

BY-LAWS

PUEBLO OF ACOMA HOUSING AUTHORITY

Pursuant to the Tribal Ordinance ("Ordinance"; amended and adopted by Resolution No. TC-JUL-31-96-2), of the Pueblo of Acoma, creating the Pueblo of Acoma Housing Authority ("Authority") as a public body of Acoma Pueblo in New Mexico and, Pursuant to Article V.3 (t), exercising the power to adopt By-Laws, the Board of Commissioners adopted the following By-Laws:

ARTICLE I

PURPOSE

Pursuant to Article II of the Ordinance, the purpose of the Pueblo of Acoma Housing Authority is to:

1. Remedy unsafe and unsanitary housing conditions that are a threat to the public health and safety;
2. Provide affordable, decent, safe and sanitary housing for low income families;
3. Provide employment opportunities in construction, renovation, improvement, extension, alteration or repair of housing units.

ARTICLE II

OFFICE AND AGENT

The Authority shall maintain an agent whose office is within the Pueblo of Acoma Land Grant or as the Board of Commissioners may determine. The Executive Director of the Authority is authorized to serve as such agent. The office or offices of the Authority shall be at such places as the Board of Commissioners may designate by resolution.

ARTICLE III

MEMBERSHIP OF THE BOARD OF THE COMMISSIONERS

1. General Powers

Pursuant to Article IV 1 (a) (1) of the Ordinance, the affairs of the Authority are managed by the Board of Commissioners

2. Number

The Board of Commissioners shall consist of five (5) active members. One Tribal Council member and one Tribal Administration member shall serve as ex-officio members (Resolution No. TC-JUL- 31-96-2)

3. Membership Qualifications

A Commissioner may be an Acoma Pueblo member or non-member. No person may be barred from serving as a Commissioner because he or she is a tenant or homebuyer in an Authority housing project. However, no person may serve as a Commissioner or continue to serve as a Commissioner when there is a conflict of interest by means of owing substantial amount of money to the Authority as an obligation under any program of the Authority. A Commissioner may fully participate in all meetings concerning matters that may affect all tenant or homebuyers, although such matters affect the individual Commissioner as well. However, no such Commissioner may participate in or be present at any meeting (except as an individual tenant or homebuyer), or be counted or treated as a member of the Board for any matter involving his or her individual rights, obligations, or status as a tenant or homebuyer.

4. Term of Office

Pursuant to Article IV.1 (b) of the Ordinance, Commissioners shall serve four-year staggered terms. Commissioners shall either commence their term of office following that of the immediate incumbent or serve during the unexpired term of such immediate incumbent, as circumstances require.

With the initial appointments in such years commencing on the 1st day of October, and expiring on the 30th of September, the initial years of appointments are as follows:

Commissioner No. 1:	term expires September 30, 1997
Commissioner No. 2:	term expires September 30, 1998
Commissioner No. 3:	term expires September 30, 1999
Commissioner No. 4:	term expires September 30, 2000
Commissioner No. 5:	term expires September 30, 2000

5. Procedure For Appointment

By Tribal Council Resolution, the Acoma Pueblo Tribal Council shall appoint a new Commissioner and submit the Resolution as evidence of that appointment to the Board. Thereupon the Board shall acknowledge the resolution as conclusive evidence of the Commissioner's appointment, seat that person as a member of the Board of Commissioners, and duly record the appointment in the Minutes of the Board. Where the term of an individual Commissioner has expired, he or she shall continue to hold office, vote, and serve as a Commissioner *until* such time as his or her successor has been appointed and has qualified, as provided in this section.

Board of Commissioners may recommend, by Resolution, individuals to serve on the Board to the Pueblo of Acoma Tribal Council or their consideration.

6. Notification of Membership

The Secretary of the Board of Commissioners, or the Executive Director upon instruction, shall inform the U.S. Department of Housing and Urban Development of the appointment, removal, resignation, or succession of Board of Commissioner members.

7. Resignation

The resignation of any Commissioner shall be in writing and filed with the Board of Commissioners. Thereupon, the Board shall acknowledge the resignation, reference in the Board of Commissioner's Meeting Minutes, and notify the Acoma Pueblo Tribal Council to appoint a successor to serve the remaining term. Resignations are effective upon acceptance by the Board of Commissioners.

8. Inactive Status

Any Commissioner who has been absent from three consecutive Board Meetings without excuse shall be determined inactive and automatically removed, *unless* a majority vote of the Board of Commissioners determines otherwise.

9. Procedure Upon Removal

Pursuant to Article IV (d) of the Ordinance, a commissioner can be removed for inefficiency, neglect of duty or misconduct. Upon removal of any Commissioner by the Pueblo of Acoma Tribal Council by resolution, the Tribal Secretary shall certify the removal and submit a copy of the Resolution of Removal. Upon the filing and determination of removal proceedings under the Ordinance, the Board of Commissioners shall acknowledge the resolution, remove that person, and record the action in the Board of Commissioners Meeting Minutes.

