



**Michigan Chapter of NAHRO
By-Laws**

ARTICLE I

Name and Jurisdiction

Section 1. The name of this organization shall be Michigan Chapter of the National Association of Housing and Redevelopment Officials (MINAHRO or Chapter).

Section 2. The Chapter shall operate within the geographic boundaries of the State of Michigan, USA, 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 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 purpose 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 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 conditions and collaborative efforts to accomplish NAHRO's mission;
- (8) To continuously strengthen the Chapter's internal management and operations 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. Membership Classes

- a. *Active Organization.* Upon payment of such dues as may be established by the Chapter as hereinafter provided, any public agency, department, or organization having to do primarily with housing, community development or redevelopment, housing rehabilitation or conservation, codes, and related community programs which is located within the Chapter's geographical area shall be eligible for active organizational membership in the Chapter. 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. One of these associates shall be designated the primary organizational contact. Every associate of an active agency member shall be eligible to hold any office in the Chapter. Any active organization that has been a member or has renewed its membership less than 45 days prior to the annual meeting of the Chapter shall not be issued ballots for that period.
- b. *Affiliate Organization.* Upon payment of such dues as may be established by MINAHRO as hereinafter provided, any agency, corporation, company, or other organization interested in the purposes and activities of MINAHRO shall be eligible for affiliate organizational membership, including designation of associates. All of the associates of a member affiliate organization shall have all the rights of active organization members unless there exists a possible conflict of interest, as determined by the Executive Board. Any affiliate organization that has been a member or has renewed its membership less than 45 days prior to the annual meeting of the Chapter shall not be issued ballots for that period.
- c. *Allied Individual Members.* Upon payment of such dues as may be established by MINAHRO as hereinafter provided, any individual who is not affiliated with an agency or organization eligible for active or affiliate organizational membership shall be eligible for allied individual membership. This category would include such individuals as students; those who are retired or unemployed; those employed by academic institutions, the military, or an international organization; and lifetime and honorary members. All allied individual members shall have all the rights of active organization members unless there exists a possible conflict of interest, as determined by the Executive Board. Any allied individual member who has been a member or has renewed his/her membership less than 45 days prior to the annual meeting of the Chapter shall not be issued a ballot for that period.

Section 2. Membership dues shall be established by the Executive Board. Payment of established dues shall entitle members to all the rights and privileges of their membership class:

- (a) Renewal of membership, and payment of dues, shall occur annually.
- (b) To be an active member, dues must not be outstanding more than four (4) months past the renewal date.
- (c) The names of members whose dues are more than four (4) months past due shall be dropped from the MINAHRO roll. These organizations and individuals will forfeit all rights and privileges outlined in the bylaws. Such membership rights and privileges shall be reinstated the first business day of

the week following receipt of the renewal application and payment of annual dues.

Section 3. Conference registration fees shall be set by the Executive Board.

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 officers of the Chapter, ten additional at-large members who shall be generally representative of the program in terms of geographic consideration, professional and special interests of the Chapter members; the three immediate past presidents of the Chapter who continue to reside within the geographic boundaries of the Chapter and who are still active in the field; the chairpersons of the five standing committees and the chair person of any other committee created by the President and/or Executive Board. The Executive Board shall have the right to appoint Chapter Advisors and to employ staff. The Regional President shall be an *ex-officio* member of the Executive Board without a vote and may not be counted for purposes of determining a quorum.

The **three (3)** immediate past Presidents of the ~~Michigan~~ Chapter, **as specified above** will be *ex-officio* members of the Executive Board.. The immediate past Presidents shall be notified of all board meetings. As an *ex-officio* member, the immediate past Presidents shall not have a board vote nor be included in the purpose of determining a board *quorum*.

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 the two Chapter representatives at-large to the North Central Regional Council of NAHRO (NCRC/NAHRO) Executive Board who shall serve staggered terms of four 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 Meeting of the Chapter. Notice of a regular meeting shall be provided to each Board member not less than 30 days before the meeting date.

The President may call a Special Meeting of the Executive Board at any time. The Secretary, upon written request of at least one fourth of the voting members of the Executive Board, may call a Special Meeting. The Notice of Special Meeting shall specify the time and place of the meeting and the business to be conducted.

