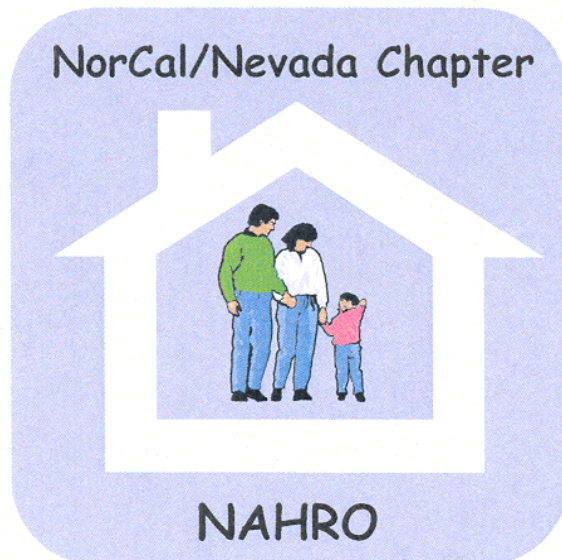


NORCAL/NEVADA CHAPTER



BY-LAWS

Amended January 30, 2012
Proposed Amendment

Deleted: February 3, 2007

Deleted: **February 1, 2009**

NATIONAL ASSOCIATION OF HOUSING & REDEVELOPMENT OFFICIALS

NORTHERN CALIFORNIA/NEVADA CHAPTER

BY-LAWS

ARTICLE I

NAME AND JURISDICTION

Section 1. The name of this organization shall be Northern California/Nevada Chapter of the National Association of Housing and Redevelopment Officials.

Section 2. The Chapter shall operate within the geographic area of Northern California and the State of Nevada, subject to the provisions of the Constitution of the National Association of Housing and Redevelopment Officials (NAHRO), and these By-Laws. The geographic area of Northern California shall be defined as the area within California north of a line extending due east from Ragged Point along the northern boundaries of San Luis Obispo and Kern Counties, and west of a line along western boundaries of Inyo and Mono Counties to the state line.

ARTICLE II

OBJECTIVES AND PURPOSES

The purpose of NAHRO is to be the leading housing and community development advocate for the provision of adequate and affordable housing and strong, viable communities for all Americans, particularly those with low- and moderate-incomes, and to enhance the professional development and effectiveness of NAHRO's members. To achieve these objectives, the purposes of the Chapter shall be:

- (1) To enhance the efficiency and effectiveness of members and to facilitate the exchange of views;
- (2) To monitor and advocate relevant federal and state legislative and regulatory issues that impact housing and community development and to initiate the development of public policies through the committee process;
- (3) To communicate effectively with members, media, government, and others concerning issues related to housing and community development;
- (4) To encourage, develop, and provide educational programs to enhance the professional development, technical skills, and efficiency of housing and community development employees and organizations;

- (5) To develop, analyze, and disseminate information on housing and community development and related fields;
- (6) To recruit and retain members and provide services to strengthen NAHRO's ability to serve its members;
- (7) To work with other organizations and to aggressively develop coalitions and collaborative efforts to accomplish NAHRO's mission;
- (8) To continuously strengthen the Chapter's internal management and operations and to effectively utilize human, organizational, and financial resources to maximize the achievement of NAHRO's mission and goals.

ARTICLE III

MEMBERSHIP: QUALIFICATIONS, VOTING, DUES

Section 1. Any agency that is an active member in good standing of National NAHRO, and located within the geographical area of the Chapter, shall be an active member of the Chapter upon payment of such dues as may be established by the Chapter as hereinafter provided.

All the associates of an active agency member shall have full voting rights, and are eligible to participate in all activities open to the membership.

Every associate of an active agency member shall be eligible to hold any office in the Chapter.

Section 2. Any Allied individual member or affiliate agency member of NAHRO, located within the geographical area of the Chapter, shall be an affiliate member of the Chapter upon payment of such dues as may be established by the Chapter as hereinafter provided.

