

BYLAWS
LINN-BENTON HOUSING AUTHORITY

REVISED: March 2017

ARTICLE 1 – THE AUTHORITY

SECTION - 1 NAME OF AUTHORITY

The name of the Authority shall be the LINN-BENTON HOUSING AUTHORITY.

Section – 2 OFFICE OF AUTHORITY

The office of the Authority shall be at such place in Linn or Benton County, State of Oregon as the Authority from time to time may designate by resolution.

ARTICLE II - PURPOSE

SECTION -1 STATEMENT OF PURPOSE

The following statement shall represent the purpose and goal of the Authority:

**TO PROVIDE ASSISTANCE AND INCREASE HOUSING OPPORTUNITIES FOR
LOWER INCOME HOUSEHOLDS WITHIN LINN AND BENTON COUNTIES**

ARTICLE III-MEMBERSHIP

SECTION-1 APPOINTMENTS

The membership of the board of commissioners shall consist of nine members. Four shall be appointed by the County Commissioners of Linn County and four shall be appointed by the County Commissioners of Benton County. All shall reside in the county which appoints them. An additional member of the board shall be appointed by the members previously appointed as specified by State law. In addition, at least one member of the board shall be a Section 8 participant as required by Federal regulation and State law. Commissioners must exhibit an interest in and commitment to the purposes of the Authority.

SECTION-2 TERM OF OFFICE

All commissioners shall be appointed for terms of four years. except that all vacancies shall be filled for the unexpired term. A commissioner shall hold office until his/her successor has been appointed and qualified.

SECTION-3 VACANCIES

Should a vacancy occur, due to resignation, death or other cause the county commissioners of the county authorized to fill the vacancy, will be requested to appoint a new member to serve out the unexpired term being vacated.

SECTION-4 REMOVAL FROM OFFICE

When a board member has three or more unexcused regular meeting absences, or for other inefficiency, neglect of duty, misconduct in office, or intentional acts of omissions that a prudent person could reasonably have foreseen would seriously damage the reputation or interests of the Authority, the board may request the appointing authority to remove the commissioner and appoint a new commissioner. A commissioner shall not be removed until after the commissioner has been given a copy of the charges at least ten (10) days prior to the hearing thereon and had an opportunity to be heard in person or by counsel. In the event of the removal

of any commissioner a record of the proceedings, together with the charges and findings thereon, shall be filed in the office of the clerk for each city and county in the Authority.

ARTICLE IV – OFFICERS

SECTION-1 OFFICERS

The officers of the Authority shall be a chair, a vice chair and a secretary who shall be the executive director.

SECTION-2 CHAIR

The chair shall preside at all meetings of the Authority. Except as otherwise authorized by resolution of the Authority, the chair shall sign all contracts, deeds and other instruments made by the Authority. At each meeting the chair shall submit such recommendations and information as he/she may consider proper concerning the business affairs and policies of the Authority. The chair shall be an official spokesperson for the board and may represent the organization and its positions whenever appropriate. No member of the board of commissioners other than the chair may officially represent the positions of the Authority or speak or act on behalf of the organization without specific approval by the board to do so.

SECTION-3 VICE CHAIR

The vice chair shall perform the duties of the chair in the absence or incapacity of the chair; and in case of the resignation or death of the chair, the vice chair shall perform such duties as are imposed on the chair until a successor is elected.

SECTION-4 SECRETARY

The secretary shall be the executive director of the Authority and, as such, shall have general supervision over the administration of its business affairs, subject to the direction of the Authority board. He/she shall be charged with the management of the housing programs and projects of the Authority.

The secretary shall keep the records of the Authority, shall act as secretary of the meetings of the Authority and record all votes, and shall keep a record of the proceedings of the Authority in a journal of proceedings to be kept for such purpose, and shall perform all duties incident to his/her office.

He/she shall have the care and custody of all funds of the Authority and shall deposit the same in the name of the Authority in such bank or banks as the Authority may select.

The board shall designate the person responsible for signing all checks and orders for payment of money and he/she shall pay out and disburse such money under the direction of the Authority. He/she shall keep regular books of accounts showing receipts and expenditures and shall render to the Authority, at quarterly intervals, (or more often when requested), an account of his/her transactions and also the financial condition of the Authority. He/she shall give such bond for the faithful performance of his/her duties as the Authority may determine.

The compensation of the secretary shall be determined by the Authority, provided that temporary appointee selected from among the commissioners of the Authority shall serve without compensation (other than necessary expenses).

SECTION-5 ADDITIONAL DUTIES

The officers of the Authority shall perform such other duties and functions as may from time to time be required by the Authority, the Bylaws or rules and regulations of the Authority.

SECTION-6 ELECTION OR APPOINTMENT

The chair and vice chair shall be elected at the annual meeting of the Authority from among the commissioners of the Authority, and shall hold office for one year or until the successors are elected and qualified.

The secretary shall be appointed by the Authority. Any person appointed to fill the office of secretary, or any vacancy therein, shall have such term as the Authority fixes, but no commissioner of the Authority shall be eligible to this office except as a temporary appointee.

