

## **ARTICLE I NAME, LOCATION AND PURPOSE**

1.1. **Name.** The name of the organization shall be the Vista Del Mar Commons (VDMC) Resident Advisory Council (the Council). It shall be composed of the residents and a duly elected Resident Council Board (the Board). The resident addresses included in the VDMC Resident Advisory Council jurisdiction include:

- 137 S Palm St
- 66 S Ventura Ave
- 148 S Palm St

The Council is established under 24CFR Part 964 as amended.

1.2. **Principal Office.** The principal office of the Council is 137 S Palm St.

1.3. **Purpose.** **The purpose of the Resident Council is to:** improve the quality of life and resident satisfaction and participate in self-help initiatives to enable residents to create a positive living environment for families living in public housing. Resident councils may actively participate through a working partnership with the HACSB to advise and assist in all aspects of public housing operations.

## **ARTICLE II MEMBERSHIP**

2.1 **Membership Qualifications.** Membership in the Council shall be open to residents of VDMC (*all properties that fall within the jurisdiction of the entity set forth in 1.1 above*) who meet the following qualifications:

- Must be resident of the of one of the above stated properties
- Must be 18 years of age or older whose name appears on the HACSB lease

2.2 **Termination of Membership.** Membership in the Council will automatically terminate for any of the following reasons:

- (a) Receipt by the Board of the written resignation of a member.
- (b) The death of a member.
- (c) The member no longer resides or is no longer included in the lease of one of the above stated properties.

2.3 **Rights of Members.** Current residents of HACSB, shall be eligible to vote in all regularly scheduled Board elections and have the other rights as granted to the membership as set forth in these By-laws.

2.4 **Non-Transfer of Membership.** Membership in the Council and rights granted to members are not assignable or transferable.

### **ARTICLE III MEMBERSHIP MEETINGS**

- 3.1 **Place of Meetings.** Meetings of the membership shall be held at the principal office or at such other suitable place convenient to the membership as may be designated by the Board.
- 3.2 **Regular Meetings.** Regular VDMC RAC meetings shall be held the third Wednesday of each month.
- 3.3 **Special and Emergency Meetings.** Special or Emergency meetings may be called at any time by the Board.
- 3.4 **Notice of Meetings.** It shall be the duty of the Secretary to post and/or distribute notices of each regular, special or emergency meeting-stating the purpose as well as the time and place where it is to be held, to each member at least two (2) but not more than ten (10) days prior to such meeting.
- 3.5 **Quorum.** At least fifty-one percent (51%) of the members of the Board shall be required for and shall constitute a quorum for the transaction of business at all meetings of members. If the number of members at a meeting drops below the quorum and the question of a lack of a quorum is raised, the members present may continue to transact business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum.
- 3.6 **Adjourned Meetings.** If any meeting of the members cannot be organized because a quorum has not attended, the members who are present may, adjourn the meeting to a time not more than seven (7) days from the time the original meeting was called, at which subsequent meeting the quorum requirement shall be five per cent (5%).
- 3.7 **Voting.** At every general membership meeting, members in good standing shall have the right to vote. Each member of the Council is entitled to one vote on each matter submitted to a vote of members except for the election of Officers. The vote of the majority of those present shall decide any question brought before such meeting, unless the question is one upon which by express provision of law or of these By-laws, a different vote is required, in which case such express provision shall govern and control.
- 3.8 **Order of Business.** The order of business at all regularly scheduled meetings of the regular members shall be as follows:
- a.) Meeting Call to Order
  - b.) Reading/adoption of minutes from preceding meeting
  - c.) Reports of Officers
  - d.) Reports of committees
  - e.) Unfinished business
  - f.) New business

g.) Public Comment

h.) Adjournment

In the case of a special meeting, items shall be applicable and thereafter the agenda shall consist of the items specified in the notice of meeting

#### **ARTICLE IV DUTIES AND RESPONSIBILITIES OF RESIDENT COUNCIL**

**4.1 Duties and Responsibilities:** Members (resident) of the Resident Council shall:

- (a.) Elect the Board members.
- (b.) Vote on these By-laws and any amendments.
- (c.) Contribute to the development of overall policy of the Resident Council through resolutions and motions on activities.
- (d.) Receive reports from the Board and committees, and minutes of Resident Council meetings.
- (e.) Receive monthly Treasurer's report.

#### **ARTICLE V DUTIES AND RESPONSIBILITIES OF RESIDENT COUNCIL BOARD MEMBERS**

**5.1 Duties and Responsibilities:** The Board shall:

- (a.) Manage the affairs of the Resident Advisory Council.
- (b.) Develop and recommend policy and programs for the Resident Advisory Council.
- (c.) Coordinate the work of various committees of the Resident Advisory Council.
- (d.) Report its activities at each meeting of the Resident Advisory Council
- (e.) Represent the Resident Council in meetings with HACSB management
- (f.) Seek approval from the membership for all expenses exceeding one-hundred and fifty dollars (\$150) per transaction or multiple purchases within the same business day.