ARTICLE IV

OFFICERS AND EMPLOYEES

1. Offices and Officers

The Board of Commissioners officers shall be the Chairman, Vice-Chairman, Secretary, and Treasurer. The Board will designate and elect other officers as it may deem necessary. The Board shall elect its officers and any Commissioner may hold two (2) of any such positions.

2. Election and Term of Office

The Officers shall be elected by the Board of Commissioners at the Annual Meeting. If the elections are not held at the annual meeting, elections shall be held as soon as possible. Vacancies may be filled, or new offices created and filled, at any meeting of the Board of Commissioners. Each officer shall hold office until his or her successor is deemed qualified and elected. The term of office shall be one (1) year, commencing at the end of the meeting at which officers were elected. The office shall become vacant upon resignation or removal of a Board of Commissioner member.

3. Vacancies

Upon a vacancy of any office, the Board of Commissioners shall elect a successor from its membership at the next regular meeting and the term shall be the unexpired term, pending the next annual election of officers.

4. Chairman

The Chairman shall preside at all Board of Commissioners meetings and shall perform duties as authorized by the Board. The Chairman shall be the principal officer of the Authority and shall execute and sign, with the Executive Director, Secretary, or any other proper officer of the corporation authorized by the Board of Commissioners, any deeds, mortgages, bonds, contracts, or other instruments which are authorized by law or which the Board of Commissioners has authorized to be executed. The Chairman shall submit recommendations and information to the Board of Commissioners concerning business affairs and policies of the Authority.

5. Vice Chairman

In the absence of the Chairman, or in the event of his or her inability or refusal to act, the Vice Chairman shall perform the duties of the Chairman and have power and be subject to all the restrictions of the Chairman. The Vice-Chairman shall also perform other duties as may be assigned by the Chairman or Board of Commissioners.

6. Secretary

The Secretary shall keep the Minutes of the Board of Commissioner's meetings; assure that all notices are provided in accordance with these By-Laws or as required by law; be custodian of the records and of the seal of the Authority and affix the seal to documents as required or authorized; keep a register of the name and address of each Commissioner; and perform all general duties incidental to the Office of the Secretary and other such duties as may be assigned by the Chairman or Board of Commissioners. The Secretary may seek assistance of the Executive Director and may utilize resources and staff to carry out the duties. All documents shall be maintained at the Authority central office.

7. Treasurer

The Treasurer is responsible for all funds and securities of the Authority; receive and give receipts for monies due and payable to the Authority; deposit all funds in the name of the Authority in such banks, trust companies, or other depositories as shall be selected in accordance with these By-Laws or other program requirements; and, perform all general duties assigned by the Chairman or Board of Commissioners. It is required by the Board of Commissioners, the Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Board of Commissioners shall determine. The Treasurer may see the assistance of the Executive Director and may utilize Authority resources and staff. The books and records of the Authority's finances shall be kept at the Authority central office.

8. Executive Director

The Board of Commissioners shall appoint an Executive Director. The Executive Director will be responsible to administer the Authority; direct, manage and discipline staff; manage housing projects; and perform all duties as assigned by the chairman or Board of Commissioners.

9. Authority Staff

The Authority may employ personnel as it deems necessary to carry out the functions and operations of the Authority prescribed by law and Ordinance. Upon recommendations of the Executive Director, the Board shall create positions, fix the rate and terms of compensation, approve descriptions of powers and duties, and provide guidance as to the function of the position. Authority staff will be supervised by the Executive Director.

ARTICLE V

MEETINGS

1. Kinds of Meetings

The Board of Commissioners Chairman, or as otherwise provided, conduct meetings to conduct business of the Authority. Meetings include an annual meeting, regular monthly meetings, special meetings, emergency meetings, telephone conference meetings or poll of Commissioners, and other meetings or modes of transaction of business as reasonably necessary to conduct Authority business.

2. Annual Meeting

The Board shall conduct an annual meeting to elect officers, receive an Authority Annual Report, and to transact such other business. The annual meeting shall be conducted in October of each year at a date, time and place to be determined by the Board of Commissioners.

3. Regular Monthly Meeting

The Board of Commissioners shall conduct a regular meeting each month, to be held on the 2nd Tuesday of each month commencing at the hour of 6:30 p.m.. These By-Laws shall constitute notice of such meetings, which may transact whatever business as may be required at the time the meeting is held. The meetings shall normally be held at the central office of the Authority, but the Chairman may designate other locations, dates or times for the monthly meeting upon notice to members of not less than three (3) days prior to the date of the meeting.

4. Special Meetings

The Board of Commissioners Chairman may call a Special Meeting upon receiving a written request of at least three (3) Commissioners. The meeting notice shall be in writing and include an agenda. The chairman may call an Executive Meeting to include the officers only; Officers may be contacted by telephone. The Chairman must make a record of the time, date and telephone notice to each Commissioner at respective work or home phone number.

