

BY-LAWS OF THE
HOUSING AUTHORITY OF THE CITY OF
LUMBERTON, NORTH CAROLINA

ARTICLE I - THE AUTHORITY

Section 1. Name of Authority. The name of the Authority shall be the "Housing Authority of the City of Lumberton", in accordance with the original resolution adopted to create the housing authority.

Section 2. Seal of Authority. The seal of the Authority shall be in the form of a circle and shall bear the name of the Authority and the year of its organization.

Section 3. Office of Authority. The office of the Authority shall be in the City of Lumberton at such place as the Authority may from time to time designate by resolution.

ARTICLE II - COMMISSIONERS

Section 1. Commissioners of the Authority. The Commissioners of the Authority shall be appointed by the Mayor of the City of Lumberton, North Carolina, in accordance with Federal, State, and local laws.

Section 2. Powers. The Authority shall have all the powers granted pursuant to the Housing Authorities Law of the State of North Carolina (N.C.G.S. 157)

Tenant Commissioners shall have all rights, powers, duties, privileges and immunities of any other Commissioner.

Section 3. Term of Office. The term of office of each Commissioner of the Authority shall be five (5) years.

Section 4. Vacancies. Should the office of any Commissioner of the Authority become vacant, the vacancy shall be filled automatically upon the appointment of a qualified person to fill the vacancy by the Mayor of the City of Lumberton, North Carolina.

If a Tenant Commissioner ceases to be a tenant of the Authority, he/she shall be disqualified as Commissioner, and another tenant shall be appointed by the Mayor of the City of Lumberton to fill the unexpired term.

Section 5. Removal. The entire membership of the Authority, or any individual Commissioner, may be removed from office in the manner prescribed by law.

Section 6. Compensation. Per State law, a commissioner shall receive no compensation for his or her services but he or she shall be entitled to the necessary expenses including traveling expenses incurred in the discharge of his or her duties.

ARTICLE III - OFFICERS

Section 1. Officers. The officers of the Authority shall be a Chairperson, a Vice-Chairperson, Executive Director, and a Secretary.

Before proceeding to an election to fill an office, it is customary to nominate one or more candidates. Candidates shall be nominated from the floor. The vote shall be viva voice or by rising of the hand, the different names being repeated as they are made, and then the vote is taken on each in the order in which they were nominated, until one is elected. Nominations need not be seconded.

An election takes effect immediately if the candidate is present and does not decline, or if he is absent and has consented to his candidacy. If he is absent and has not consented to his candidacy, it takes effect when he is notified of his election, provided he does not decline immediately. After the election has taken effect and the officer or member has learned the fact, it is too late to reconsider the vote on the election. An officer-elect takes possession of his office immediately, unless the rules specify the time.

Section 2. Chairperson. The Chairperson shall preside at all meetings of the Authority. Except as otherwise authorized by resolution of the Authority, the Chairperson shall sign all contracts, deeds and other instruments made by the Authority. At each meeting the Chairperson shall submit such recommendations and information as he/she may consider proper concerning the business, affairs and policies of the Authority.

Section 3. Vice-Chairperson. The Vice-Chairperson shall perform the duties of the Chairperson in the absence or incapacity of the Chairperson. In case of the resignation or death of the Chairperson, the Vice-Chairperson shall perform such duties as are imposed on the Chairperson until such time as a new Chairperson is elected.

Section 4. Executive Director. The Authority shall appoint/remove, by adoption of a resolution, the Executive Director. The Executive Director shall be responsible for supporting and implementing the policies and directions of the Housing Authority, and shall have general supervision over the administration of its business and affairs, subject to the control of the Authority.

The Executive Director shall administer the affairs of the Authority in accordance with the operational, fiscal, personnel and other policies adopted by the Board, and applicable Federal and State statutes and regulations. He/she shall keep the Board fully advised as to the status of the affairs of the Authority.

