policy:

1. Allegations of violations of the Code of Conduct (the "Code") should be made only in good faith and not to embarrass or put someone in a false light. If a Director becomes aware of suspected or potential violation, he/she should not try to investigate or resolve it on his/her own. Prompt disclosure under this policy is vital to ensuring a timely and thorough investigation and resolution. Each Director is expected to cooperate in internal or external investigations or alleged violations of the Codes.

2. All allegations of violations or perceived violations of the Code of Conduct shall be presented to the Association's President. The President shall call and be in charge of all proceedings to investigate allegations with the participation of the Association's legal counsel, as needed.

So as not to jeopardize the integrity of any investigation, all proceedings related to an allegation of misconduct shall be conducted in Executive Session unless otherwise decided by the Board. Said Executive Session shall be called as soon as possible with the intention to ensure that said allegation is resolved promptly and efficiently, prior to the need of the Board to conduct official business, thereby addressing any concerns and to avoid any appearance of impropriety.

3. If the allegation is against the President or the President is not able to accept such responsibility, then the allegation shall be presented to the next Officer of the Association based upon the succession order in the bylaws. If none of the Officers are able to perform such duty, the allegation shall be presented to The Association Board Member with the most seniority.

The Officer or Association Board Member to whom the allegation is presented shall also preside over the proceeding to investigate the allegation. However, if there are two or more Association Board Members with the same seniority, then the Association Board Members not subject to the allegation shall decide which Association Board Member with the same seniority shall preside over the proceedings.

Notwithstanding the above, the Board may vote to have an allegation of misconduct investigated by an independent investigator instead of its own directors/officers.

4. The accused Board Members(s) shall be afforded the opportunity to be heard by the Board. However, the accused Board Member(s) fails to attend any meeting called to discuss the alleged violation(s) or postpones attending such Meeting for the purpose of preventing a resolution, then the unaffected Directors may resolve the allegation without the accused Board Member(s) being present.

5. The Board shall endeavor to conduct any vote to impose disciplinary action for the violation of the Code in open session. It is understood, however, that confidentiality concerns may necessitate that such a vote take place in Executive Session. Therefore, the accused Board member may be excluded from the final discussion and vote at any such Executive Session, but only if the precaution is necessary to protect confidential information.

6. If the Association Board Member has been found to have violated the Code, The Board shall have the following options to remedy the violation:

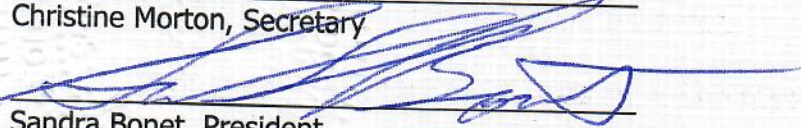
- A demand that the Director(s) violating the Code of Conduct immediately cease such violation
- A request for resignation(s) from office
- Reprimand or censure and/or
- Removal from office for "proper cause", consistent with the Association by-laws, and pursuant to the Pennsylvania, Non-Profit Corporation Law or the authorization to initiate legal proceedings requesting removal by Court order.

7. A record of the process, facts, and decision will be kept in the office of The Association Counsel.

8. This policy shall be in effect from this date forward.

Adopted by resolution of the Association's Directors on this 29 day of April 2021.

  
Christine Morton, Secretary

  
Sandra Bonet, President