By-Laws of the Housing Authority

Of the

City of Bloomington, Illinois

1. NAME, PURPOSE, SEAL, OFFICE

Section 1. Name of Authority. The name of the Authority is the "Housing Authority of the City of Bloomington, Illinois."

Section 2. Purpose of the Authority. The Authority is both corporate and politic, exercising public and essential governmental functions and having all the powers necessary or convenient to carry out and effectuate the purposes and provisions of Chapter 310 ILCS 10. The Authority has all the powers necessary or appropriate in order that it may engage in low-rent housing, provide rental assistance, promote homeownership opportunities and undertake land assembly, clearance, rehabilitation, development and redevelopment projects as will tend to relieve the shortage of decent, safe, affordable and sanitary dwellings; and that the powers conferred upon the Authority includes the power to acquire and dispose of improved or unimproved property, to remove unsanitary or substandard conditions, to construct and operate housing accommodations, to regulate the maintenance of housing properties and to borrow, expend, loan, invest, and repay moneys for the purpose herein set forth, are public objects and governmental functions essential to the public interest. The Authority may take any action or enter into any contract that it deems necessary to enhance and promote this end.

Section 3. Seal of the Authority. The seal of the Authority bears the name of the Authority and the year of its organization. A logo which reflects the current vision of the Authority may be incorporated into this seal at any time by a resolution of the Board of Commissioners, herein referred to as the Board.

Section 4. Office of the Authority. The office of the Authority shall be located within the City of Bloomington, McLean County, State of Illinois. The current address is 104 E. Wood Street in the City of Bloomington, Illinois.

2. BOARD OF COMMISSIONERS

Section 1. General Powers. The powers of the Authority are vested in its Board of Commissioners.

Section 2. Number, Qualifications and Tenure. The Board consists of five (5) Commissioners. Commissioners are appointed by the Mayor of the City of Bloomington and with the approval of the City Council. Commissioners serve for a term of five (5) years. These terms are staggered with one term expiring on April 30th of each calendar year provided that a Commissioner's appointment extends into a following term until the Mayor appoints or

reappoints a person to serve the balance of that following term. Vacancies are filled in the same manner as the original appointments were made, but for the unexpired term.

The Quality Housing and Work Responsibility Act of 1998, and associated regulations, require that the membership of the Board contain one (1) member who is directly assisted by the Authority's federal housing program. "Directly assisted" mean either (i) being a public housing resident and appearing on the lease; or (ii) being a recipient of assistance from the Authority's Housing Choice Voucher Program. The Directly Assisted Commissioner shall not represent any resident, resident organization, or other organization either as a constituent or contractor with the organization. The Directly Assisted Commissioner represents his or her opinion on the Board as a Commissioner and brings his or her special knowledge to all Board meetings, as do the other Commissioners while serving as Commissioners.

Any Commissioner may resign at any time by giving written notice to the Chairperson of the Board. Such resignation takes effect at the time specified in the resignation, or if the time is not specified, upon receipt thereof. Unless otherwise specified in the resignation, the acceptance of a resignation is not necessary to make it effective.

It is expected that the Commissioners will make every effort to attend scheduled meetings. If a Commissioner fails to attend two (2) consecutive meetings without the Board's excusal, the Board Chair may send a letter to the Mayor of the City of Bloomington alerting him or her of the circumstances.

No Commissioner may be compensated for serving in any capacity; except that he or she is entitled to reimbursement for necessary expenses, including traveling expenses, incurred in the discharge of his or her duties.

A Commissioner may be recalled or terminated by the City Council for inefficiency or neglect of duty or misconduct in office pursuant to the vote of not less than 2/3 of the City Council, after the filing of a written complaint, and only after a hearing, either public or private, has been held wherein said member was given an opportunity to be heard in person or by counsel or both. Said hearing to be held only after notice of the time and place thereof and of the alleged cause for said termination has been given to said member.

Section 3. Officers. The Board shall select from among its Commissioners, a Chairperson and a Vice Chairperson. The Secretary/Treasurer shall be the Executive Director. The Chairperson and Vice Chairperson shall be elected at the annual meeting in May of each year from among the Commissioners. Elected officers shall hold office for one (1) year or until their respective successors are elected and qualified. No member may serve in the capacity for more than three (3) consecutive one (1) year terms. After a period of one year following three (3) such consecutive terms, Commissioners are again eligible to serve as Chairperson. If the offices of Chairperson or Vice Chairperson become vacant, the Board shall elect a successor

from the remaining Commissioners at the next meeting. Such an election is for the unexpired term of the office.

