

## **Article I. The Authority**

Section 1. These are the by-laws of The Housing Authority of the City of Hugo; also known as "Hugo Housing Authority." (HHA)

Section 2 . OFFICE OF THE AUTHORITY. The principal office of the Authority shall be at: 300 13<sup>th</sup> Place, Hugo Oklahoma 74743.

## **ARTICLE II. DECLARATION OF POLICY.**

Section 1. GENERAL POLICY. It shall be the settled policy of the Board of Commissioners to determine only matters of general policy to include, but not be limited to, procurement, personnel, financial, and property use; and to delegate the execution of such general policies and administrative duties to the Executive Director and the staff of the Authority. The Board of Commissioners shall observe the Housing Authority chain of command and act collectively to avoid situations where appearing to be managers instead of policy makers. The Executive Director is charged with the day-to-day responsibility of operating the Authority and executing its policies.

Section 2. PROCUREMENT. In the procurement of property, equipment, supplies, and services by the Authority and in the disbursement of funds, the Authority shall comply with and use the laws, regulations, and procedures required by the U.S. Department of Housing and Urban Development (HUD) as well as State and local law, whichever is more stringent.

## **ARTICLE III. COMMISSIONERS.**

Section 1. COMPOSITION. The Authority shall have seven (5) Commissioners, one (1) of which shall be residents of the Authority. The remaining Commissioners shall be appointed by the Mayor.

Section 2. POWERS AND RESPONSIBILITIES. The Board of Commissioners shall have general power to control policies, budget and the conduct of the Executive Director of the Housing Authority consistent with the laws of the State of Oklahoma, Federal Law & Regulations and these Bylaws. The Board of Commissioners shall also have the responsibility to provide oversight to ensure adherence of all pertinent legal and fiscal matters of the Authority.

Section 3. ELECTION. The Chairperson and the Vice-Chairperson shall be elected by a simple majority vote at the Annual Meeting of the Authority from among the Commissioners of the Board, and shall hold office for one year or until their successors are elected or qualified.

**Section 4. DUTIES—HOUSING AUTHORITY CHAIRPERSON.** The Chairperson shall be a Commissioner of the Authority and qualified and willing to accept responsibilities outlined in HHA Bylaws, as follows:

- a. Preside at all Meetings of the Authority.
- b. Sign all contracts, deeds, and such other instruments made by the Authority or as may be authorized by resolution of the Authority. Any contract above \$100,000.00 shall require the signatures of both the Chairperson and the Executive Director; any contract or above \$10,000.00 shall be brought before the full Board as an Information Item on the Board Meeting following the execution of the contract or agreement. At such meetings, the Chairperson and Commissioners shall have the option to make recommendations and information that may be considered proper concerning the business, affairs, and policies of the Authority.
- c. With the approval of the Board, appoint all Standing and Ad Hoc Committees and their members and Chairs.
- d. Call Regular and Special Meetings of the Authority in accordance with these Bylaws.
- e. Enforce these Bylaws and perform all duties incidental to the position of Chairperson as is required by law.

**Section 5. DUTIES—VICE-CHAIRPERSON.** The Vice-Chairperson of the Housing Authority shall be a Commissioner of the Authority and qualified and willing to accept all the responsibilities of the position as outlined in these Bylaws. In the event of the absence or inability of the Chairperson to exercise the duties of office, the Vice- Chairperson of the Housing Authority shall become the Acting Chairperson of the Housing Authority’s Board of Commissioners, with all the rights, privileges, and powers had the Vice- Chairperson been duly elected in accordance with these Bylaws.