Every Allied individual member and all of the associates of an affiliate member shall have all the rights of active members unless there exists a possible conflict of interest, as determined by the Executive Board.

Section 3. Membership dues may be established, from time to time, by the Executive Board of the Chapter for the operation of the Chapter. Payment of the established dues shall entitle members to all the rights of their membership class.

ARTICLE IV

EXECUTIVE BOARD: MEMBERS, RESPONSIBILITIES, MEETINGS, QUORUM, VOTING, VACANCIES

Section 1. The control of the affairs of the Chapter shall be vested in the Executive Board, consisting of the ten (10) Officers of the Chapter (as described in Article V, Section 1), who shall be Associates or Allied Individual Members of NAHRO, up to eight (8) additional members, who shall be generally representative of the program, professional, and special interests of the Chapter members and may include the two (2) Immediate Past Presidents(s) of the Chapter who are still active in the field (and such others as the Chapter may establish). The Regional President shall be an ex officio member of the Executive Board.

Section 2. The Executive Board shall establish procedures for the (a) maintenance of records and accounts, (b) receipt and expenditure of funds, (c) levying of dues, (d) periodic reporting of Chapter affairs to the membership, and it shall otherwise plan and account for the activities of the Chapter, (including the employment of staff).

Section 3. The Executive Board shall establish procedures for the selection of Chapter representative(s) to the required regional standing committees.

Section 4. The Executive Board shall hold not less than two (2) regular meetings each year, at least one which will be held at the time and place of the annual meeting of the Chapter. Notice of a regular meeting shall be mailed to each Board member not less than fifteen (15) days before the meeting date.

Special meetings of the Executive Board may be called by the President at any time or by the Secretary upon the written request of at least one-fourth of the membership of the Board. The Notice of Special Meeting shall specify the time and place of the meeting and the business to be conducted.

Section 5. At any meeting of the Executive Board, a majority of the members of the Executive Board shall be present to establish a quorum for the conduct of the business of the Chapter. Each member of the Executive Board shall be entitled to one vote. In order for a member's vote to be counted the member must be present.

Section 6. In the event of a vacancy in the Office of the President, the Senior Vice-President is to automatically succeed to the office for the balance of the President's term. In the event of the unavailability of the Senior Vice-President, the Executive Board shall select one of the Vice-Presidents to serve as President until the next annual meeting of the Chapter. Other vacancies in the Executive Board occurring between annual meetings shall be filled by the originating unit or, if elected by a vote of the membership, by the Executive Board to fill the unexpired portion of the term.

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Section 7. If any member of the Executive Board ceases to be an Associate or an Allied Individual Member in the National Association, he/she shall cease to be a member of the Executive Board and his/her position on the Executive Board shall thereupon become vacant and shall be filled as provided in Section 6 above.

ARTICLE V

OFFICERS: NAME, DUTIES

Section 1. The Officers of the Chapter shall be (President, Senior Vice-President, Secretary, Treasurer, Vice-President Housing, Vice-President Community Revitalization and Development, Vice-President Member Services, Vice-President Commissioner Affairs, Vice-President Finance, and Vice-President Professional Development) who shall be current Associates or Allied Individual members in good standing of the Association and Chapter. Any officer who becomes ineligible for active Associate or Allied Individual Membership shall immediately resign his or her office.

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Section 2. It shall be the duty of the President to preside at all meetings of the Chapter; to create and appoint committees as may, from time to time, be necessary for the conduct of the affairs of the Chapter; to implement such procedures, policies, and activities as may be adopted or approved by the Executive Board of the Chapter; and to report periodically to the membership on the accounts and general business of the Chapter.

Section 3. The Senior Vice-President shall preside in the absence of the President at all meetings of the Chapter, shall succeed the President in office if he/she cannot complete his term until the next annual meeting, and perform such other duties as may from time to time be assigned by the President or the Executive Board.