Section 4. Chairperson. The Chairperson shall preside at all meetings of the Commissioners. The Chairperson shall perform all duties attendant to that office, subject, however to the control of the Board of Commissioners and shall perform such other duties as on occasion shall be assigned by the Board of Commissioners.

Section 5. Vice-Chairperson. The Vice-Chairperson shall perform the duties of the Chairperson in the absence or incapacity of the Chairperson. In the case of a vacancy in the office of the Chairperson, the Vice-Chairperson shall perform such duties as are imposed on the Chairperson until such time as the Board elects a new Chairperson in accordance with such by-laws.

Section 6. Secretary/Treasurer. The Executive Director of the Authority serves as the ex-officio Secretary/Treasurer of the Authority. In that capacity, he or she shall keep or cause to be kept, correct and permanent records of the Authority, act as Secretary of the meetings of the Authority and records all votes, keep records of the proceedings of the Authority in a minute book to be kept for such purposes, and performs all other duties incident to his or her office. The Secretary/Treasurer shall keep in safe custody the seal of the Authority and shall have the power to affix such seal to all contracts and instruments to be executed by the Authority.

The Secretary/Treasurer shall have the care and custody of all funds of the Authority and shall deposit the same in the name of the Authority in such bank or banks as the Authority may select. He or she shall sign all orders and checks for the payment of money and shall pay out and disperse such money in accordance with the Procurement Policies adopted by the Authority. All such orders and checks shall be countersigned by one member of the Board. He or she shall keep regular books of accounts showing receipts and expenditures and shall render to the Authority, at each regular meeting an account of the transaction and also of the financial condition of the Authority. He or she shall give bond for the faithful performance of his duties as the Authority may designate.

Section 7. Executive Director. The Executive Director shall have general supervision over the administration of the Authority's business and affairs, subject to the direction of the Board. The Executive Director shall be charged with the management of the housing properties of the Authority, prepare an annual budget and supervise the financial affairs of the Authority. He or she shall present to the Board periodic reports reflecting the activities of the Authority and such other special reports as may be required by the Board. The Executive Director shall assign and supervise employees in the performance of their duties and perform such other duties as may from time to time be assigned by the Board.

Section 8 Duties of Members. The Members of the Board shall perform such duties as are incumbent upon them by reason of their election to any office and shall perform such other duties and functions as may from time to time be required by the Board or the by-laws, or which may arise by reason of their appointment to serve on committees functioning within the Authority.

Section 9. Election or Appointment. The Chairperson and Vice-Chairperson shall be elected at the Annual Meeting of the Authority from among the Commissioners of the Authority, and shall hold office for one year or until their successors are elected and qualified.

3. MEETINGS

Section 1. Notice of Meetings. Notice of the schedule of Annual and Regular Meetings is to be filed with the Clerk of the city and shall also be prominently displayed in the main office at the beginning of each calendar year and shall state the regular dates, times and places of such meetings. An agenda for each regularly scheduled meeting shall be posted 48 hours in advance of any such meeting in the main office and at the place of the meeting.

Notice of any Special Meeting, which shall include the agenda for the meeting, shall be posted 48 hours in advance of any such meeting in the main office and at the place of the meeting.

Notice of an Emergency Meeting shall be given as soon as practicable, but in any event prior to the holding of such meeting, to any news media which has filed an annual request for notice.

Notice of any Rescheduled Regular Meeting shall be given at least 10 days beforehand by publication in a newspaper of general circulation in the area. Such notice shall also be provided to any news media which has filed an annual request for notice, and posted in the main office and at the place of the meeting.

Consideration may be given to non-agenda items in any meeting, but no action shall be taken on any matter that is not included in the agenda.

Section 2. Annual Meeting. The Annual Meeting of the Authority shall be held on the second Tuesday of May of each year at 4:00 p.m. at the regular meeting place of the Authority, or at such other meeting place that may be designated by Resolution from time to time for the purpose of electing officers, receiving the annual report and for the conduct of such other business as may come before the meeting.