SECTION-7 VACANCIES

Should the offices of chair or vice chair become vacant, the board shall elect a successor from its membership for the unexpired term of said office. When the office of secretary becomes vacant, the board shall appoint a successor.

SECTION-8 ADDITIONAL PERSONNEL

The Authority may, from time to time, employ such personnel as it deems necessary to exercise its powers, duties and functions as prescribed by the Housing Authorities Law of Oregon and all other laws of the State of Oregon applicable thereto. The selection and compensation of such personnel shall be determined by the executive director subject to the laws of the State of Oregon.

ARTICLE V – MEETINGS

Section-1 ANNUAL MEETING

The annual meeting of the Authority shall be held in October at the regular meeting place of the board of commissioners. The board of commissioners may change the date(s), time(s) and locations of its annual or regular meetings by resolution. The annual meeting shall be held in conjunction with the regular monthly meeting. The purpose of the annual meeting shall be to elect a chair and vice chair and to transact such other business as may legally come before the Authority. The newly elected chair and vice chair shall begin their terms in January of the following year and will serve until December of that same year.

Section-2 REGULAR MEETING

Regular monthly meetings shall be held at a day and time as may be designated by resolution of the Authority. The place of the meetings shall be the Authority office or at any other place as may be designated by resolution of the Authority. In the event that the regular meeting date falls on a legal holiday, said meeting shall be held on another day as determined by the board.

Meetings may be held by telephone, video conferencing, internet based connection or other methods, as long as a specific location is identified where members of the general public may simultaneously hear and speak with other and all participating commissioners. A commissioner participating in such a meeting is deemed present for purposes of a quorum.

SECTION-3 NOTICE

The secretary will mail to each member the week prior to the regular meeting a notice as to the time and place, the minutes of the previous meeting, an agenda for the meeting, and when possible, the financial report for the previous month. In the event that the meeting is held at such a time as not to permit enough time for the preparation and mailing of the financial statement, it will not be mailed, but presented to each member at the meeting. The secretary shall publicize the time and place of each meeting in the community calendar sections of the Corvallis Gazette Times and the Albany Democrat Herald.

SECTION-4 SPECIAL OR EMERGENCY MEETINGS

The chair or secretary of the board of commissioners may, when they deem it expedient, call a special or emergency meeting of the Authority by mail or electronic media for the purpose of transacting any business designated in the call. The secretary shall make diligent efforts to provide 24-hour notice to all commissioners of the special meeting by mail, FAX, personal delivery, e-mail, phone or any combination of the above. Notice shall also be delivered to the local newspapers by at least the day prior to the meeting and posted on the Authority's bulletin board. At such meetings, no business shall be considered other than as designed in the call, but if all the commissioners of the Authority are present at a special or emergency meeting, any and all business may be transacted at such meetings. Any decisions made at such meetings shall be ratified at the next regular meeting.

SECTION-5 CLOSED OR EXECUTIVE SESSION

Executive sessions shall be governed by the rules set forth in ORS 192.660. Executive sessions may be held to consider the dismissal, discipline of or to hear complaints or charges brought against the executive director of the Authority, an employee, staff member or individual agent of the Authority. These may be held in an open meeting, if the person being complained about requests an open hearing.

An executive session may also be held for any other of the purposes allowed under ORS 192.660. In no event shall an executive session be held for the purpose of taking any final action or making any final decision. Representatives of the news media shall be allowed to attend executive sessions, other than those held for the purpose of conducting labor negotiations or other exceptions listed in ORS 192.660.

SECTION-6 QUORUM

The powers of the Authority shall be vested in the commissioners thereof in the office from time to time. At all meetings of the commissioners, the presence or participation of a quorum, which is at least fifty-one percent (51%) majority of the number of commissioners in office immediately before the meeting begins, is necessary to allow the transaction of business or the making of decisions.

SECTION-7 MANNER OF VOTING

The commissioners must diligently and conscientiously attempt to make decisions by consensus and give careful consideration to minority views. When a consensus apparently cannot be achieved, any commissioner may request and require that a vote be taken instead. The affirmative vote of at least a fifty-one percent (51%) majority of the board of commissioners present or participating at any properly called meeting at which a quorum is present, is necessary and sufficient to make a decision of the board of commissioners of the Authority. However, fifty-one percent (51%) of the entire board of commissioners is required for the election of officers or to amend the Articles or Bylaws. An abstention counts as part of the total number of votes cast, and does not reduce the number of affirmative votes required to pass a motion. Roberts Rules of Order may be consulted for guidance but shall not be binding.

ARTICLE VI – AMENDMENTS

SECTION-1 AMENDMENTS TO BYLAWS

The bylaws of the Authority shall be amended only with the approval of at least five members of the board of commissioners of the Authority at a regular or special meeting, providing notice of intent to amend the bylaws was noted on the agenda.

Adopted 4/92

Updated 6/95

Revised 2/2001

Revised 8/2003- Dee/Bylaws

Revised 7/2013- Jolene/Bylaws

Revised 3/2017 – Leesa/Bylaws