**Section 6. DUTIES—SECRETARY.** The Secretary shall be the Executive Director of the Authority. The Board shall appoint a Secretary based on the Executive Director’s job description. The Board shall determine the compensation and tenure based on qualifications and experience. The Board shall execute a contract with the Secretary. No Commissioner of the Authority shall be eligible for the Office of Secretary but may, on an interim basis not to exceed 12 months, appoint an Acting Secretary/Executive Director. The Secretary shall have the following duties:

- a. The Secretary shall keep the records of the Authority; shall act as Secretary of the meetings of the Authority and record all votes; shall keep a record of the proceedings of the Authority in a permanent journal and shall perform all duties incident to office, including the safe custody of the seal of the Authority. The Secretary shall affix the seal of the Authority to all instruments required to be under Seal and shall attest such seal and the execution of instruments to be attested.

b. The Secretary shall provide general supervision over the Authority's operations and the administration of its operations and the administration of its business and affairs subject to the policies and budget set by the Board of Commissioners.

c. The Secretary shall act as the Treasurer of the Authority; shall have the custody and care of the funds of the Authority; shall deposit them in the name of the Authority; shall sign all instruments obligating funds of the Authority for real or personal property, equipment, supplies, and services purchased by the Authority and shall sign all disbursement vouchers effecting funds of the Authority. The signature of the Executive Director or designee shall be required on Purchase Orders and on Travel Orders for all travel, except documents from HUD, which specifically require other signatures.

**SECTION 7. DUTIES—ADDITIONAL.** The Officers of the Authority shall perform such other duties and functions as may from time to time be required by the Authority's Bylaws or rules and regulations.

**SECTION 8. CONFLICT OF INTEREST.** No Housing Authority Board member shall have right to, or interest in, the Housing Authority's property or assets. No Commissioner shall, by reason of filling an HHA role of Commissioner, be entitled to receive any salary or unapproved compensation.

**SECTION 9. COMMITTEES.** The Board Chair may choose to appoint standing or special committees. All Special Committees will report to the Board at its Regular, Special and Emergency Meetings as directed by the Board Chair. Special Committees may not have number of members that constitutes a voting majority and may make recommendations to the Board; but may not take action. Two (2) members of the Board of Commissioners and the Board Secretary shall constitute a committee.

**SECTION 10. VACANCIES.** Should any office become vacant, the Authority shall elect a successor from its membership at the next Regular Meeting or at a Special Meeting called for the purpose, and such election shall be for the unexpired term of said office. When the Office of the Secretary becomes vacant, the Authority shall appoint a successor in the manner prescribed in these Bylaws.

**SECTION 11. TRAINING REQUIREMENTS.** All Commissioners are required to complete a Commissioner training program consisting of ethics and other required courses. Commissioners must complete their training within 12 months of the implementation of ByLaws adopted on June 2, 2024 and those appointed thereafter, within 12 months of initial appointment. The Secretary/Executive Director must have or complete Executive Director, Public Housing Manager or similar comprehensive training within 12 months of appointment. A certificate of recognition or a certificate of completion from the training institution is required from each Commissioner in order to meet the training requirement. After initial Commissioner Training, Commissioners

should participate in bi-annual ethics training which may be satisfied through on-line training, a briefing by HHA Legal Counsel or a housing industry certified ethics training course. All training requirements are contingent on agency funds being available.

#### **ARTICLE IV. EXECUTIVE DIRECTOR.**

**SECTION 1. APPOINTMENT AND DUTIES.** The Executive Director shall be appointed by the Board and shall have general supervision over the day to day operations of the Authority, subject to the approved policy and budget by the Board of Commissioners. The Executive Director shall be charged with the development and management of the housing communities of the Authority. The Executive Director's responsibilities shall include, but not be limited to, the following:

- a. Sign all contracts, deeds, and such other instruments as may be authorized by resolution of the Authority. The Executive Director and the Chairperson must sign any contract exceeding \$100,000.00; and any contract above \$100,000.00 shall be brought before the full Board for approval. Contracts of \$10,00 and above shall be reported to Board of Commissioners in the Information Item section of the Board of Commissioners Meeting.
- b. Assume an active role in Community leadership in areas related to the Housing Authority.
- c. Assume responsibility for strong quality management practices to include:
  - i. The Authority,
  - ii. Staff, prospective residents (waiting list and admission-related concerns), and
  - iii. Residents.
- d. Carry out all duties and responsibilities and shall meet the standards as outlined by the Housing Authority's Executive Director's job description, resulting in the effective management and operation of the Housing Authority.
- e. Employ or discharge all employees of the HHA in accordance with the Personnel Policy and any other state laws.
- f. Implement all organizational policies as established by the Board of Commissioners.