Section 3. Regular Meeting. The regular meeting shall be held at the regular meeting place of the Authority or such other place as designated by Resolution by the Board on the second Tuesday of each month. In the event that the date of any annual or regular meeting shall fall on a legal holiday, the meeting shall be held on the next succeeding secular day.

Section 4. Special Meeting. The Chairperson of the Authority may, when he or she deems its expedient, and shall, upon the written request of two Commissioners of the Authority, call a special meeting of the Authority for the purpose of transacting any business designated in the call. The notice to the Board Members for a special meeting may be personally delivered to each member of the Board or may be e-mailed or sent by regular U.S. mail to his or her business or home. This notice is timely so long as it is received no less than twenty-four (24) hours prior to the time of the special meeting. At such a special meeting, no action is to be taken other than as designated by the notice.

Section 5. Closed Session. Upon a majority vote of a quorum present, taken at a meeting open to the public for which public notice has been given, the Board may close a meeting to the public. The vote of each Board Member to close the meeting, and a citation to the specific reason for closing such meeting shall be publicly disclosed at the time of the vote and shall be recorded and entered into the minutes of the meeting. Verbatim records of all closed meetings in the form of an audio or video recording must be made of all closed meetings.

Section 6. Quorum. Three (3) Commissioners shall constitute a quorum for the purpose of conducting its business and exercising the Board's 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.

Section 7. Attendance by Telephone. Commissioners may participate in any meeting by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other and participation in a meeting in such manner shall constitute presence in person at such meeting, so long as certain conditions are met:

- The Board Member is prevented from physically attending because of (1) personal illness or disability; (2) employment purposes or the business of the Authority; or (3) a family or other emergency; and

- The Board Member must notify the Executive Director before the meeting unless advance notice is impractical.

Section 8. Order of Business. At the regular meetings of the Board, the following is the customary order of business. The Board may curtail, enlarge, or modify this order:

1. Call to Order.
2. Roll Call.
3. Approval of Minutes of the previous meeting.
4. Guest Comments.
5. New Business Consent Items.

6. New Business Discussion Items.
7. Old Business.
8. Administration Reports
9. Executive Session.
10. Adjournment.

Section 9. Resolutions. All resolutions shall be in writing and shall be maintained in a journal of proceedings of the Authority.

Section 10. Manner of Voting. All questions coming before the Board shall be presented in the form of motions or resolutions chronologically numbered. The vote on all resolutions shall be by roll call, and each resolution and motions shall be entered in full upon the minutes of the meeting. For all resolutions, the yeas, and nays shall be recorded.

4. INDEMNIFICATION

Section 1. Indeminification. Every member of the Board of Commissioners, officer or employee of the Authority may be indemnified by the Authority against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, officer or employee in connection with any threatened, pending or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Board, officer, or employee of the corporation, or any settlement, thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement, the indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the Authority. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Board, officer or employee is entitled.

5. AMENDMENTS

Section 1. Amendments. The by-laws of the Authority shall be amended only with the approval of at least three (3) members of the Board at a regular or special meeting. The substance of the proposed amendments must be sent to each Commissioner as part of the notice. The approved by-laws will supersede all previous by-laws.

6/2008

INDEX OF AMENDMENTS TO BY-LAWS

Resolution 1216, Adopting amended by-laws in full, June 10, 2008.

Resolution 1247, Adopting amendment to remove specific date for monthly meeting, December 8, 2009.

Resolution 1353, Adopting amendment governing electronic attendance at meeting, February 23, 2016.

EXCERPT OF

MINUTES OF THE REGULAR MEETING

BOARD OF COMMISSIONERS
HOUSING AUTHORITY OF THE CITY OF BLOOMINGTON
December 8, 2009

The regular meeting of the Board of Commissioners of the Housing Authority of the City of Bloomington, Illinois was held at 104 E. Wood Street, Bloomington, Illinois. The meeting was called to order by Chairman Barbara Nathan, and upon a roll call vote, the members answered as follows:

PRESENT	ABSENT
Commissioner Barb Adkins	Commissioner Harry Johnson
Commissioner Terry Koch	
Commissioner Barb Nathan	
Commissioner Faye Townsend	

Also present were:

Kim Holman-Short, Executive Director
Duane Smith, Finance Director
Bill Myers, Technical Services Director
Donna Nickels, Assistant Executive Director
Gloria Hursey, Resident Services Director
Krystal Donovan, Administrative Assistant
David Young, PIRHL Developers