5. Emergency Meetings

Upon receiving knowledge that an emergency meeting of the Board of Commissioners is necessary to meet a deadline, approve a matter of great importance, or attend to some other matter, the Board of Commissioner Chairman may call an Emergency Meeting for the purpose of conducting business. Emergency meeting notice shall be given not less than twenty-four (24) hours in advance of the meeting and provided by telephone. The date, time, and means of contact must be recorded, including attempts to provide reasonable notice of the meeting and purpose to each Commissioner at his or her telephone number or address.

6. Telephone Conference Calls and Polls

If a quorum is not present, the Board of Commissioners may conduct business by telephone conference, a telephone poll of members for a specific purpose, or a written poll using a written ballot. However, language of the proposition or proposed resolution or action of the Board must be reduced to writing prior to the conference call or poll, and the same must be kept with a record of the date, time, circumstances, action, or poll of members, Board action

shall be recorded in Minutes to be reviewed and approved at the next Board of Commissioners Meeting.

7. Quorum

A quorum shall be three (3) members. If a quorum is not present, the presiding officer shall adjourn the meeting without further action.

8. Vote for Action

Any action or resolution of the Board of Commissioners shall require the affirmative vote of a majority of the full Board, notwithstanding the existence of any vacancies.

9. Manner of Voting

The vote of the Board upon any resolution or action may be by voice vote, roll call vote, written ballot, or otherwise. With the exception of secret ballot voting, the affirmative vote, negative vote, or abstention of each commissioner shall be recorded.

10. Order of Business

The Order of Business shall be:

- a. Call to Order
- b. Invocation
- c. Roll Call
- d. Adopt meeting Agenda
- e. Read and Approve Minutes
- f. Announcements
- g. Executive Directors' Report
- h. Old Business
- i. New Business
- j. Schedule Next Meeting
- k. Adjourn

11. Rules of Procedure

Meetings shall be governed by Robert's Rules of Order

ARTICLE VI

COMMITTEES

By resolution, the Board of Commissioners may establish committees for special purposes, review program operations, conduct studies, or advise the Board of Commissioners on proposed actions. The number of members shall be cited in the Resolution. The Chairman shall appoint members, subject to the approval of the Board.

Each committee shall operate under guidelines provided by the Board, but no action binding the Authority may be made by a committee without an affirmative vote of the full Board, as provided in Article V. Section 9 of these By-Laws.

ARTICLE VII

FISCAL YEAR

The fiscal year shall begin on the first day of October and end on the last day of September in each year.

ARTICLE VIII

REPORTS

Pursuant to Article VII of the Ordinance, the Executive Director shall prepare an annual report and proposed activities for the next year. The report period shall be twelve (12) months ending September 30. The annual report shall be reviewed and adopted by the Board of Commissioners, signed by the chairman, and copies shared with the Pueblo of Acoma Tribal Council. The report shall consist of:

1. Program activities and project developments
2. Financial condition of the Authority
3. Condition of properties and assets
4. Number of housing units and vacancies
5. Significant problems and accomplishments
6. Future plans
7. Other information the Authority may deem pertinent

The Board may require the Executive Director, established Committees, or Authority staff to submit other reports as it may deem necessary and useful, provide reasonable notice and ample time to prepare.

ARTICLE IX

CONTRACTS, CHECKS, DEPOSITS AND FUNDS

1. Contracts

The Board of Commissioners may authorize any officer or officers, agent or agents, Executive Director, or any other proper person in addition to the officers so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name

of and behalf of the Authority, and such authority may be general or confined to specific instance.

2. Checks, drafts and negotiable instruments

All checks, drafts or other orders for the payment of money, notes or other evidences or indebtedness issued in the name of the Authority shall be signed by such officer or officers, agent or agents, or Executive Director in such manner as shall be determined by resolution of the Board of Commissioners.

3. Bank Accounts

The Board of Commissioners may select banking institutions for the purpose of maintaining necessary accounts for the Authority. Bank accounts will be opened by the officers and the Executive Director of the Authority upon Board approval and those officers and Executive Director are authorized to withdraw funds from the accounts so established at any time.

ARTICLE X

BOOKS AND RECORDS

The Authority shall keep correct and complete books of records and accounts and minutes of the proceedings of its Board of Commissioners, and shall keep at the principal office a record giving the name, address and telephone number of all commissioners and officers of the Authority.

ARTICLE XI

SEAL

The Seal of the Authority shall be in the form of a circle and shall bear the name of the Authority and year of organization established.

ARTICLE XII

AMENDMENTS TO BY-LAWS

These By-Laws may be amended or repealed and new By-Laws may be adopted by a majority of the commissioners pursuant to Article V, Section 9 of these By-Laws at any regular meeting or special meeting. At least five (5) days written notice to amend these By-Laws must be provided.