Any meeting of the Executive Board may be held via electronic mail (e-mail) or through teleconferencing. The Chapter shall permit the casting of votes electronically when an Executive Board Meeting is convened by the President. The Secretary shall prepare a written record (minutes) of the meeting including issues, participants and votes cast, if required. Any Board Member may attend a Board meeting through electronic means. A Board Member is considered present when attending a meeting electronically.

Section 5. At any meeting of the Executive Board a majority of the members of the Executive Board entitled to vote shall be present to establish a *quorum* for the conduct of 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 President, the Senior Vice-President is to automatically succeed to the office of President 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 Regional 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 appointment of the President of the Board.

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.

Section 8. Any member who fails to attend three consecutive Executive Board meetings shall be subject to removal by the Board if the absence has not been excused by the President before the meeting.

ARTICLE V

Officers: Names, Duties

Section 1. The officers of the Chapter shall be a President, Senior Vice President, Vice President of the Southeastern Area which includes the counties of Lenawee, Washtenaw, Livingston, Shiawassee, Saginaw, Midland, Bay and all counties to the east; Vice President of the Southwestern Area including the counties of Oceana, Newaygo, Mecosta, Isabella and all counties to the south; Vice President of the Northern Area including all counties in the Northern half of the Mason, Lake, Osceola, Clare, Gladwin, Arenac and counties to the North; Vice President of the Upper Peninsula including all counties in the upper Peninsula; Secretary and Treasurer (who shall be current Associates or Allied Individual Members in good standing of the Association and 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 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 Chapter Meetings, shall succeed the President in the office until the next scheduled election should the President be unable to fulfill his/her term, and perform such other duties as may from time to time be assigned by the President or the Executive Board.

Section 4. If the President and Senior Vice President are absent from any meeting, the Vice-President of the area in which the meeting is being held will preside over the meeting. If the Senior Vice President is unable to perform the duties of the President, the Executive Board shall

appoint one (1) of the four (4) Vice Presidents to serve as President until the next scheduled election.

Section 5. The Secretary shall be responsible for the recording and distribution of minutes of meetings of the Executive Board and of the Chapter membership, the maintaining of records, 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 records and accounts of the Chapter, provision of periodic reports on finances to the Executive Board and to the membership at the Annual Conference, and performing such other duties as may be assigned by the President or the Executive Board.

ARTICLE VI

Nominations and Elections

Section 1. No less than ninety (90) days prior to the annual meeting of the Chapter, held in odd numbered years, the President, with the approval of the Executive Board shall appoint a nominating committee having not less than five (5) members, representation of the member's interest that shall meet for the purpose of selecting one or more persons from the roll of active (Associates and Allied Individual) members who are in good standing (all appropriate dues have been paid and the member(s) is/are still active in the field) with both Michigan and National NAHRO as nominees for each office and Executive Board position.

The current elected Senior Vice President's name shall automatically appear on the ballot for the position of president, assuming current eligibility and desire to serve.

Not less than forty-five (45) days before the annual meeting, the Secretary shall notify each eligible voter of the nominees selected by the nominating committee for the up coming election and that nominations may be made by the Membership.

The notice shall include, but is not limited to the following: Persons making or accepting a nomination must be active in the field and in good standing in both Michigan and National NAHRO; accepting person must do so in writing; location where nominations will be received; deadline for submission; self nominations are accepted; and a description of positions vacant and number of vacancies in each category.

Nominations shall be received by the Secretary or as stated in the notice, at least 20 days before the annual meeting to allow time for certification and ballot preparation.

The Nominating Committee shall notify each active member of the candidates for office(s) at least fifteen (15) days prior to the annual meeting.

The Executive Board will determine and announce the voting process, to include procedures for electronic voting. The Nominating Committee shall be responsible for ballot preparation and supervision of the election process.

Section 2. The election of officers shall be held at the annual meeting of the Chapter held in odd numbered years. The term of office for all officers shall be two years commencing on October 1 following their election or at the conclusion of the Annual Convention of NAHRO held in odd numbered years, which ever is earlier. The President and the Vice President may not succeed themselves in the same office for successive terms. However, should these officers assume office for less than a full term, they may be considered for re-election for an additional full term at the next regular election. The Secretary and Treasurer may succeed themselves in the same office and may be considered for re-election for an additional two successive full terms (six years maximum). Regional Vice Presidents may serve two successive terms. An officer may serve in the same position if at least 2 years have passed since the expiration of the prior term of service.

