

**Sandestin Owners Association, Inc.**  
**Code of Conduct (Members and Guests)**  
**Approved by the SOA Board of Directors 8/22/2024**

**SANDESTIN OWNERS ASSOCIATION, INC. (“SOA”)** hereby adopts the following code of conduct for parcel owners (“Members”) and permitted invitees (“Guests”) at all meetings of the Board of Directors (“Board”), Advisory Board, SOA committees (including the Architectural Review Board or other committees) and all other SOA related meetings or gatherings (collectively “Meetings”), and interactions within the SOA Administrative Office (“SOA Office”), with the SOA staff and on any SOA common areas within the SOA Property (collectively “SOA Property”) as follows:

**Whereas**, Article VI Section 1(d) of the SOA Bylaws authorizes the Board to adopt and publish rules and regulations; and

**Whereas**, the Board welcomes and encourages the presence of Members at Meetings, and it is essential for the efficient transaction of SOA business at Meetings that all Members and Guests conduct themselves in a businesslike, ethical, and appropriate manner that serves the best interests of the SOA, and

**Whereas**, neither the Board nor the SOA is responsible for the conduct of any Member or Guest and assumes no duty to halt, limit, or address any problematic or illegal conduct, and shall not have liability for conduct between and among any individuals, and

**Whereas**, the SOA Office is a place of business and is not deemed common property of the SOA, thus no easement rights as defined in the Declaration, Article IV are granted, and

**Whereas**, the Board desires to adopt and implement reasonable rules governing the conduct of Members and their Guests at Meetings, in the SOA Offices, and on all other SOA Property in order to encourage appropriate behavior, address inappropriate behavior, and maintain the highest professional standards; and

**Whereas**, this Code of Conduct has been adopted by a majority vote of the Board at a properly noticed Board Meeting pursuant to the SOA’s Covenants and Bylaws.

**NOW, THEREFORE, THE FOLLOWING CODE OF CONDUCT DURING MEETINGS, WITHIN THE SOA OFFICE, AND ON OTHER SOA PROPERTY IS HEREBY ADOPTED:**

**Code of Conduct:**

1. During Meetings:

- a. Members must maintain decorum, sit quietly, and refrain from speaking until recognized by the chairperson of the Meeting.
- b. Recording of any Meeting shall be in accordance with the SOA Meeting Recording Policy. It is unacceptable to pretend to record a Meeting or to secretly record a Meeting. Such actions are considered unprofessional and cause disturbances during the Meeting. Members must either publicly record the Meeting per the Recording Policy or not record it at all.
- c. Members are to hold all questions until the Board, committee, and SOA staff members have completed the discussion, then raise their hand and wait to be recognized by the Chairperson of the Meeting.
- d. Members must not interrupt anyone who validly (as determined by the Meeting chair) has the floor, or otherwise disrupt the Meeting.

- e. When speaking, Members must abide by time limits set by the Meeting chair for comment or are limited to the parameters defined in the SOA Presenter Guidelines for Board of Directors Meetings or other applicable policy.
  - f. A Member cannot assign his or her allotted time to speak to anyone else.
  - g. Members must refrain from engaging in personal oral attacks on Board members, fellow Members, the Executive Director, SOA staff, and/or anyone else present in the room.
  - h. Members must confine their comments to topics relevant to the agenda item being discussed, other than the designated time to address the Board per the SOA Presenter Guidelines for the Board of Directors Meetings.
  - i. Members may not speak for a second time on a topic until everyone wishing to speak on the topic has had an opportunity to be recognized, and then as time allows.
  - j. Members may not speak more than twice on any one issue, subject to the discretion of the Meeting chair.
  - k. Meetings are open only to Members. Guests, including, but not limited to tenants, non-member residents, or other invitees, may be permitted to attend Meetings solely at the discretion of the chair of the Meeting. The chair's decision on the attendance of Guests is final and absolute.
  - l. All Meetings are private. Information discussed or shared during Meetings shall not be shared publicly, via social media or otherwise, or shared with non-members of the SOA.
2. Members shall conduct themselves professionally and respectfully while within the SOA Office and upon other SOA Property and shall not conduct themselves in a way that interferes with the management or the routine business functions of the SOA.
  3. Members shall not abuse, harass, accost, or reprimand any Member, Guest, SOA staff member, vendor, SOA committee member, or Board member.
  4. Members shall not reprimand or attempt to discipline any SOA employee. Any inattention to duty or lack of courtesy on the part of any SOA employee should be reported to the Department Director, Executive Director or Board President.
  5. Members shall conduct themselves so as not to jeopardize or interfere with the rights and privileges of others and shall not compromise the safety of others by their actions.
  6. Members shall discontinue all unsafe activity immediately upon direction from SOA staff.
  7. Members shall be personally responsible for the failure of their Guests to comply with this Code of Conduct.
  8. The ultimate determination of whether any provision of this policy has been violated rests with the Chairperson of the Meeting or SOA staff who have the authority to issue disciplinary measures, subject to the limitations set forth in the SOA governing documents and applicable Florida law.

**Disciplinary Action:**

In the event of a violation of this Code of Conduct, the SOA reserves the right to take appropriate action, which may include, but is not limited to:

1. A private reprimand.
2. Removal from the Meeting without warning.
3. Implementation of conditions upon attendance at future Meetings.
4. Restriction from attendance at future Meetings.
5. Imposition of monetary fines and penalties in accordance with the SOA Bylaws and applicable Florida Statutes.
6. Seeking injunctive relief to prevent further violations including but not limited to filing for a court order to enforce compliance with the Code of Conduct.
7. Pursuing any other legal remedies available under the law, including but not limited to filing a lawsuit for damages incurred as a result of the violation,