**5.2 Board Composition, Elections and Qualifications** The Board shall consist of a minimum of five (5) and no more than seven (7) members duly elected by residents of the (*all properties that fall within the jurisdiction of the entity set forth in 1.1 above*). Each Board member shall be a resident of (*all properties that fall within the jurisdiction of the entity set forth in 1.1 above*) who is the

designated head of household or eighteen years of age or older, and whose name appears on the lease.

Election of members to the Resident Council Board shall be held every three (3) years by the Resident Council in accordance with 24CFR Part 964 as amended and HACSB Uniform Elections Guidelines.

**5.3 Term of office.** The term of each Board member shall be three (3) years.

**5.4 Resignation.** Board members may resign by delivering a written resignation to the President, Treasurer or Secretary of the Council Board. Such resignation shall be effective upon receipt unless it is specified to be effective at some other time or upon the happening of some other event, and acceptance thereof shall not be necessary to make it effective unless it so states.

**5.5 Removal for Cause.**

- (a.) A Board member who is absent for three (3) consecutive meetings without excuse shall automatically be removed, unless a majority vote of the Board decides otherwise.
- (b.) A member of the Board may be removed for good cause by a 2/3 vote of all members present at a duly constituted Resident Council meeting. The member being removed shall be entitled to a written notice stating the grounds for removal at least five (5) days in advance of the meeting and shall have the opportunity to be heard before the Resident Council.
- (c.) Noncompliance with the HACSB lease is cause for immediate removal from the Resident Council Board

The Board shall by resolution prescribe grounds for removal which shall include, at a minimum, removal if that Board member:

- (i) has been judicially declared of unsound mind
- (ii) has been physically unable to carry out the duties and responsibilities of being a Board member
- (iii) refuses to exercise the duties required of his or her office or as a Board member
- (iv) has been convicted of a crime involving dishonesty or a felony or conduct derogatory to the best interests of the board
- (v) has missed three (3) consecutive meetings without just cause and failed to notify the Board within two (2) business days before such meeting;
- (vi) has violated the rules and regulations of HACSB and/or the US Department of Housing and Urban Development

- (vii) takes Board business to anyone outside of the Board unless designated by the Board
- (viii) if within sixty (60) days after notice of his or her election, the Board member does not accept such position either in writing or by attending a meeting of the Board and fulfilling such other requirements of qualification as these By-laws.

Prior to removal, the Board member shall be entitled to a hearing. The hearing for removal of a Board member shall be as follows

- (a) The Board shall convene to hear the complaint filed against the Board member that is to be removed.
- (b) A complaint filed against a Board member must be in writing and submitted to the accused Board member and the remainder of the members of the Board.
- (c) The accused Board member must file a response to the complaint within ten (10) days after receipt of the complaint.
- (d) If no response is filed within the allowable time period, a recommendation of removal will be made by the Board.
- (e) The accused Board member may be represented by an advocate at the hearing.
- (f) The Board must render its decision in writing within forty-eight (48) hours after the close of the proceedings.

**5.6 Vacancies.** Vacancies that exist or occur on the Board may be filled:

- (a) By a Special election at the next regular membership meeting after the vacancy occurs, or at a special meeting called for that purpose, provided that all members receive at least five (5) days written notice that an election will be held to fill a vacancy.
- (b) In the case of special elections, all nominations shall be made from the floor.
- (c) In the case of a vacancy of the President, the Vice- President shall assume the President's duties until an election is held to fill the vacancy on the Board. If any officer is elected to the Presidency, another vote shall be taken to fill the new vacancy.

**ARTICLE VI RESIDENT COUNCIL BOARD OFFICERS**

**6.1 Officers.** The Officers of the Resident Council shall consist of a President, a Vice President, a Treasurer, a Secretary, and a Sergeant-At-Arms.

**6.2 Duties of Officers.** Each officer shall, subject to these By-laws, have, in addition to the duties herein set forth, such duties as are commonly incident to his/her office and such duties as the Board shall from time to time designate.