…

The next item on the Agenda was a resolution for a revision to the By-Laws. Kim said that it was recommended by the facilitator at the board retreat to amend the By-Laws to say there will be a monthly meeting without a specific date. Commissioner Koch made a motion to approve the resolution for a revision to the By-Laws. Commissioner Adkins seconded the motion. The chairman then called for a roll call vote:

Commissioner Townsend	Aye
Commissioner Koch	Aye
Commissioner Adkins	Aye

Motion carried. The resolution was approved as follows:

RESOLUTION NO. 1247

WHEREAS, the By-laws of the Housing Authority of the City of Bloomington was adopted by the Board of Commissioners on December 17, 1979, and

WHEREAS, the By-laws have been amended and adopted by Resolutions 698, 745, 1067, and 1216, and

WHEREAS, the Board of Commissioners have reviewed and agree with the changes to the By-laws as presented, and

NOW, THEREFORE BE IT RESOLVED that said By-laws be and are hereby amended as presented and shall supersede and replace all previously approved By-laws.

RESOLUTION 1353

ELECTRONICS ATTENDANCE POLICY

RULES GOVERNING ELECTRONIC ATTENDANCE AT MEETINGS

Section 1. **Rules Statement.** It is the decision of the Board of Commissioners of the Housing Authority of the City of Bloomington that any Commissioner of the Housing Authority may attend any open or closed meeting of said public body via video or audio conference, provided that such attendance is in compliance with these rules and any applicable laws.

Section 2. **Prerequisites.** A Commissioner may attend a meeting electronically if the Commissioner meets the following conditions:

(a) The Commissioner should notify the Secretary or Executive Director of the Housing Authority at least **(**24 **hours)** before the meeting, unless impractical, so that necessary communications equipment can be arranged. Inability to make the necessary technical arrangements will result in denial of a request for remote attendance.

(b) The Commissioner must assert one of the following three reasons why he or she is unable to physically attend the meeting:

(1) The Commissioner cannot attend because of personal illness or disability; or

(2) The Commissioner cannot attend because of employment purposes or the business of the public body; or

(3) The Commissioner cannot attend because of a family or other emergency.

Section 3. **Authorization to Participate.**

(a) The Secretary or Executive Director, after receiving the electronic attendance request, shall inform the Board of Commissioners of the request for electronic attendance.

(b) After establishing that there is a quorum physically present at a meeting where a Commissioner desires to attend electronically, the presiding officer shall state that (i) a notice was received by a Commissioner in accordance with these Rules, and (ii) the Commissioner will be deemed

authorized to attend the meeting electronically unless a motion objecting to the Commissioner's electronic attendance is made, seconded, and approved by a majority of the Commissioners physically present at the meeting. If no such motion is made and seconded or if any such motion fails to achieve the required vote by the Commissioners physically present at the meeting, then the request by the Commissioner to attend the meeting electronically shall be deemed approved by the Board, and the presiding officer shall declare the requesting Commissioner present. After such declaration by the presiding officer, the question of a Commissioner's electronic attendance may not be reconsidered.

Section 4. **Adequate Equipment Required.** The Commissioner participating electronically and other Commissioners of the Board must be able to communicate effectively, and members of the audience must be able to hear all communications at the meeting site. Before allowing electronic attendance at any meeting, the Board shall provide equipment adequate to accomplish this objective at the meeting site.

Section 5. **Minutes.** Any Commissioner attending electronically shall be considered an off-site attendee and counted as present electronically for that meeting if the Commissioner is allowed to attend. The meeting minutes shall also reflect and state specifically whether each Commissioner is physically present or present by electronic means.

Section 6. **Rights of Remote Commissioner.** A Commissioner permitted to attend electronically will be able to express his or her comments during the meeting and participate in the same capacity as those Commissioners physically present, subject to all general meeting guidelines and procedures previously adopted and adhered to. The Commissioner attending electronically shall be heard, considered, and counted as to any vote taken. Accordingly, the name of any Commissioner attending electronically shall be called during any vote taken, and his or her vote counted and recorded by the Secretary and placed in the minutes for the corresponding meeting. A Commissioner attending electronically may leave a meeting and return as in the case of any Commissioner, provided the Commissioner attending electronically shall announce his or her leaving and returning.

Adopted by Board of Commissioners
December 23, 2016