

## **BY-LAWS**

**For the**

### **MOUNTAIN PLAINS REGIONAL COUNCIL OF NAHRO**

#### **Article I**

##### **Name and Jurisdiction**

**Section 1.** The name of this organization shall be Mountain Plains Regional Council of the National Association of Housing and Redevelopment Officials.

**Section 2.** The Regional Council shall operate within the geographic areas of Colorado, Montana, North Dakota, South Dakota, Utah, and Wyoming, subject to provisions of the Constitution of the National Association of Housing and Redevelopment Officials (Association), and these By-Laws.

#### **Article II**

##### **Objectives and Purposes**

Toward the attainment of the provisions of adequate housing for the entire people and toward the attainment of sound communities through the processes of development, preservation, conservation, rehabilitation, and redevelopment, the purposes of the Regional Council shall be:

- (1) To improve the standards and practice of all phases of administration directly related to the above objectives;
- (2) To develop and improve the professional standards involved in the administration of programs to achieve the above objectives;
- (3) To strengthen the capacity of the Association and Regional Council at all levels and to provide for (a) the exchange of knowledge and results of experience; (b) the conduct of meetings, training and educational programs for the exchange of information; (c) the improvement of program administration and (d) the enhancement of professional development opportunities; (4) To facilitate effective relationships among all levels of government to strengthen program administration and expand development opportunities.(5) To advocate and educate elected officials, policy makers and the general public on the need for and benefits of affordable housing and community development activities.

(6) To cooperate and collaborate with other agencies, associations, and groups, both public and private, having similar and related purposes.

### **Article III**

#### **Membership: Qualifications, Voting, Dues**

**Section 1.** Individual and Agency Membership. Any individual or agency who is an active member in good standing of their respective State Chapter of NAHRO, as defined by the By-Laws of that State Chapter, and who resides within the geographical area of the region, shall be an active member of the Regional Council upon payment by their respective State Chapter pro rate share of Regional Council dues as may be established by the Regional Council.

**Section 2.** Affiliate & Honorary Membership. If a State Chapter includes Affiliate and Honorary members they are deemed as active Affiliate and Honorary members of the Regional Council so long as they are active members in good standing of their respective State Chapter of NAHRO and reside within the geographical area of the region.

**Section 3** Voting. Every active agency as defined by the respective State Chapter will be allowed one vote in the Regional Council. The Director of the active agency member shall cast the vote or notify the Regional Council of who shall be eligible to cast the agency's one vote. Active individual members who are eligible to vote in his or her respective State Chapter and who are not employed by an agency member are allowed one vote in the Regional Council. Active individual members who are eligible to vote in his or her respective State Chapter and who are employed by an agency member are not allowed to vote in the Regional Council. Affiliate & Honorary members are not eligible to vote.

**Section 4.** Holding Office. Every active individual member or employee of an active agency member who is eligible to hold any office in his or her respective State Chapter may hold any office in the Regional Council. The Treasurer may be an agency, individual, or affiliate member.

**Section 5.** Membership Dues. Membership dues will be reviewed annually and assessed to State Chapters, from time to time, by the Executive Board of the Regional Council for the operation of the Council. Payment of the established dues by State Chapters 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 Regional Council shall be vested in the Executive Board, consisting of the President, Senior Vice President, Secretary, Treasurer, the Presidents of the chartered NAHRO Chapters in the Region, the three Immediate Past Presidents of the Regional Council who are still active in the field, the Representatives at Large to the Board of Governors of NAHRO, the Representatives of National Standing Committees residing in the Region and those members appointed to national task forces, boards and committees by the President for special terms. An Ex Officio membership on the Executive Board may also be approved by two-thirds (2/3) vote of the Executive Board.

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

**Section 3.** The Executive Board shall establish procedures for the election of one Regional Representative at Large to Board of Governors of the Association, who shall serve a 4-year term. This election will be held at the annual conference by a vote of the general membership for 4 years. The second Representative at Large to the Board of Governors shall be the Senior Vice President and in accordance with Article VI, Section 2, elected every 2 years.

**Section 4.** The Executive 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 conference of the Regional council. Notice of a regular meeting shall be mailed or e-mailed to each Board member not less than ten 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 written request of at least one-fourth of the membership of the Executive 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, one-third plus one of the members of the Executive Board shall be present to establish a quorum for the conduct of the business of the Regional Council. All members of the Executive Board, with the exception of the Treasurer, shall be an active agency or individual member and entitled to one vote. The Treasurer may be an agency, individual, or affiliate member and entitled to one vote. In order for a members' vote to be counted the member must be present or have a signed proxy on the issue at hand. This can also be accomplished by e-mail to the president and printed for the minutes.

**Section 6.** 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, the Executive Board to fill the unexpired portion of the term.

## **Article V**

### **Officers: Name, Duties**

**Section 1.** The officers of the Regional Council shall be President, Senior Vice-President, six Vice-Presidents with portfolio, Secretary, and Treasurer, who shall be active members in good standing of the Association and Regional Council.

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

**Section 3.** The Senior Vice-President shall preside in the absence of the President at all meetings of the Regional Council, shall succeed the President in office if he/she cannot complete his/her 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.** In the event the Senior Vice President succeeds the President for the unexpired term (as stated in Article V Section 3), it shall be deemed that a vacancy has occurred for the Office of Senior Vice President. The President shall notify the Regional Council of the vacancy and poll its members for any interested party to fulfill the unexpired term of the Senior Vice President. A list of potential candidates will be put forth to a vote of the Regional Council Board members. The person receiving a 2/3 majority vote shall be deemed the Senior Vice President until the expiration of term or next annual meeting, whichever occurs first.

