

February 20, 2020

Housing Authority Board of Commissioners
Clackamas County

Members of the Board:

Adoption of Revisions to the Housing Authority of Clackamas County's Bylaws

Purpose/Outcomes	Approval of Housing Authority of Clackamas County's Amended Bylaws
Dollar Amount and Fiscal Impact	No fiscal impact
Funding Source	N/A
Duration	February 20, 2020 until amended
Previous Board Action	The HACC Board Adopted amended bylaws at the September 20, 2018 meeting
Strategic Plan Alignment	1. Efficient & effective services 2. Build Public Trust through good government
County Counsel	Reviewed by counsel 1/2/20
Contact Person	Jill Smith, Executive Director, Housing Authority 503-742-5336
Contract No.	N/A

BACKGROUND:

The Housing Authority of Clackamas County (HACC), a Division of the Health, Housing and Human Services Department, requests approval of the HACC's 2018 Restated Bylaws (Bylaws).

HACC requested County Counsel review its bylaws and amend, to align HACC's Bylaws with State Code ORS 456, Housing Authorities Law.

Specific changes are as follows:

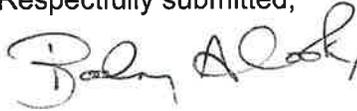
- Article II, Section 1, Commissioners was modified to allow for up to seven (7) Commissioners
 - The Authority may have up to seven (7), but no less than (5) Commissioners. Five (5) Commissioners shall be that of the governing body of Clackamas County, as elected by the citizens of Clackamas County. Two (2) Commissioners shall be appointed positions ("Appointed Resident Commissioners"). The first Appointed Resident Commissioner must be a resident who receives direct assistance from the Authority. The second Appointed Resident Commissioner must live within the jurisdiction of the Authority.
- Article II, Section 10, Commissioners Terms of Office clarifies the terms of each Resident Commissioners. Terms "shall run in four (4) year increments, not to exceed two consecutive terms."
- Article II, Section 7, Manner of Voting brings voting in line with current Board practice in accordance with ORS 192.650.

COPY

RECOMMENDATION:

Staff recommends that the Board approve and authorize the Chair to sign the revised Bylaws making them effective February 20, 2020.

Respectfully submitted,

 HHS Deputy / FOX

Richard Swift, Director
Health, Housing and Human Services

HOUSING AUTHORITY OF CLACKAMAS COUNTY
2020 RESTATED BYLAWS

ARTICLE I – THE AUTHORITY

Section 1. Name of Authority. The Name of the Authority shall henceforward be:
“Housing Authority of Clackamas County.”

Section 2. Seal of Authority. The seal of the Authority shall be in the form of a circle and shall identify the Authority in words and show the year of its organization.

Section 3. Office of Authority. The offices of the Authority shall be at such location in the County of Clackamas, State of Oregon, as the Authority may designate from time to time by Board action, and the Authority may hold its meetings at its offices or at such other places as it may designate by Board action.

ARTICLE II – COMMISSIONERS

Section 1. Commissioners. The Authority may have up to seven (7) Commissioners. Five (5) Commissioners shall be that of the governing body of Clackamas County, as elected by the citizens of Clackamas County, which is exercising the powers of a housing authority under ORS 456.055 to 456.235. The first appointed Commissioner must be a resident who receives direct assistance from the Authority. The second appointed Commissioner must live within the jurisdiction of the Authority.

Section 2. Chair. The Chair shall preside at all meetings of the Authority. Except as otherwise authorized by Board action, the Chair shall sign all contracts, deeds and other instruments made by the Authority. At each meeting the Chair shall submit those recommendations and information that s/he considers proper concerning the business, affairs and policies of the Authority.

Section 3. Vice-Chair. The Vice-Chair shall perform the duties of the Chair in the absence or incapacity of the Chair, and in case of the resignation or death of the Chair, the Vice-Chair shall perform those duties imposed on the Chair until the County selects a new Chair.

Section 4. Secretary (Executive Director). The Executive Director shall be the chief administrative officer of the Authority.

The Executive Director shall be responsible for all aspects of the management of the Authority and for carrying out policies established by the Commissioners. S/he shall be responsible for the employment and termination of all Authority personnel and for implementing its personnel policies. S/he shall provide leadership in working with the staff toward accomplishing the goals of the Authority. S/he shall have the primary responsibility for developing new programs that will lead to better service to residents and the capability to house a greater share of those in the community who are in need of publicly assisted and affordable housing. S/he shall have the responsibility of coordinating the Authority's efforts with the plans and programs of other local, regional, state and federal agencies, as well as the public or private agencies or organizations that may be of assistance to the Authority or that the Authority may assist.

The Executive Director shall also be responsible for keeping correct records of the meetings of the Commissioners; supervise the preservation of all records of the Authority; and be responsible for all funds of the Authority.

Section 5. Additional Duties. The officers of the Authority shall perform such other duties and functions as may be required by federal and state law, the Commissioners, the By-laws, or the rules and regulations of the Authority.