**SECTION 2. ADDITIONAL PERSONNEL.** The Executive Director may employ or appoint such personnel as it deems necessary to exercise its powers, duties, and functions

through direct employment, direct temporary employment, service agreement for temporary employment or contracted employment.

## **ARTICLE V. MEETINGS.**

**SECTION 1. ANNUAL MEETINGS.** The Annual Meeting shall be held during the month of May at the Central Office of the Authority, or at such other as the Chairperson may designate. In addition to the holding of Elections of Officers, the Commissioners may choose to set goals and objectives for the coming year.

**SECTION 2. REGULAR MEETINGS.** Regular Meetings shall be held upon written notice to the Commissioners on the last Wednesday of each month; and shall be noticed per the Oklahoma Open Meetings act by providing notice of the calendar year meetings to the Secretary of State's Office. A copy of the calendar schedule of meetings shall also be sent to the Hugo City Clerk's office. Cancellation of any meeting shall be posted on the door of the meeting 48 hours in advance. If the Authority has a functioning website – meetings and cancellations shall also be posted on the website.

**SECTION 3. SPECIAL MEETINGS.** The Chairperson of the Authority may, when deemed appropriate or upon written request of three members of the Board of Commissioners or written request from the Executive Director of the Authority, call a special meeting of the Authority for the purpose of transacting any business designated in the call. The call for a Special Meeting may be delivered to each member of the Authority or may be mailed, faxed, or emailed to the business or home address of each member of the Board of Commissioners at least 48 hours prior to the date of such Special Meeting. Notice of the Meeting shall be posted at the time of mailing at the office of the Authority. At such Special Meeting, no business shall be considered other than as designated in the call; however, if all of the Board of Commissioners of the Authority are present at a Special Meeting, any and all business may be transacted at such Special Meeting.

**SECTION 4. EXECUTIVE SESSION MEETINGS.** The Chairperson of the Board of Commissioners shall, upon motion of any Board member, recess a Regular or Special meeting to go into executive session to discuss only those matters permitted by law. As required by law, the Board's counsel shall certify that the executive session called for meets the requirements of and is in accordance with applicable law. These meetings are not open to the public. No Minutes will be taken during the executive session and no member shall disclose the content of the discussions. The Board may make a report upon returning to the Regular or Special Meeting. No deliberation and no voting shall take place during an executive session. The Minutes of the Regular or Special meeting shall reflect the time the Board recessed and returned to the Regular or Special Meeting.

SECTION 5. QUORUM. The powers of the Authority shall be vested in the Commissioners thereof in office from time to time. Three (3) Commissioners shall constitute a quorum for the purpose of conducting its business and exercising its powers and for all other purposes, but a smaller number may adjourn from time to time until a quorum is obtained. When a quorum is in attendance, action may be taken by the Authority upon a vote of a majority of the Commissioners present.

SECTION 6. PARLIAMENTARY AUTHORITY. Except as otherwise stated in these Bylaws, all meetings shall follow the guidelines established by the Oklahoma Open Meeting Act and the Roberts Rules of Order shall govern the proceedings of all meetings.

SECTION 7. ORDER OF BUSINESS. At the Regular and Special Meetings of the Authority, Robert's Rules of Order (newly revised) shall be followed, unless these Bylaws specify otherwise, and the following shall be the Order of Business:

- I. **CALL TO ORDER**
- II. **ROLL CALL**
- III. **INVOCATION**
- IV. **APPROVAL OF THE MINUTES**
- V. **REPORTS (This may include special presentations)**
- VI. **COMMISSIONER COMMITTEE REPORTS**
- VII. **NEW BUSINESS**
- VIII. **ACTION ITEMS**
- IX. **PUBLIC COMMENT (Optional at the determination of the chair.)**
- X. **IF APPROPRIATE, CONSIDERATION OF PROPOSED EXECUTIVE SESSION**
- XI. **IF APPROPRIATE, EXECUTIVE SESSION**
- XII. **ADJOURNMENT**

Section 8. NOTICE OF MEETINGS.