All Officers and Executive Board members shall serve until their successors have assumed their duly elected positions.

Board members elected at large shall serve a four-year term commencing on October 1 following their election, or at the conclusion of the annual convention of NAHRO held in odd numbered

years, which ever is earlier. At large Board members may serve two consecutive 4 year terms. An at large Board member may serve in the same position if at least 4 years have passed since the expiration of the prior term of service.

Section 3. Each active Associate and Allied member shall have one vote. Casting of ballots may be done electronically, by paper ballot and/or by other means as determined appropriate by vote and approval of the Executive Board. The person receiving the largest number of votes for the respective position shall be deemed elected; the election announcement to take place at the annual meeting on the last day of the conference as called by the President. In the event of a tie the Nominating Committee will determine how to break said tie.

ARTICLE VII

General Membership Meetings

Section 1. There shall be at least two meetings of the general membership per year, one being an annual meeting, at a time and place designated by the Executive Board. Reasonable notice of all general membership meetings shall be given to all members 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 fifth of the total active general membership. The Secretary shall give notice of the time and place of a special meeting not less than fourteen (14) days prior to the meeting date.

Section 3. A *quorum* must be present at any meeting of the general membership at which business is transacted. Twenty (20) current 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 any other duly constituted committees of the Chapter.

ARTICLE VIII

Committees

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

Committee members and chairpersons may not serve more than three consecutive terms on the same committee.

The Housing and Community Revitalization/Development Committees shall generally address the programmatic areas of their respective functions, and shall recommend actions to the Chapter Executive Board regarding, but not limited to, program dollars, legislation, regulations, administration at federal, state, and local levels and the effective representation of the membership's interests therein.

The Members Services Committee shall serve the general and special interests of the members which cut across program and professional lines; represent the special interests of special groups within the membership, and shall work to coordinate supportive products and services rendered by the Chapter such as conferences, workshops, seminars, publications, representation and such related matters.

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 the members engaged in such job responsibilities.

The Commissioners Committee shall serve to broaden the constituency supporting the goals and objectives of the Association; support programs to expand the skills of the Commissioners to effectively discharge their responsibilities, work with staff, leadership and membership at all levels of the Association in fulfillment of these purposes.

Section 2. Each standing committee shall have a Chairperson appointed by the President with the Executive Board's approval, which person shall be an *ex-officio* voting member of the Executive Board. Provided, however, the Chairpersons shall not be counted for purposes of determining a quorum. He/She shall also be the Chapter representative on the corresponding Standing Committee at the North Central Regional Council of NAHRO level and shall act as communications mechanism to and from both levels.

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

Section 4. The selection process for committee membership shall seek to provide a broad representation of all special interests of the membership. Elected or appointed Board and Committee Members shall be current Associates or Allied Individual Members in good standing of the Association and Chapter. (this section amended 4/13/07)

Section 5. Resolutions passed by the standing committee on issues having implications on the federal and national NAHRO level shall be first taken before the Chapter Executive Board and shall then be taken by the standing committee chairpersons to the corresponding NCRC/NAHRO STANDING Committee for its determination and possible consideration by the NCRC/NAHRO Executive Board prior to being submitted to the national level.

ARTICLE IX

Amendments

Section 1. These by-laws may be amended at a regular meeting of the general membership, provided a *quorum* (20) is present and two-thirds vote affirmatively for the amendment. Each Associate and Allied Individual member shall be sent a copy of the proposed amendments with a notice of the meeting at which the amendments are to be considered. The Secretary shall send the meeting notice to each member not less than thirty (30) days prior to the meeting date.

ARTICLE X

Effective Date, Approval and Revocation

Section 1. These by-laws and amendments thereto shall become effective on approval by the Executive Board of the North Central Regional Council of NAHRO and the Board of Governors of the Association, and are subject to revocation by the Executive Board of the NCRC/NAHRO and Board of Governors of the Association for due cause.

ARTICLE XI

Dissolution and Purpose Limitation Clauses

Dissolution Clause

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Purpose Limitation Clause

The Organization is organized exclusively for charitable, religious, and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501c3 of the Internal Revenue Code, or corresponding section of any future federal tax code.

Adopted by MINAHRO September 12, 2003, Battle Creek, MI.

Article IV amendments 9.16.2011

Amendments 12.2019

Article XI amendments 12.17.2021