

Hillsdale Housing Commission

45 N. West Street • Hillsdale, MI 49242

Phone: (517) 439-1210 • Fax: (517) 439-9577 • Web: www.hillsdalehousing.org

By-Laws of the Hillsdale Housing Commission

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Article I - The Commission

Name of Commission

The name of the Commission shall be the “Hillsdale Housing Commission.”

Offices of the Commission

The offices of the Commission shall be at 45 N. West Street, Hillsdale, Michigan, but the Commission may hold meetings at such other place or places as it may from time to time designate.

Purpose

The purpose of the Commission will be to provide decent, safe, and affordable housing opportunities.

Board of Commissioners

Appointment

The Hillsdale Housing Commission shall consist of five (5) Commissioners, each appointed by the Hillsdale City Manager in accordance with the *Hillsdale City Charter* and *Michigan Public Act 18 of 1933 as Amended*. Appointments shall be for a maximum of five consecutive years as specified by *Michigan Public Act 18 of 1933 as Amended* or other length of time specified by the City Manager in the event of appointment to an unexpired term.

Resignation

Any Commissioner desiring to resign from the Commission shall submit a written or oral resignation to the Commission or to the Executive Director. The Executive Director will provide timely notification of the resignation to the Commission and City Manager.

Removal

A Commissioner may be removed from the Commission for just cause as determined by the majority of the Commission by a majority vote at any regular or special meeting where a quorum is present, as defined in Article IV of these By-Laws. This removal shall be subject to approval or denial by the Hillsdale City Manager.

Removal for Absenteeism

A Commissioner may be removed from the Commission without vote for the following:

1. After six absences from regular monthly meetings during a twelve month period, a Commissioner may be removed from office whether the absences were reported or not. Such removal shall be documented and a letter sent to the removed Commissioner explaining the reason

for removal. This removal shall be subject to approval or denial by the Hillsdale City Manager.

2. After three consecutive unreported absences from regular monthly meetings, a Commissioner may be removed from office. Such removal shall be documented and a letter shall be sent to the removed Commissioner explaining the reason for removal. This removal shall be subject to approval or denial by the Hillsdale City Manager.

Article II – Officers & Duties

The officers of the Commission shall be a President and a Vice President. The Executive Director shall serve as an *ex-officio* member and secretary of the board. No one person may hold more than one office at any one time.

Duties, Responsibilities and Elections

President

The President shall preside at all meetings of the Commission. At each meeting the President shall offer such recommendations and information as he or she considers appropriate concerning the business, affairs, and policies of the Commission.

Vice President

The Vice President shall perform the duties of the President in the absence or incapacity of the President; and in case of the resignation or death of the President, the Vice President shall perform such duties as are imposed on the President until such time as the Commission shall elect a new President.

Additional Duties

Members of the Commission shall perform other duties and functions from time to time as required by the Commission, By-laws, the rules and regulations of the U.S. Department of Housing and Urban Development, the State of Michigan and/or the City or of Hillsdale.

The Commission's duties shall consist of:

- Approving by-laws, resolutions, policies, and procedures
- Selecting qualified Executive Directors
- Establishing and adopting PHA policies
- Reviewing and monitoring budgets and other financial documents to ensure expenditures are in compliance with Federal and local laws and other requirements
- Approving policies and procedures for internal and external monitoring controls

- Approving policies and procedures to detect and prevent program fraud, waste, mismanagement and abuse
- Ensuring that the PHA is acting legally and with integrity in its daily operations

Committees and Subcommittees

Committees and subcommittees may be formed as needs require, with the consent of the majority of the Commission. Committees and subcommittees shall include not more than two (2) voting Commission members. Committees and subcommittees shall not perform official action on behalf of the Commission, but shall be empowered to perform research and present recommendations to the Commission as a whole.

Elections

The President and Vice President shall be elected at the annual meeting from the majority of the Commission, and shall hold offices for one year or until their successors are elected.

Vacancies

Should the office of President become vacant prior to the term of expiration of office, the Vice President shall ascend to the position of President for the unexpired term. Should the office of Vice President become vacant, the Commission shall elect a new Vice President at the next regular monthly meeting for the remainder of the unexpired term. In the event both the offices President and Vice President become vacant, the Commission shall hold a special election for both officers at its next regularly scheduled monthly meeting, for the unexpired remainder of the respective terms.