**Section 5.** The six Vice-Presidents shall be assigned duties and responsibilities by the Executive Board. Included among these duties is Chairperson of the Standing Committee of which they carry portfolio. In the absence or inability of the President and Senior Vice-President, the Executive Board shall request one of the Vice-Presidents to take the Office of President until the next meeting. In the event more than one of the Vice Presidents is interested in serving the unexpired term of the President, the Executive Board shall provide a list of those interested parties and call for a vote of the Executive Board members. The person receiving a 2/3 majority vote shall be deemed the President until the expiration of term or the next annual meeting, whichever occurs first.

**Section 6.** The Secretary shall be responsible for maintaining records of the Regional Council, for the sending of such notices, cards, etc. as may be required and attend to such other business as may belong to his/her office as directed by the officers. The Secretary

shall promptly furnish the Executive Board minutes or reports on meetings held and business transacted.

**Section 7.** The Treasurer shall be the custodian of the funds of the Council. He/She shall collect all monies payable to the Council and shall deposit the same as directed by the Executive Committee. He/She shall disburse funds of the Council upon written approval of the President or as directed by the Executive Board. The Treasurer shall keep the books of accounts of the Council and shall submit a statement of his/her accounts, with the proper vouchers at the regular meetings of the Council. He/She shall render an annual account to the Executive Board prior to the Annual Meeting.

**Section 8.** The President, the Senior Vice President/Board of Governors Representative at Large, the immediate past President, and the Board of Governors Representative at Large shall represent the Mountain Plains Regional Council at the National Board of Governors and carry out such other duties as assigned by the Regional President.

**Section 9.** The officers shall not receive compensation for their services.

## **Article VI**

### **Nominations and Elections**

**Section 1.** Not less than one hundred twenty (120) days prior to the annual conference of the Regional Council held in odd numbered years, the President shall appoint a Nominating Committee having five members representative of the member interests, who shall meet for the purpose of selecting one or more persons from the rolls of active individual members in good standing as nominees for such offices and Executive Board positions.

**Section 2.** Not less than sixty (60) days prior to the annual conference of the Regional Council held in odd numbered years, the Regional Director shall notify members that an election will be held electronically; that results of the election will be announced at that year's annual meeting; 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 thirty-five active members in good standing, and further that the petition is received by the Secretary, who shall certify the petition at least 30 days before the annual meeting.

**Section 3.** Not less than twenty days before the annual conference, Regional Director shall notify each eligible voter electronically of the final nominees selected by the Nominating Committee including any nominees by petition of the membership, and request a vote. Votes must be returned electronically at least 10 days prior to the annual meeting. In the event that an eligible voter can not be reached electronically, the Regional Director will attempt to contact that member via phone, fax or mail with the ballot information and voting instructions.

**Section 4.** Results of the vote will be announced at the annual meeting. The term of office shall be two years and shall commence at the close of the National annual conference. To create representation from each state, it is recommended that the Nominating Committee, when possible, rotate the nominee for Senior Vice President for each term from a different state beginning in 2007. The one (1) Regional Representative at Large to the Board of Governors shall be elected and serve a 4-year term. The Senior Vice President/Regional Representative at Large to the Board of Governors will be elected and serve a 2 year term. All officers and other members of the Executive Board shall serve until their successors have assumed their duly elected and appointed positions.

**Section 5.** Active voting members, as defined in Article III, shall have one vote and shall cast his/her vote electronically as prescribed by the Executive Committee. State Chapter Presidents are responsible for providing an email of record address for each active voting member to the Regional Director not less than thirty days (30) prior to the annual meeting.

**Section 6.** No person shall be eligible for election to office or appointment to the Executive Board who is not an active individual member in good standing of the Association and of the Regional Council.

**Section 7.** If a vacancy occurs in any office of the Regional Council, except as provided in Article V, Sections 2, 3, 4, and 5 it may be filled by the Executive Board for the unexpired term or until the next annual convention of the Regional Council, whichever occurs first.

## **Article VII**

### **Meetings**

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

**Section 2.** Special meetings of 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-fifth of the total active membership. The Regional Director shall give notice of the time and place and order of business of a special meeting not less than ten days prior to the meeting date.

**Section 3.** A quorum must be present at any meeting of the membership at which business is transacted. A quorum is defined as follows: (1) where meetings are conducted in conjunction with the annual conference, a quorum shall consist of 25 percent of those active members in attendance at the conference: (2) where meetings are conducted at times and places other than at the annual conference, a quorum shall be defined as a minimum attendance of fifty active members.

**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 Regional Council.

## **Article VIII**

### **Committees**

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

**Section 2.** Each Standing Committee shall have, to the extent possible, one representative appointed by each State Chapter, selected in a manner determined by each Chapter. Association Standing Committee members shall also be members of the Regional Standing Committees. The Chairperson of each Standing Committee shall be elected by the general membership to serve a term concurrent with the term of the President. . The Chairperson of each Standing Committee shall be a Vice-President of the Regional Council and a member of the Executive Board.

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

**Section 4.** The selection process for the committee membership shall seek to provide a broad representation of all special interests of the membership, including but not limited to, multiple State Representatives, 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 2/3 of those voting cast a vote affirmatively for the amendment or by email ballot affirmatively voted on by a majority of those voting electronically. Each member shall be sent or e-mailed a copy of the proposed amendments with a clarification of whether the vote will be done electronically or whether the vote will be at a physical meeting. In the event that the vote is to be conducted at a physical meeting the Regional Director will provide notice to each member not less than thirty days 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 Board of Governors for the Association and are subject to revocation by the Board of Governors of the Association for due cause.

**By- Laws Amended June, 2009**

**By-Laws Proposed Amendments 03-27-11**

**By-Laws Proposed Amendments 01-17-13**

**By-Laws Proposed Amendments 03-01-13**