The Executive Director shall advise and make recommendations to the Board on all matters requiring policy determination. He/she shall represent the Board in meetings with other agencies and organizations, and shall report to the Board on the results.

The Executive Director shall appoint/remove administrative, management and maintenance staff in accordance with recognized personnel practices and the Personnel Rules and Regulations adopted by the Board of Commissioners.

The Executive Director shall establish and enforce regulations to implement Board policies and to administer the affairs of the Board. He/she shall supervise and participate in the development and preparation of proposals, applications and budgets for Federally assisted programs as well as local developments or projects. He/she shall direct the operation and maintenance of all developments managed by the Authority and shall oversee all programs, grants and contractual agreements entered into by the Authority.

The Executive Director shall have the authority to execute contracts and agreements in amounts of \$25,000 or less, on behalf of the Authority, if funds for such contracts or services have been budgeted by the Authority.

The Executive Director shall perform such other duties and responsibilities as may be prescribed by the Board.

The compensation of the Executive Director, if any, shall be determined by resolution of the Authority.

Section 5. Secretary. The Executive Director shall be the Secretary of the Authority. The Executive Director may assign the duties of this position to other persons or entities.

Any person appointed to fill the office of Secretary, or any vacancy therein, shall serve at the pleasure of the Authority. No commissioner of the Authority shall be eligible for the office of Secretary.

The Secretary shall keep the records of the Authority, shall attend the meetings of the Authority, unless excused, shall act as secretary at the meetings of the Authority, shall keep a record of the proceedings of the Authority and shall perform all other duties incident the office. He/she shall keep in safe custody the seal of the Authority and shall have power to affix such seal to all contracts and instruments authorized to be executed b the Authority.

Section 7. 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 or the by-laws or rules and regulations of the Authority.

Section 8. Term of Office. The term of office of the Chairperson and Vice-Chairperson shall be one year. The Secretary/Executive Director shall hold office and serve at the pleasure of the Authority, except when an employment contract between the HACL and the Secretary/Executive Director is in force.

Section 9. Vacancies. Should the office of Chairperson or Vice-Chairperson become vacant, the vacancy shall be filled at the next scheduled meeting by election from the remaining commissioners.

Section 10. Additional Personnel. The Authority may from time to time employ such persons, as it deems necessary to exercise its powers, duties and functions as prescribed by the Housing Authorities Law of North Carolina and all other laws of the State of North Carolina applicable thereto.

Section 11. Contracts for Services. The Authority may satisfy its personnel and management requirements through direct hiring or contracts with individuals, service providers, or businesses.

Section 12. Fiduciary Obligation. The Commissioners of the Authority and its officers shall have a fiduciary obligation to take actions in the best interest of the Authority. Commissioners shall abstain from voting on, or influencing, any business where the Commissioner has a conflict or is not able or willing to take actions in the best interest of the Authority.

Officers shall notify, in writing, the Authority if and when there is an item of Authority business where the officer has duties or responsibilities, in addition to those of the Authority, that conflict with his/her duties and responsibilities as an officer of the Authority.

ARTICLE IV - MEETINGS

Section 1. Regular Meeting. Regular meetings shall be held at such time and place as may from time to time be determined by resolution of the Authority.

Section 2. Special Meetings. A special meeting may be called at any time by the Executive Director or Chairperson, or upon the written request of two Commissioners of the Authority, and notice thereof shall be mailed to each Commissioner at least 48 hours before the meeting. Such notice must be delivered personally or by mail at least 24 hours before the time of such meeting to each local newspaper of general circulation, radio, or television station requesting notice in writing. The call and notice shall specify the time and place of the special meeting and the business to be transacted. The Authority shall consider no other business at such meetings.

Section 3. Open Meetings, Closed Sessions. All meetings of the Authority shall be open and public, and all persons shall be permitted to attend any meeting of the Authority, except that the Authority may hold executive sessions during the course of any regular or special meeting as permitted by the laws of the State of North Carolina.

