



# BYLAWS

Caribou Housing Authority

Adopted on:

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## **Table of Contents**

<b>ARTICLE I. THE AUTHORITY.....</b>	<b>1</b>
<b>Section 1. NAME OF THE HOUSING AUTHORITY. ....</b>	<b>1</b>
<b>Section 2. PURPOSE.....</b>	<b>1</b>
<b>Section 3. OFFICE OF THE AUTHORITY. ....</b>	<b>1</b>
<b>ARTICLE II. BOARD OF COMMISSIONERS. ....</b>	<b>3</b>
<b>Section 1. COMPOSITION.....</b>	<b>3</b>
<b>Section 2. TERMS, and APPOINTMENTS ....</b>	<b>3</b>
<b>Section 3. RESPONSIBILITIES OF COMMISSIONERS.....</b>	<b>3</b>
<b>Section 4. FUNCTION OF COMMISSIONERS ....</b>	<b>3</b>
<b>Section 5. LIMITATIONS ON COMMISSIONERS.....</b>	<b>4</b>
<b>Section 6. POWERS AND DUTIES OF COMMISSIONERS.....</b>	<b>4</b>
<b>Section 7. RELATIONSHIP TO STAFF ....</b>	<b>4</b>
<b>Section 8. TRAINING REQUIREMENTS.....</b>	<b>4</b>
<b>ARTICLE III. OFFICERS.....</b>	<b>5</b>
<b>Section 1. OFFICERS ....</b>	<b>5</b>
<b>Section 2. ELECTION ....</b>	<b>5</b>
<b>Section 3. CHAIRPERSON.....</b>	<b>5</b>
<b>Section 4. VICE-CHAIRPERSON. ....</b>	<b>5</b>
<b>Section 5. SECRETARY/TREASURER.....</b>	<b>5</b>
<b>Section 6. EXECUTIVE DIRECTOR.....</b>	<b>6</b>
<b>Section 7. AUTHORITY PERSONNEL.....</b>	<b>6</b>
<b>ARTICLE IV. MEETINGS. ....</b>	<b>7</b>
<b>Section 1. OPEN MEETINGS.....</b>	<b>7</b>
<b>Section 2. ANNUAL MEETINGS.....</b>	<b>7</b>
<b>Section 3. REGULAR MEETINGS.....</b>	<b>7</b>
<b>Section 4. SPECIAL MEETINGS or WORKSHOPS ....</b>	<b>7</b>
<b>Section 5. NOTICE OF MEETINGS. ....</b>	<b>7</b>
<b>Section 6. QUORUM.....</b>	<b>8</b>
<b>Section 7. ORDER OF BUSINESS.....</b>	<b>8</b>
<b>ARTICLE V. CONDUCT OF BOARD MEMBERS.....</b>	<b>9</b>

---

<b>Section 1. ATTENDANCE .....</b>	<b>9</b>
<b>Section 2. DISCUSSION.....</b>	<b>9</b>
<b>Section 3. ACTIONS.....</b>	<b>9</b>
<b>ARTICLE VI. CONFLICT OF INTEREST, BOARD MEMBERS.....</b>	<b>11</b>
<b>Section 1. FAMILY MEMBER.....</b>	<b>11</b>
<b>Section 2. CONFLICT OF INTEREST .....</b>	<b>11</b>
<b>ARTICLE VII. CONFLICT OF INTEREST.....</b>	<b>13</b>
<b>Section 1. FAMILY MEMBERS .....</b>	<b>13</b>
<b>Section 2. FINANCIAL.....</b>	<b>13</b>
<b>ARTICLE VIII. CHANGES IN BY-LAWS.....</b>	<b>13</b>
<b>Section 1. AMENDMENTS, SUSPENSION or REPEAL OF BY-LAWS.....</b>	<b>13</b>
<b>ADOPTED.....</b>	<b>13</b>

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## **ARTICLE I. THE CARIBOU HOUSING AUTHORITY**

### **Section 1. NAME OF THE HOUSING AUTHORITY.**

The name of the Housing Authority shall be: Caribou Housing Authority.

### **Section 2. PURPOSE**

These By-Laws are adopted for the purposed the providing for the conduct of the business of the CHA.

### **Section 3. OFFICE OF THE AUTHORITY.**

The principal office of the CHA shall be at: 25 High Street in the City of Caribou, State of Maine.



## **ARTICLE II. BOARD OF COMMISSIONERS.**

### **Section 1. COMPOSITION.**

The Board of Commissioners shall consist of seven (7) Commissioners; two (2) shall be residents of the CHA, and two (2) are members of the Caribou City Council.