Section 4. The six (6) Vice-Presidents shall be responsible for the conduct of their respective standing committee and shall serve as Chairperson of such standing committees. The Vice-Presidents may be assigned duties and responsibilities by the Executive Board related to the current interests of Chapter members, particularly as they relate to the scope of the standing committees which they chair.

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Vice-Presidents shall keep the President and the Board informed of current issues and of the activities of their committees pursuant to Article VIII, Section I.

Section 5. The Secretary shall be responsible for maintaining the records of the Chapter, the sending of such notices as may be required, and performing such other duties as may be assigned by the President or the Executive Board.

Section 6. The Treasurer shall be responsible for maintaining the accounts of the

Chapter and performing such other duties as may be assigned by the President or the Executive Board.

ARTICLE VI

NOMINATIONS AND ELECTIONS

Section 1. Not less than sixty (60) days prior to the annual meeting of the Chapter held in odd numbered years, the Executive Board shall appoint a Nominating Committee having three (3) members representative of the member interests, that shall meet for the purpose of selecting one or more persons from the rolls of current Associates and Allied Individual members in good standing as nominees for each office and Executive Board position. Not less than 30 days before the annual meeting the Secretary/Treasurer shall notify each eligible voter of the nominees selected by the Nominating Committee and that nomination may be made by the membership, provided it is made by a petition bearing the name of the nominee and the signature of at least two (2) active members in good standing, and further that the petition is received by the Secretary who shall certify the petition, at least 10 days before the annual meeting.

When the nomination procedures result in more than one nominee for a position, the Secretary shall thereupon prepare, or cause to be prepared, ballots containing the names of the nominees submitted by the Nomination Committee, the name of the sitting Senior Vice-President plus the name carried on all eligible petitions.

Section 2. The election of officers (and other members of the Executive Board) shall be held at the annual meeting of the Chapter held in odd numbered years. The term of office shall be two (2) years and shall begin on August 1, or concurrent with the beginning of the term of the PSWRC officers, whichever occurs first. All officers (and other members of the Executive Board) shall serve until their successors have assumed their duly elected positions.

Section 3. Each current Associate and Allied Individual member present shall have one vote and shall cast his/her vote by written ballot or by a show of hands or voice.

Section 4. No person shall be eligible for election to office (and to Executive Board) who is not an Associate of a current agency member or an Allied Individual member in good standing of the Association and of the Chapter.

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Section 5. If vacancy occurs in any office of the Chapter, it may be filled by the Executive Board for the unexpired term or until the next annual meeting of the Chapter, whichever occurs earlier.

ARTICLE VII

MEETINGS

Section 1. There shall be an annual meeting of the membership of the Chapter at a time and place fixed by the Executive Board. Reasonable notice of the annual meeting shall be given the membership, but not less than thirty (30) days prior to the meeting date.

Section 2. Special meetings of the membership may be called at any time on the order of the President, the Executive Board, or by the signed petition of at least one-tenth of the total current membership, including representation from at least one fifth of the agency members. The Secretary shall give notice of the time and place of a special meeting not less than ten (10) days prior to the meeting date.

Section 3. A quorum must be present at any meeting of the membership at which business is transacted. Twenty-five (25) members of the Chapter shall constitute a quorum.

Section 4. The provisions of these By-Laws and Roberts Rules-of-Order shall apply to the conduct of any meeting of the membership, the Executive Board, and other duly constituted committee of the Chapter.

ARTICLE VIII

COMMITTEES

Section 1. There shall be Standing Committees of the Chapter through which the program, professional, and member service needs and participation of the membership can be provided. The Standing Committees of the Chapter are: Housing, Community Revitalization and Development, Professional Development, Member Services, Commissioners' Affairs, and Finance.

