

BYLAWS

bylaws n. the written rules for conduct of a corporation, association, partnership or any organization. They should not be confused with the Articles of Corporation which only state the basic outline of the company, including stock structure. Bylaws generally provide for meetings, elections of a board of directors and officers, filling vacancies, notices, types and duties of officers, committees, assessments and other routine conduct. Bylaws are, in effect a contract among members, and must be formally adopted and/or amended. (See: corporation)

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PURPOSE OF BY-LAWS

- States the authority for HA to be in place, and how it was created
- Defines the powers of the Housing Authority
- Promotes efficiency
- Define governing structure
 - ✓ How many board members are there?
 - ✓ Who appoints Board Members?
 - From what sector?
 - ✓ How are officers elected?
 - ✓ How Many Officers are there?
 - ✓ Who assists the board?
- Inactive board members
 - ✓ How are board members removed?
- What happens if a vacancy occurs
- Term limits
- Meetings and procedures of the Board
 - ✓ When does the board meet?
 - ✓ Where does the board meet?
 - ✓ How are meetings announced/published?
 - ✓ Special Meetingsj
 - ✓ Quorums
- Board Committees
 - ✓ Defines standing committees and provides the Board Chair the power to appoint special committees
- Conflicts of Interest
- Budgets / Financial Information

- Reports
 - ✓ What reports will be provided, and when?
 - Annual Report
- Amendments
 - ✓ How are the ByLaws Amended?

HOW DO WE REVISE OUR BY-LAWS?

- Generally, this is going to be outlined in the By-Laws themselves
- If you are a department or division of the City, you will generally have an 'Advisory Board'. The advisory board cannot adopt ByLaw revisions, but can and should review and recommend to the Governing Body (Generally the City Commission or City Council) any necessary revisions.
- This may vary from city to city, depending on the structure of the local government and the powers that have been conveyed to each board.

WHY BOTHER WITH REVISING THEM?

- The ByLaws are 'the law of the land' and can be enforced with penalties, challenged in court and must comply with other 'laws of the land'. Therefore, the Board, it's makeup, and its actions must be consistent with it's ByLaws in effect at the time if they are challenged.

WHO IS RESPONSIBLE FOR BYLAWS REVISIONS?

- That largely depends on
 - ✓ If your authority is independent (an agent of) the City, or
 - ✓ If your authority is a division or department of the City
- Governing boards generally have a responsibility to be familiar with their bylaws and make revisions; however, they generally depend on staff to provide guidance and lay the groundwork.
 - ✓ The Board Chair may appoint a Committee and charge it with the responsibility of revising the bylaws

WHO SHOULD HAVE A COPY OF THE BYLAWS?

- Board Members
- City
- Staff who work closely with board matters