Section 6. Election or Appointment. The Chair shall be the Board of County Commissioners Chair and shall hold office for four years or until they are re-elected or their successors are elected and qualified under state law. The Vice-Chair shall be selected at the first Commissioners meeting in January from among the Commissioners of the Authority, and shall hold office for one year or until they are re-elected or their successors are elected and qualified under state law.

The Executive Director shall be appointed by the Commissioners. Any person appointed to fill the office of Executive Director, or any vacancy therein, shall serve such term as the Commissioners may prescribe. No Commissioner of the Authority shall be eligible to this office except as a temporary appointee.

Section 7. Vacancies. Should the offices of Chair or Vice-Chair become vacant, the Commissioners of the Authority shall elect a successor from its membership at the next regular meeting, and such election shall be for the unexpired term of said office. When the office of Executive Director becomes vacant, the Commissioners shall appoint a successor.

Section 8. Additional Personnel. The Authority may employ such personnel as it deems necessary to exercise its powers, duties and functions as prescribed by the Housing Authorities Law of Oregon and all other applicable laws of the State of Oregon. The selection and compensation of such personnel (including the Executive Director) shall be determined by the Authority subject to the requirements of state and federal law.

Section 9. The Commissioners of the Authority. The Board of Clackamas County Commissioners shall constitute the core Commissioners of the Authority. So long as applicable law requires it, additional Commissioners shall be appointed by the core Commissioners. The appointed Commissioners shall be known as the appointed Resident Commissioners.

Section 10. Commissioners' Terms of Office. The terms of office of the five (5) Commissioners of the Authority that are the governing body of Clackamas County exercising the powers of a housing authority shall correlate to their terms as Commissioners of Clackamas County. The first appointed Resident Commissioner's term shall run until January 2005, and subsequent terms shall run in four year increments. At the discretion of the core Commissioners, the appointed resident Commissioner may be re-appointed at the conclusion of a term. Subsequent appointed Resident Commissioners' terms shall run upon appointment, and subsequent terms shall run in four year increments, not to exceed two consecutive terms. At any time during a term, an appointed Resident Commissioner may be removed for cause as described in ORS 456.110, or if s/he ceases to meet the requirements for being an appointed Resident Commissioner, or if applicable law requiring appointed Resident Commissioners is repealed.

Section 11. Relationship between the Authority and Clackamas County. The core Commissioners of the Authority are empowered to sustain an administrative relationship between the Authority and Clackamas County for the purpose of maximizing the efficiency of Authority resources and facilitating County support for Authority goals and projects, when appropriate. At the discretion of the core Commissioners, a component of this relationship between the Authority and Clackamas County may be a requirement that the Executive Director act only with the direction and approval of a County manager designated to provide such supervision.

ARTICLE III – MEETINGS.

Section 1. Annual Meeting. The annual meeting of the Authority shall be held in March at the designated meeting place of the Authority.

Section 2. Regular Meetings. Monthly meetings shall be held with notice at the regular meeting place of the core Commissioners of the Authority on the third Thursday of each month, unless the same shall be a legal holiday. A regular monthly meeting may be cancelled with at least forty-eight hours notice to all Commissioners, if no agenda items have been scheduled for that regular monthly meeting.

Section 3. Special Meetings. The Chair of the Authority may, when it is deemed expedient, call a special meeting of the Authority for the purpose of transacting any business designated in the call. The call for a special meeting will be made at least three days prior to the date of such special meeting. At such special meeting no business shall be considered other than as designated in the call, but if all the Commissioners of the Authority are present at a special meeting, any and all business may be transacted at the special meeting. Special meetings shall occur on Thursdays at the regularly scheduled Board of Clackamas County Commissioners meeting, but with unanimous consent of all Commissioners of the Authority, a special meeting may be held at any time.

Section 4. Quorum. The powers of the Authority shall be vested in the Commissioners. A majority of the Commissioners shall constitute a quorum of the Authority 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. No action may be passed or approved by a vote of the Commissioners that results in a tie.

Section 5. Conduct of Meetings. Meetings of the Authority shall be conducted according to the latest revision of Robert's Rules of Order.

Section 6. Public Meetings Law and Public Records Law. The Authority shall comply in all respects with ORS Chapter 192 as those statutes may from time to time be amended.

Section 7. Manner of Voting. The voting on all questions coming before the Commissioners of the Authority shall be by voice vote, where each Commissioner clearly states their name and vote. The Authority shall comply with applicable law, including ORS 192.650, in the recordation of any Authority meeting and minutes kept as part of the same..

ARTICLE IV – AMENDMENTS

Amendments to By-Laws. The By-laws of the Authority shall be amended only with the approval of four Commissioners of the Authority at a regular or special meeting, but no such amendment shall be adopted unless at least seven days’ written notice was previously given to all of the Commissioners of the Authority.

Adopted By: Housing Authority Board of Commissioners

Chair: Jim Bernard
Vice Chair: Sonya Fischer
Commissioner: Ken Humberston
Commissioner: Paul Savas
Commissioner: Martha Schrader
Resident Commissioner: Paul Reynolds

Effective: February 20, 2020

Signing on Behalf of the Board:

Chair

Date

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2-20-2020 J.B.

Date