Article III - Executive Director

The Commission shall employ an Executive Director who serves as an *ex-officio* member of the board. The Board of Commissioners delegates authority to the Executive Director to act on its behalf. The Executive Director shall have such term as the Commission specifies at the time of appointment, but no current Commission member shall be eligible for this office. In addition, no former Commission member may be appointed to this office for a period of one calendar year from the date the he or she vacates his or her position as Commissioner, unless a waiver of this requirement is approved by HUD.

The Executive Director shall have general supervision over the administration of the business and affairs of the Commission, subject to the direction of the Commission and shall be charged with the management of the housing projects of the Commission. Except as otherwise authorized by resolution of the Commission, the Executive Director shall sign all contracts and other official instruments made by the Commission. The Executive Director shall be a non-voting member of the Commission, but shall be charged with researching and reporting recommendations and information as he or she may consider proper concerning the Commission's business, affairs and policies.

The Executive Director shall serve as the Commission's Secretary. The Secretary shall keep records of the Commission, record all votes, and keep the proceedings of the Commission, and

shall perform all duties of the office of Secretary. The Executive Director may delegate the duties and responsibilities of the Secretary.

Additional Personnel

The Executive Director may employ additional personnel as deemed necessary to exercise the Commission's powers, duties, responsibilities and functions, subject to the approval by the Commission.

Article IV - Meetings

Meeting Procedures

All regular and special meetings of the Commission shall be conducted in accordance with commonly accepted parliamentary procedures.

Quorum

At all meetings of the Commission, three (3) members of the Commission shall constitute a quorum for the purpose of transacting business; providing that a smaller number may meet informally. However, no official business or action may be taken until a quorum is present at a regular or special meeting.

Manner of Voting

The voting on all questions coming before the Commission shall be by voice "yes," "no," or "abstaining" vote. Where necessary, the President shall call for a roll-call vote, and approving, dissenting, and abstaining votes shall be entered into the minutes, except where the vote is unanimous it shall only be necessary to so state.

Resolutions

All resolutions shall be in writing, and shall be recorded and shall be voted on by voice "yes," "no," or "abstain" vote. The votes of individual Commission members shall be recorded.

Regular Meeting

The Commission shall hold a regular meeting, which will generally be held the first Thursday of each calendar month. Should the meeting date fall on a legal holiday, the regular meeting shall be rescheduled and appropriate notice given in accordance with the State of Michigan's *Open Meetings Act (PA 267 of 1976 as Amended)*. The Commission will normally meet at 45 N. West Street, Hillsdale, Michigan, but may meet at such other times and/or locations as it may from time to time designate. Notice of regular monthly meetings shall be posted in accordance with the *Open Meetings Act*. The notice shall contain the date, time, location of the meeting, and contain a draft agenda, which shall list all normal business that the Commission reasonably expects to address during the meeting. The meeting shall be open to the public, and persons residing in housing managed by the Commission shall be encouraged to attend.

Special Meetings

Any member of the Commission may call a special meeting of the Commission. Notice of the special meeting shall be posted in accordance with the *Open Meetings Act*. The notice shall contain the date, time, location of the meeting, and its specific purpose. The meeting shall be open to the public, and persons residing in housing managed by the Commission shall be encouraged to attend.

The Executive Director or designee shall be charged with the responsibility of informing each Commission member of a special meeting at least 36 hours prior to the meeting.

At special meetings, no business shall be considered other than what is designated on the agenda.

Annual Meeting

An annual meeting of the Commission shall be held on the same date and at the same location as the regular meeting date in July of each calendar year. During the annual meeting, the Commission shall elect officers and schedule a review of its *By-Laws*, policies, and *Mission Statement*.

Article V – Ethics

The Hillsdale Housing Commission has adopted an *Ethics Policy*, including a Conflict Of Interest provision, which is herein incorporated into these By-Laws by reference.

Article VI - Amendments

Amendments to By-Laws

By-Laws of the Commission shall be amended only with the approval of at least three of the members of the Commission at a regular or special meeting. Amendments to the By-Laws may only be made following approval by the City Council of the City of Hillsdale, Michigan.

Amended by HHC: 06/19/2001

Amended by HHC: 02/07/2002

Amended by HHC: 12/05/2002, Resolution #HHC 2003-11

Amended by HHC; 10/07/2004, Resolution #HHC 2005-03

Amended by HHC; 09/04/2008, Resolution #HHC 2009-03