### **Section 2. TERMS, and APPOINTMENTS**

Commissioners are initially appointed for one (1), two (2), three (3), four (4), and five (5) year terms, from the date of appointment. Thereafter, Commissioners are appointed for terms of (5) years, unless filling an unexpired term vacancy.

The Commissioners shall be appointed by the Mayor and approved by the City Council.

### **Section 3. VACANCIES**

On an annual basis the Executive Director will solicit interest from the residents and submit the names to the Mayor for consideration.

If the resident commissioner's assistance under a CHA program is terminated this shall be deemed a resignation. In the event of a vacancy, the Mayor shall appoint a qualified person to fill the unexpired term.

### **Section 3. RESPONSIBILITIES OF COMMISSIONERS.**

Commissioners serve as the governing officers of the CHA. Among their principal responsibilities are:

- a. Providing leadership and advocating for public housing;
- b. Setting policies governing the operations of the CHA and charting the direction of current and future programs including required PHA Plans or similar requirements;
- c. Ensuring, through independent reviews and audits, that the CHA operates within the law and according to HUD regulations, taking into considerations the economy and efficiency of operations;
- d. Hiring a qualified Executive Director to manage day-to-day operations of the CHA;
- e. Adopting operating budgets; and
- f. Establishing policies to prevent fraud, abuse, mismanagement and discrimination and to ensure that the CHA acts legally and with integrity in its daily operations.

### **Section 4. FUNCTION OF COMMISSIONERS**

To carry out their Responsibilities, Commissioners should engage in the following activities as they make policy and further program goals:

- a. Commissioners should attend Board Meetings of the Board of Commissioners and participate in Board discussions and decisions;
- b. Commissioners should work with the CHA's Executive Director to ensure that Board policies are applied in daily operations;

- c. Commissioners should nurture positive community relations.

### **Section 5. LIMITATIONS ON COMMISSIONERS.**

In carrying out their duties and responsibilities as Commissioners, the Commissioners should refrain from the following activities:

- a. Commissioners should not involve themselves in the daily program management of the operations of the CHA but should assure that the Executive Director comply with the policy directives;
- b. Individual Commissioners should recognize that they do not have the right or authority to speak officially for or on behalf of the CHA unless specifically designated to do so by the Board of Commissioners;
- c. Individual Commissioners, in their role as Commissioners, should not actively involve themselves in resolving disputes of CHA residents and/or other individuals, firms or organizations contracting with the CHA (such individuals or organizations should be referred to the appropriate CHA staff person or to the Board of Commissioners)

### **Section 6. POWERS AND DUTIES OF COMMISSIONERS**

The primary duty of the Commissioner shall be to adopt policies and resolutions consistent with federal and state law. The Commissioners will provide clear and concise policy and guidelines to the Executive Director. Commissioners should observe the chain of command and act collectively to avoid situations where they appear to be managers instead of policy makers.

The Board of Commissioners will have a part of the hiring process of any new Housing Director. They will be able to review the resumes, make recommendations to the appropriate Department Head, and be able to sit in on interviews.

The Executive Director is charged with the day-to-day responsibility of making the CHA operate and the execution of policies.

### **Section 7. RELATIONSHIP TO STAFF**

All instructions, demands, or directions to CHA staff should be made by the Board of Commissioners through the Executive Director. This section should not prohibit Commissioners from requesting information or documents from appropriate staff in accordance with the direction of the Executive Director.

### **Section 8. TRAINING REQUIREMENTS.**

All Commissioners are required to complete training program consisting of ethics and other required courses. Commissioners must complete their training within 18 months of appointment. Training may be taken through the HUD Exchange: Lead the Way, <https://www.hudexchange.info/trainings/courses/lead-the-way-pha-governance-and-financial-management/>. A certificate of recognition or a certificate of completion from the training institution is required from each Commissioner to meet the training requirement.

The Secretary/Executive Director must complete his or her training within two years of appointment.



## **ARTICLE III. OFFICERS**

### **Section 1. OFFICERS**

The officers of the Board of Commissioners are a Chairperson, a Vice-Chair, and a Secretary/Treasurer.

### **Section 2. ELECTION**

The Chairperson and Vice-Chairperson shall be elected at the Annual Meeting of the Commissioners of the CHA from among the Commissioners. The Chairperson and the Vice-Chairperson shall hold office at the pleasure of the Commissioners, or until the next succeeding Annual Meeting or until their successors are elected.