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The functions of the Standing Committees are as follows:

- (a) The Commissioner's Affairs Committee shall serve to broaden the constituency supporting the goals and objectives of the Association; supporting programs to expand the skills of commissioners to effectively discharge their responsibilities; work with staff, leadership and membership at all levels of the Association in fulfillment of these purposes.
- (b) The Community Revitalization and Development Committee shall address the programmatic areas of the community revitalization, development and redevelopment functions, and shall recommend actions through the Chapter and its counterpart regional committee regarding, but not limited to, funding, legislation, regulations, administration, at the federal, state and local levels, and

the effective representation of the membership's interests therein.

- (c) The Housing Committee shall address the programmatic areas of the housing function, and shall recommend actions through the Chapter and its counterpart regional committee regarding, but not limited to, funding, legislation regulations, administration at the federal, state and local levels, and the effective representation of the membership's interest therein. The Housing Committee will be responsible for addressing all Self-Sufficiency and Homeownership program interests.
- (d) The Member Services Committee shall serve the general and specific interests of the members which cut across program and professional lines; shall represent the interests of special interests groups within the membership, including, but not limited to, minorities, commissioners, and women; and shall consider supportive services and products such as conferences, conventions, workshops, seminars, publications, representations, and related matters.
- (e) The Professional Development Committee shall focus on the general and specific areas of career identification, training and education, certification and credentialing, and the professionalization of members engaged in housing, development and redevelopment or conservation and rehabilitation activities. It shall recommend actions through the Chapter.
- (f) The Finance Committee shall focus on the general and specific areas of finance and accounting issues dealing with the administration of housing programs and related activities of the members. The committee shall also provide the opportunity for training and education of accounting staff and to promote understanding of financial concepts for non-financial personnel.

Section 2. Each Standing Committee shall consist of not more than five (5) members; the Vice-President (Chairperson) elected by the membership, and additional members designated in a manner prescribed by or concurred in by the Executive Board.

The Standing Committee shall select from within its membership its Vice-President who shall assist the Chairperson and serve in his/her absence. The Chairperson and Vice-Chairperson of each Standing Committee shall serve a term concurrent with the term of the President.

The Chair and Vice-Chair of each Standing Committee shall be appointed by the President as representatives to the PSWRC Standing Committees.

Section 3. The President may create such other committees, task forces or similar groups as he/she deems appropriate to the purposes and activities of the Chapter, and shall appoint the members thereto.

Deleted: <#> The Self-Sufficiency and Homeownership Committee shall address participant growth toward self-sufficiency and training to support homeownership. This committee will also focus on staff training and creative approaches for developing successful homeownership and Family Self-Sufficiency programs. It shall recommend any actions to the Chapter that may be needed to support the committee's functions.¶

Section 4. The selection process for committee membership shall seek to provide a broad representation of all special interests of the membership, including but not limited to, commissioners, minorities, and women.

ARTICLE IX

AMENDMENT

Section 1. These By-Laws may be amended at a regular or special meeting of the membership, provided a quorum is present and voting and two-thirds of those voting vote affirmatively for the amendment (by mail ballot affirmatively voted on by a majority of those voting). Each Associate and Allied Individual member shall be sent a copy of the proposed amendments with the notice of the meeting at which the amendments are to be voted. The Secretary shall send the meeting notice not less than 30 days prior to the meeting date.

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ARTICLE X

EFFECTIVE DATE, APPROVAL, AND REVOCATION

Section 1. These By-Laws and any amendments thereto shall become effective on approval by the Executive Board of the Regional Council and the Board of Governors of the Association and are subject to revocation by the Executive Board of the Regional Council and the Board of Governors of the Association for due cause.

APPROVED AND ADOPTED THIS 19TH DAY OF SEPTEMBER 1990.

AMENDED JUNE 11, 1997

AMENDED February 9, 2003

AMENDED: FEBRUARY 3, 2007

PROPOSED AMENDMENT: January 30, 2012

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