**Regular Meetings** - As a public body, defined by and in accordance with the Oklahoma Open Meeting Act, the Housing Authority shall give notice in writing by December 15 of each calendar year of the schedule showing the date, time and place of the regularly scheduled meetings of such public bodies for the following calendar year.

**Special Meetings** – As a public body, defined by and in accordance with the Oklahoma Open Meeting Act, the Authority shall give public notice being given at least forty-eight (48) hours prior to said meetings to the municipal clerk in addition to posting the meeting.

**Emergency Meetings** – As a public body, defined by and in accordance with the Oklahoma Open Meeting Act, the Housing Authority may conduct an unscheduled emergency meeting. In the event of an emergency, an emergency meeting of a public body may be held without the public notice heretofore required. Should an emergency

meeting be necessary, the person calling such a meeting shall give as much advance public notice as is reasonable and possible under the circumstances existing, in person or by telephonic or electronic means.

**Reconvened Meeting-** As a public body, defined by and in accordance with the Oklahoma Open Meeting Act, the Housing Authority may continue or reconvene a meeting. In the event any meeting is to be continued or reconvened, public notice of such action, including date, time and place of the continued meeting, shall be given by announcement at the original meeting. Only matters appearing on the agenda of the meeting which is continued may be discussed at the continued or reconvened meeting.

**SECTION 9. BOARD MEMBER ATTENDANCE AT ANNUAL, REGULAR, AND SPECIAL MEETINGS.** In order to promote the continued successful and efficient operation of the Housing Authority, all Commissioners of the Housing Authority's Board are encouraged to attend scheduled, all meetings. In those limited circumstances, when a Commissioner is unable to attend in person due to illness, disability or commuter delays beyond their control, the Commissioner may participate by electronic means. Electronic participation in a Regular, Special, Emergency or Reconvened Meeting shall require that a majority of the Commissioners be within the jurisdiction of the Housing Authority and will require that a minimum of one Commissioner be present at the location of the posted or typical meeting place. When digital accommodation for a meeting is needed, the Commissioner shall make every effort to advise the Board Chair and the Executive Director at least 24 hours in advance so that the necessary logistical arrangements may be made to ensure participation. As the Hugo Housing Authority is located in an area with typical storm outages, missing a meeting due to unavailable digital communication shall not be counted as unexcused.

Should any Commissioner of the Housing Authority have three (3) consecutive unexcused absences, the Board of Commissioners may direct the Chair or a designee to send a statement to the Mayor, and request that a replacement be appointed. Reasonable accommodation will be made in the case of severe illness or emergency.

## **ARTICLE VI. ETHICS.**

**SECTION 1.** All Commissioners of the Housing Authority Board shall act in a professional and ethical manner in carrying out their official duties. Commissioners shall be bound by the rules and regulations and principles of the Housing Authority Code of Ethics as well as the State Ethics Law.

**SECTION 2.** If the Board of the Housing Authority finds that any Commissioner has violated the Code of Ethics and Professional Conduct or the State Ethics Law, the Board of Commissioners, by resolution, may petition the Mayor that Commissioner's removal.

**SECTION 3.** The objective of the Code of Ethics is to encourage professional performance by Housing Authority Commissioners. The Code describes objectives which, when accepted and

followed, will help to foster a beneficial relationship between the Commissioners and staff, as well as the Community being served.

#### **ARTICLE VI. AMENDMENTS**

**SECTION 1. AMENDMENTS TO THE BYLAWS.** The Bylaws of the Authority shall be amended only with the approval of at least three (3) of the members of the Board of Commissioners at a Regular Meeting

**SECTION 2. REPEAL.** All previous Bylaws are hereby repealed. All Bylaws adopted by the Authority inconsistent with these Bylaws are hereby repealed. **ADOPTED.** These Bylaws are adopted on the 2nd Day of June, 2024. Resolution #24-25-03.