### **Section 3. CHAIRPERSON.**

The Chairperson shall be a Commissioner of the CHA and qualified and willing to accept responsibilities outlined in these Bylaws, as follows:

- a. Preside at all meetings of the CHA.
- b. Sign all contracts, deeds, and such other instruments made by the CHA or as may be authorized by resolution of the CHA
- c. Present at each Annual Meeting of the CHA a report of the condition of the business and affairs of the CHA.
- d. Call Regular, Special Meetings and/or Workshops of the CHA in accordance with these By-Laws.
- e. Make an annual presentation to the Caribou City Council on the condition of the business and affairs of the CHA.

### **Section 4. VICE-CHAIRPERSON.**

The Vice-Chairperson shall perform the duties of the Chairperson in the absence or inability of the Chairperson, the Vice-Chair shall perform such duties as are imposed on the Chairperson until the CHA shall select a new Chairperson.

### **Section 5. SECRETARY/TREASURER**

The Secretary/Treasurer shall be the Executive Director of the CHA. The Executive Director shall be an ex officio, non-voting member of the Board of Commissioners.

The Secretary shall have the following duties:

- a. Keep the records of the CHA; shall act as Secretary of the meetings of the CHA and record all votes; shall keep a record of the proceedings of the CHA in a permanent journal and shall perform all duties incident to his or her office.
- b. Provide general supervision over the CHA's operations and the administration of its operations and the administration of its business and affairs subject to the direction of the Commissioners.

The Treasurer shall have the following duties:

- a. Have the custody and care of the funds of the CHA; shall deposit them in the name of the CHA; shall sign all instruments obligating funds of the CHA for real or personal property, equipment, supplies, and services purchased by the CHA and shall sign all disbursement vouchers effecting funds of the CHA. The Secretary shall keep regular books of accounts showing receipts and expenditures and shall render to the CHA, at each regular meeting (or more often when requested), an account of the transaction and of the financial condition of the CHA.
- c. Comply with all professional training and development requirements within the specified time period.

### **Section 6. EXECUTIVE DIRECTOR**

Subject to the powers vested in the Board of Commissioners, the Executive Director or similar designee should have full charge of the day to day operation and administration of the business and financial affairs of the CHA.

The Executive Director, or in his/her absence the Executive Director's designee, shall attend all meetings of the Board. Committee Meetings of the Board shall be attended by the Executive Director and/or his/her designated representative.

### **Section 7. AUTHORITY PERSONNEL**

The Executive Director shall determine the job description; compensation, subject to Commissioner approved budget; and, Organizational Chart of the personnel of the CHA necessary to exercise and carry out the powers, duties and functions prescribed by the laws and regulations of the Maine and the United States Department of Housing and Urban Development (HUD). Except for the Executive Director, all personnel of the CHA shall be hired by the Executive Director and as set forth in the organizational chart prepared by the Executive Director.

## **ARTICLE IV. MEETINGS.**

### **Section 1. OPEN MEETINGS**

All meetings of the Board of Commissioners shall be open to the public, except as otherwise provided for or allowed by law.

### **Section 2. ANNUAL MEETINGS.**

The first Annual Meeting of the calendar year shall be held on the third Thursday of February at the CHA at 6:00 PM or another location designated by the Board.

The dates for the regular meeting shall be established at the Annual Meeting.

The Commissioners shall review the CHA's performance and accomplishments and set goals and objectives for the coming year.

### **Section 3. REGULAR MEETINGS.**

Regular Meetings shall be held on the third Thursday of the month, every quarter at 6:00 PM at the CHA, or at such other as the Chairperson may designate. In the event of the date falls on a legal holiday, the annual meeting shall be held on the next business day.

### **Section 4. SPECIAL MEETINGS or WORKSHOPS**

The Chairman, majority of Board members, or request of the Executive Director may call a Special Meeting or Workshop.

The Secretary will give notice of the Special Meeting/Workshop by mail at least two (2) business days before the meeting and such notice will be delivered via mail or e-mail to each member of the Board, and to such other persons or entities requesting notice in writing. A copy of the notice will be posted at the office of the CHA.

The notice of the Special Notice will specify the date, time and place of the Special Meeting/Workshop and the business to be transacted. No other business shall be transacted.

### **Section 5. NOTICE OF MEETINGS.**

Notice of the monthly Regular Meetings, including a publication of proposed agenda, shall be made by placing a notice on the bulletin board of the CHA's office, on the front page of the CHA's web site, the CHA's Facebook page, and the City of Caribou's web page at least seven (7) calendar days prior to the date of such meeting.

In the case of Public Hearings, a notice will be placed in the weekly local newspaper.

