

## **BY-LAWS**

### **FOR THE MINNESOTA CHAPTER OF NAHRO**

#### **ARTICLE I NAME AND JURISDICTION**

Section 1. The name of this organization shall be Minnesota Chapter of the National Association of Housing and Redevelopment Officials (a non-profit organization).

Section 2. The Chapter shall operate within the geographic area of the State of Minnesota, subject to provisions of the Constitution of the National Association of Housing and Redevelopment Officials (NAHRO), and these by-laws.

#### **ARTICLE II OBJECTIVES AND PURPOSES**

The purpose of the Minnesota 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 Minnesotans, 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 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 abilities 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. **Active Agency-** Any Governmental Agency operating primarily housing, community development or redevelopment programs in the State of Minnesota shall be an active member of the Chapter upon payment of such dues as may be established by the Chapter as hereinafter provided. Each active agency shall have full voting rights and shall be entitled to cast one vote by its designated representative.

Section 2. **Active Individual-** Any individual who is employed by, or appointed to an active agency member whose primary function of which is to operate and develop housing, community development or redevelopment programs and who resides or operates 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. Every Active Individual Member shall be eligible to hold any office in the Chapter except as provided in Article IV.

Section 3. **Affiliate Group-** Any agency, corporation or organization that has interest in the purposes and activities of the Chapter. Affiliate groups member shall have all the rights of an active agency member, upon payment of such dues as may be established by the Chapter as hereinafter provided. Affiliate Group members shall not have the right to vote or hold office.

Section 4. **Affiliate Individual-** Any individual that has an interest in the purpose and activities of the Chapter. Affiliate individual members shall have all the rights of an active individual member except the right to vote or hold office, with exceptions provided in Article IV, Section 7.

Section 5. Membership dues may be established, from time to time, by the Board of the Chapter of the operation of the Chapter. Payment of the established dues shall entitle members to all the rights of their membership class.

### **ARTICLE I BOARD: MEMBERS, RESPONSIBILITIES, MEETINGS, QUORUM, VOTING, VACANCIES**

Section 1. The control of the affairs of the Chapter shall be vested in the Board, consisting of the Officers of the Chapter, who shall be active individual members of NAHRO, six additional members, who shall be generally representative of the program, professional, and special interests of the Chapter members, and the one, immediate Past President of the Chapter who is still active in the field. The Regional President shall be an ex-officio member of the Board.

Section 2. The 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 (e) it shall otherwise plan and account for the activities of the Chapter including the employment of staff.

Section 3. The Board shall establish procedures for the selection of Chapter representatives to the required regional standing committees.

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

Special meetings of the Board may be called by the President at any time or by the Treasurer/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 Board, a majority of the members of the Board shall be present to establish a quorum for the conduct of the business of the Chapter. Each member of the Board shall be entitled to one vote. In order for a member's vote to be counted, the member must be present.

**Any meeting of the Board may be held electronically through teleconferencing technology. Any Board member may attend a Board meeting through electronic means. A Board member is considered present when attending a meeting electronically.**

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 Board shall select one of the Vice Presidents to serve as President until the next annual meeting of the Chapter. Other vacancies in the Board occurring between the annual meetings shall be filled by the remaining members of the Board.

Section 7. If any member ceases to be eligible for membership in the Chapter, or ceases to be eligible for membership on the Board, he/she shall cease to be a member of the Board and his/her position on the Board shall thereupon become vacant and shall be filled as provided in Section 6. above.

Section 8. If any Board Member misses more than three (3) consecutive Board meetings, that member will be considered to have resigned from his/her position on the board.

## **ARTICLE V OFFICERS: NAME, DUTIES**

Section 1. The officers of the Chapter shall be President, Senior Vice President, Vice President for Community Revitalization and Development, Vice President for Housing, Vice President for Commissioners, and Treasurer/Secretary, who shall be active individual members in good standing of the Association and the Chapter.

Section 2. It shall be the duty of the President to preside at all meetings of the Chapter; to create and appoint such special 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 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 until the next annual meeting, if the President cannot complete the term, and perform such other duties as may from time to time be assigned by the President or the Board.

Section 4. The Vice President of Housing and the Vice President of Community Revitalization and Development shall be responsible for the Committees for which they were elected and shall serve as Chairperson of such Committees.

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

**Section 6. Active Individual Members of the Chapter serving on National NAHRO or North Central Regional Council of NAHRO Boards or committees will be considered ex-officio, non-voting board members on the Board of the Chapter.**

## **ARTICLE VI NOMINATIONS AND ELECTIONS**

Section 1. Not less than 10 weeks prior to the annual meeting of the Chapter held in odd numbered years, the Board shall appoint a Nominating Committee having five members representative of the member interests, that shall meet for the purpose of selecting one or more persons from the rolls of eligible, active individual members in good standing as nominees for each office and Board position. Not less than eight (8) weeks before the annual meeting the Treasurer/Secretary shall notify each eligible voter of the nominees selected by the Nominating Committee and that nominations 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 active, voting members in good standing, and further that the petition is received by the Treasurer/Secretary, who shall certify the petition, at least thirty (30) days before the annual meeting.

Section 2. The Election of Officers and other members of the Board shall be held by written ballots mailed to the membership 30 days before the annual meeting of the Chapter held in odd numbered years. The ballots must be received by the election committee on or before the day of the annual meeting. The term of office shall be two years and shall begin October 1. All officers and other members of the Board shall serve until their successors have assumed their duly elected positions.

Section 3. Each eligible voting member shall have one vote and shall cast his/her vote by written ballot.

Section 4. No person shall be eligible for election as an officer of the Board who is not an active individual member in good standing of the Association and of the Chapter.

## **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 Board. Reasonable notice of the annual meeting shall be given to the membership, but not less than four weeks prior to the meeting date.

Section 2. Special meeting of the membership may be called at any time on the order of the President, the Board, or by the signed petition of at least one-fifth of the total active membership. The Treasurer/Secretary shall give notice of the time and place of a special meeting not less than four weeks 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 eligible voting members of the Chapter shall constitute a quorum.

Section 4. The provisions of these by-laws and the current edition of Robert's Rules of Order shall apply to the conduct of any meeting of the membership, the Board, and other duly constituted committee of the Chapter.

## **ARTICLE VIII COMMITTEES**

Section 1. There shall be Committees of the Chapter through which the program needs and participation of the membership can be provided. The Committees of the Chapter are Community Revitalization and Development, Housing, Nominating, and Executive.

Section 2. Membership for the Community Revitalization and Development and Housing Committees shall be appointed by the Chair. The Vice President of Community Revitalization and Development and the Vice President of Housing shall be elected by the membership and shall serve as Chair of each respective Committee. The Vice Chair of each Committee shall be elected by its members from among its members to serve a term concurrent with the term of the Chair.

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.

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.

Section 5. There shall be an Executive Committee comprised of the President, Senior Vice President, and Treasurer/Secretary who shall handle such duties as delegated to it by the Board.

## **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 affirmatively for the amendment; or written ballots can be mailed to the membership 30 days before the annual meeting. The ballots must be received by the election committee on or before the day of the annual meeting. Each member shall be sent a copy of the proposed amendments with the notice of the meeting at which the amendments are to be voted upon or notice as to when the ballots are to be received. The Treasurer/Secretary shall send the meeting notice to each member not less than four weeks prior to the meeting date.

**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.

Revised 10-27-00