Section 4. Adjournment of Meetings. The Authority may adjourn any regular, adjourned regular, special or adjourned special meeting to a time and place specified in the order of adjournment. Less than a quorum may so adjourn from time to time. If all Commissioners are absent from any regular or adjourned meeting the Secretary of the Authority may declare the meeting adjourned to a stated time and place and he shall cause a written notice of the adjournment to be given in the same manner as provided in Section 2 for special meetings. A copy of the order or notice of adjournment shall be conspicuously posted on or near the door of the place where the regular, adjourned regular, special or adjourned special meeting was held within 24 hours after the time of the adjournment. When a regular or adjourned regular meeting is adjourned as provided in this section, the resulting adjourned regular meeting is a regular meeting for all purposes. When an order of adjournment of any meeting fails to state the hour at which the adjourned meeting is to be held, it shall be held at the hour specified for regular meetings by resolution, by-law, or other rule of the Authority.

Section 5. Quorum. The powers of the Authority shall be vested in the Commissioners thereof in office from time to time. Four members shall constitute a quorum for the purpose of conducting its business and exercising its powers and for all other purposes, but a lesser number may adjourn from time to time. When quorum is established, action may be taken by the Authority only upon a vote of a majority of all Commissioners present. All resolutions shall be in writing and shall be copied verbatim, or incorporated by reference, into the journal of the proceedings of the Authority.

Section 6. Order of Business.

1. Roll call.
2. Invocation
3. Public Hearings, as applicable
4. Administrative Reports
5. Old Business
6. New Business
7. Items of Interest
8. Executive Session
9. Adjournment

Section 7. Manner of Voting. The voting on all questions coming before the Authority shall be by roll call, and the yeas and nays shall be entered upon the minutes of such meeting.

Section 8. Rules of Procedure. All rules of order not herein provided for shall be determined in accordance with "Roberts Rules of Order, Revised".

Section 9. Voting By Proxy. Commissioners may be allowed to vote either in person or by proxy authorized by a written appointment of proxy signed by the Commissioner. An appointment of proxy is valid for 12 months from the date of its execution, unless a different period is expressly provided in the appointment form. Said proxy shall act with the Commissioners' full power of substitution to act and vote for and on behalf of the undersigned at any meeting and would be entitled to act and vote as if personally present at the meeting.


Section 10. Action without Meeting and Telephone Meetings. Action required or permitted to be taken at a meeting of the Board of Commissioners may be taken without a meeting if the action is taken by all members of the Board. The action must be evidenced by one or more unrevoked written consents signed by each Commissioner before or after such action, describing the action taken, and included in the minutes or filed with the corporate records. Such consent may be in electronic form and delivered by electronic means. A consent to action without meeting signed and filed in this manner has the same effect as action taken at a meeting. Second, any or all Commissioners may participate in a regular or special meeting by telephone or any other means of communication by which all participants can simultaneously hear each other during the meeting. A Commissioner participating in a meeting in this manner is deemed to be present for all purposes, and all of the rules relating to notice, quorum, voting, and records of the meeting, discussed in the preceding sections, will apply.

ARTICLE V - AMENDMENTS

Amendments to By-Laws. The by-laws of the Authority shall be amended only with the approval of at least five members of the Authority at a regular or special meeting, but no such amendment shall be adopted unless at least seven days' written notice thereof has been previously given to all of the members of the Authority.

CERTIFICATE

I hereby certify that I am the duly appointed Secretary of the Housing Authority of the City of Lumberton, North Carolina, (HACL), a public body and a body corporate and a body politic organized and existing under the laws of the State of North Carolina; that the foregoing is a true copy of the amended and restated By-laws duly adopted by the Board of Commissioners of the HACL on February 16, 2016, that such amended By-laws are in full force and effect and have not been rescinded.



Larry Russell, Secretary