No future notice shall be necessary.

### **Section 6. QUORUM.**

Four (4) Commissioners shall constitute a quorum for the purpose of conducting its business and exercising its powers and for all other purposes. When a quorum is in attendance, action may be taken by the CHA upon a vote of a majority of the Commissioners.

If a quorum is not present for a meeting, the meeting shall be tabled until further date.

### **Section 7. ORDER OF BUSINESS.**

At the Regular and Special Meetings of the CHA, Robert's Rules of Order shall be followed, unless these Bylaws specify otherwise, and the following shall be the Order of Business:

- a. Call to Order
- b. Roll Call
- c. Public Comments
- d. Approval of Prior Minutes
- e. Financial Report
- f. Introduction of Special Guest & Special Presentation
- g. Public Hearing
- h. New Business
- i. Reports of Staff
- j. Unfinished Business
- k. Reports and Discussion by Commissioners
- l. Next Meeting
- m. Adjournment

## **ARTICLE V. CONDUCT OF BOARD MEMBERS**

### **Section 1. ATTENDANCE**

The effectiveness of the Board of Commissioners is directly related to the regular participation of each Commissioner in each and all regular and special meetings of the Board. Each Commissioner shall make every reasonable effort to attend all board meetings and to be prepared to discuss and consider the items on the agenda.

As a courtesy to other Commissioners, each Commissioner shall notify the Executive Director and/or Chairperson at the earliest possible time if he/she will be unable to attend any meeting or workshop, indicating the reason(s) for his/her non-attendance at such meeting.

If a Commissioner misses more than two (2) consecutive meetings of the Board in a 12-month period, the Commissioners may choose to vote to have the member removed from the Board.

### **Section 2. DISCUSSION**

No individual Commissioner may discuss issues with the staff or tenants of the CHA without first going through the Executive Director and getting permission from the Commissioners, except during a Board meeting, or with approval of the Board by resolution.

### **Section 3. ACTIONS**

Any violation of the above will require a Commissioner to resign their position and notify, in writing the appointing official that a replacement will be required immediately. If the Commissioner does not write the letter the Chairperson is authorized to do so, with a resolution from the Board.



## **ARTICLE VI. CONFLICT OF INTEREST, BOARD MEMBERS**

To eliminate the appearance of a conflict of interest:

### **Section 1. FAMILY MEMBER**

No employee of the CHA will be a family member of the Board of Commissioners or Appointing Official. The only exception will be if the family member is an employee before the Board Member or Appointed Official officially takes office. In this case the Commissioner shall abstain from all actions relating to the family member(s) concerning personnel decisions of the employee.

### **Section 2. CONFLICT OF INTEREST**

When an item comes before the Board of Commissioners in which a Commissioner or a member of a Commissioner's immediate family has a direct personal or business interest, the affected Commissioner shall so state and shall refrain from voting and participating in the Board of Commissioner's discussion on the matter. The Commissioner's abstention from voting and the stated reason shall be recorded in the minutes.

A Commissioner who knowingly fails to state a conflict of interest and fails to abstain from voting shall be subject to removal from office in accordance with the provisions of these Bylaws.

A Commissioner unsure of a conflict of interest may state his or her apparent conflict and ask for discussion and a vote on the question of the conflict by the other members of the Board of Commissioners. If the vote is unanimous, that no conflict exists, the Commissioner may participate in the discussion and vote on the matter in question.

No Commissioner or Appointing Official will have any interest either financially or otherwise in any contract, programs, or work with the CHA.





**ARTICLE VII. CONFLICT OF INTEREST**

To eliminate the appearance of a conflict of interest:

**Section 1. FAMILY MEMBERS**

There shall be no more than one (1) family member employed by the CHA at the same time. This would include, but is not limited to, immediate family members, uncles, aunts, and cousins.

**Section 2. FINANCIAL**

No employee will have any interest either financially, or otherwise in any contracts or other work with the CHA.

**ARTICLE VIII. CHANGES IN BY-LAWS.**

**Section 1. AMENDMENTS, SUSPENSION or REPEAL OF BY-LAWS.**

These By-Laws may be amended, suspended or repealed by the majority vote of the Board of Commissioners.

No amendment shall be adopted unless notice the amendment(s) has been submitted in writing at the previous Regular Meeting of the CHA.

**ADOPTED.**

These By-Laws are adopted on the \_\_\_\_\_ Day of \_\_\_\_\_ Month, \_\_\_\_\_ Year.

BY: \_\_\_\_\_ Chairperson

\_\_\_\_\_ Secretary