- 6.3 Election of Officers.** The President, Vice President, Secretary, Treasurer and Sergeant-At-Arms shall be members of the Board and shall be elected by the Board members.
- 6.4 Term of Office.** The term of office for the President, Vice President, Treasurer, Secretary, and Sergeant-At-Arms shall be for three (3) years. No Officer shall serve more than two (2) consecutive terms in office.
- 6.5 President.** The President shall be responsible for:
- (a.) Day-to-day operations of the Board’s business and represent the Board to HACSB management and other outside entities and groups.
  - (b.) Calling, presiding over, conducting, and adjourning Board and membership meetings.
  - (c.) Appointing Chairpersons of standing and temporary committees.
  - (d.) Represent-the Resident Advisory Council, as a member of the Citywide Resident Advisory Board (CWRAB).
- 6.6 Vice-President.** The Vice-President shall:
- (a.) Assist the President in carrying out his/her duties.
  - (b.) Perform the presidential duties when the President is absent.
  - (c.) Assume the presidential duties until the next election, should the President become incapacitated, resigns, moves or dies.
  - (d.) Conduct follow-up with residents to ensure attendance at membership and committee meetings.
  - (e.) Serve as the Resident Advisory Board (RAB) Alternate in the absence, incapacity, or the unwillingness of the President to serve on the CWRAB.
- 6.7 Treasurer.** The Treasurer shall:
- (a.) Collect all monies payable to the organization.
  - (b.) Maintain custody of funds, checkbook and makes disbursements as approved by the Board.
  - (c.) Maintain financial records, bank accounts and enters in detail all receipts and disbursements.

- (d.) Maintain financial records that are updated and open for inspection by the membership and audited on an annual basis
- (e.) Make report of all account balances at Board meetings.

**6.8 Secretary.** The Secretary shall:

- (a.) Maintain and be the custodian of all Board documents and correspondence.
- (b.) Record minutes of all Board and membership meetings and distributes them to all attending the meetings.
- (c.) Maintain and be the custodian of the Bylaws and make them available for inspection by members.
- (d.) Be responsible for maintaining records of furniture and equipment provided to the council by HACSB.

**6.9 Sergeant-At-Arms.** The Sergeant-At-Arms shall be:

- a. Responsible for meetings and functions ensuring they are conducted in a timely, orderly and procedural manner.
- b. Custodian of a copy of Robert's Rules of Order and become familiar with its contents so that he/she can site the proper meeting procedure(s) in question to the Board.
- c. Responsible for arranging and coordinating the seating, tables, equipment, food and refreshments for Board and membership meetings and social/educational activities.

**6.10 Removal:** The Board may remove any Officer with or without cause by a vote of a majority of Board members then in office; provided that notice and opportunity to be heard by the Board is given to the Officer prior to action.

**6.11 Vacancies:** Any vacancy in any office may be filled for the expired portion of the term by the Board. A successor Officer so elected shall hold office until his or her successor is elected and qualified or he or she is removed or becomes disqualified.

**6.12 Resignation:** An Officer may resign by delivering his or her written resignation to the President, Treasurer or Secretary of the Council, at a meeting of the Board. Such resignation shall be effective upon receipt (unless specified to be effective at some other time), and acceptance thereof shall not be necessary to make it effective unless it so states.

**ARTICLE VIII COMMITTEES**

**7.1 Committees.** The Board shall establish as many committees as are necessary to conduct business.

The Chairpersons of these committees shall be appointed by the President and will report activities at Board and membership meetings.

- 7.2 **Duties and Responsibilities of Committees.** The Board shall have the authority to fix the duties and responsibilities of all committees. All committees shall act under the supervision of the Board.
- 7.3 **President Ex Officio Member of Committees.** The President shall be an ex-Officio member of all committees but, unless otherwise provided by the Board, he/she shall have no vote as a member of any committee.
- 7.4 **Removal of Members of Committees.** Members of all committees may be removed at any time with cause by a vote of the Board.
- 7.5 **Vacancies.** Any vacancy in a committee caused by death, resignation, removal or disqualification of a Board member shall be filled by appointment by the President with recommendations from the Board. Such successors shall serve on the committee to which they are appointed until the next election of Board members.

#### **ARTICLE IX AMENDMENTS**

- 8.1 **By-Laws:** These By-Laws shall be reviewed once every year by a temporary committee which shall recommend to the Board any changes that should be made. Amendments to these By-laws shall be made by a majority vote of the members present at a duly constituted membership meeting, after all members have received at least ten (10) days advance notice of the changes being considered.

#### **ARTICLE X CONFLICT OF INTEREST**

- 9.1 **Conflict of Interest** Residents who are employees of the HACSB and working in a supervisory or policy making position are ineligible to run for or hold any position on the Resident Advisory Council.

#### **ARTICLE XI MISCELLANEOUS**

- 10.1 **Roberts Rules of Order:** Neither meeting of the Resident Council or of the Board shall be bound by Robert's Rules of Order, except in cases of conflict or uncertainty over interpretations or a procedural issue not covered by these by-laws.
- 10.2 **Fiscal Year:** Starting October 1, 2024, the fiscal year for RAC funding will run for 15 months through December 31, 2025. After that, it will begin January and end December 31<sup>st</sup> of each year.