

RULES OF PROCEDURE

BOARD OF DIRECTORS

OF

HOUSING AUTHORITY OF WASHINGTON COUNTY

ARTICLE I – THE AUTHORITY

Section 1. Name of Authority. The name of the Authority shall be the “Housing Authority of Washington County”.

Section 2. Seal of Authority. The seal of the Authority shall be in the form of a circle and shall bear the name of the Authority and the year of its organization.

Section 3. Office of Authority. The offices of the Authority shall be at such place in Washington County, State of Oregon, as the Authority from time to time may designate.

Section 4. Directors. Members of the Board of the Housing Authority of Washington County (“Board”) shall be referred to as “Directors.”

ARTICLE II – OFFICERS

Section 1. Officers. The Officers of the Authority shall be a Chair, a Vice-Chair and Secretary.

Section 2. Chair. The Chair shall preside at all meetings of the Authority. Except as otherwise authorized by order of the Authority, the Chair or Vice Chair shall sign all contracts, deeds and other instruments made by the Authority. At each meeting, the Chair shall submit such recommendations and information, as he or she may consider proper, concerning the business, affairs and policies of the Authority. The Chair shall as have the following duties and responsibilities:

- a. In the absence of both the Chair and the Vice Chair, the Chair shall appoint a Chair *pro tem* who shall have, at such time, the authority to sign appropriate documents.
- b. The Chair of the Board shall have a vote on each matter before the Authority. The Chair may second motions but shall not make motions unless he or she first relinquishes the position of Presiding Officer for the purpose of making such motion.
- c. All decisions of the Presiding Officer shall be subject to review by a majority of Board members present upon motion duly made and seconded, which shall be a privileged motion.
- d. When a matter is called for a vote the Presiding Officer shall, before a vote is taken, state the question before the Board in general terms and shall announce the decision of the Board after such vote.
- e. The Chair, Vice Chair or pro tem shall sign all documents memorializing Board action within ten days after approval by the Board.

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 duties as are imposed on the Chair until such time as the Authority shall elect a new Chair.

Section 4. Secretary. The Secretary shall be the Executive Director of the Authority and, as such, shall have general supervision over the administration of its business and affairs, subject to the direction of the Board. The Secretary shall be charged with the management of the housing projects of the Authority. No Board member shall be eligible to this office.

Section 5. Clerk of the Board. The Clerk of the Board shall keep the records of the Authority, shall act as secretary of the meetings of the Authority and record all votes, and shall keep a record of the proceedings of the Authority in a journal of proceedings to be kept for such purpose, and shall perform all duties incident to his office. He or she shall keep in safe custody the seal of the Authority and shall have power to affix such seal to all contracts and instruments authorized to be executed by the Authority.

Section 6. Additional Duties. The officers of the Authority shall perform such other duties and functions as may from time to time be required by the Authority.

Section 7. Election or Appointment. The Chair and Vice-Chair shall be the Chair and Vice-Chair on the Board of County Commissioners.

ARTICLE III – MEETINGS

Section 1. Regular Meeting. In order to transact Authority business and fulfill its obligations to the public, regular meetings of the Housing Authority Board shall be held each month as follows:

- a. On the fourth Tuesday at 6:30 o'clock p.m.
- b. On any other Tuesday at 10:00 o'clock a.m., if necessary to make decisions that, in the Board's judgment, cannot reasonably be held to the fourth Tuesday.
- c. On each day of the working week, other than Tuesdays, at 10:00 o'clock a.m. and 2:00 o'clock p.m., if necessary.
- d. If the date of a regular meeting is a legal holiday under the laws of the State of Oregon, such meeting shall be canceled unless specifically rescheduled by the Board pursuant to this section.
- e. Changes in the schedule of regular meetings shall be made at least 20 days before the date of such rescheduled meeting.
- f. All official Board meetings shall be open to the public.
- g. Actions of the Board at regular meetings are not limited to the posted agenda.

Section 2. Worksession. On the first three Tuesdays of each month at 8:30 a.m. and on the fourth Tuesday of each month at 2:00 p.m. the Board may conduct a worksession on various matters. On the fifth Tuesday of each month, the Board may conduct a work session, retreat or similar informal meeting, commencing at 9:00 a.m.

- a. No Board member shall make any formal motion, nor shall the board decide any issue or adopt any action by formal vote at regular or special worksessions of the Board.
- b. By consensus at such worksessions, the Board may provide direction to staff for additional research, analysis, and/or preparation prior to subsequent Board consideration and possible adoption of any item or action at a formal, scheduled Board meeting convened to transact County business.

Section 3. Special Meetings. The Chair of the Authority may, when it is deemed expedient or upon the written request of three Directors of the Authority, call a special meeting of the Authority for the purpose of transacting any business designated in the call. The call for a special meeting shall be delivered to each Director of the Authority, or shall be mailed to the business or home address of each Director of the Authority at least two days prior to the date of such special meeting; except that where the purpose of the special meeting is to amend the By-Laws, in which case there must be at least seven days written notice prior to said meeting. At any special meeting so called, no business shall be considered other than as designated in the call.

Section 4. Emergency Meetings. In the event of an actual emergency, a meeting may be held upon such notice as is appropriate; provided, however, that the minutes for such a meeting shall describe the emergency justifying deviation from the regular notice procedures.

Section 5. Quorum. The powers of the Authority shall be vested in the Directors thereof in office from time to time. Four Directors shall constitute a quorum 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 Directors present.

Section 6. Order of Business. At the regular meetings of the Authority the following shall be the order of business:

- a. Roll call.
- b. Reading and approval of the minutes of the previous meeting.
- c. Bills and communications.
- d. Report of the Secretary.
- e. Reports of Committees.
- f. Unfinished business.
- g. New business.
- h. Adjournment.

Section 7. Manner of Voting. The voting on all questions coming before the Authority shall be by voice vote unless otherwise called for in the motion.

Section 8. Notice and Agenda. Notice stating the time and place of all meetings and containing an agenda of all scheduled actions to be considered shall be posted at least 96 hours prior to the hour of the meeting in a conspicuous place in the County Public Services Building with copies available to interested persons.

- a. The order of business at all meetings shall be determined by the agenda.
- b. Any member of the Board shall have the right to have an item placed on the agenda at any meeting by written request to the Chair.
- c. Any item may be taken out of order by majority vote of Board members present.
- d. Those items on the agenda that are considered routine by the Secretary shall be marked with the letter "C" and shall be acted upon according to the written recommendation by a single motion and vote at a place specified on the agenda for Consent Agenda, provided, however, that any board member or citizen desiring to discuss a Consent Agenda item may have that item removed from the Consent Agenda and acted upon separately in the order appearing on the regular agenda. Those items acted upon under the heading "Consent Agenda" shall appear in the Minutes in the normal manner as individual items. The following matters shall not be placed on the Consent Agenda: adoptions of budgets, adoption of goals and objectives, public hearings, and any other matter which, in the judgment of the Secretary, is considered nonroutine.

Section 9. Motions and Resolutions and Orders

- a. All resolutions shall be in writing and shall be copied in a journal of the proceedings of the Authority.
- b. If a tie vote results from a member's absence or abstention, that item shall be continued to the next regular meeting of the Board or special meeting to which notice of such items has been duly given.
- c. Items may be continued to any subsequent meeting upon majority vote. A motion to continue an item shall specify the date or event upon which continuation is to be based. A list of continued items, showing the date at which an item was continued, the date to which an item is continued, or the event upon which continuance is based, shall be recorded and kept by the Clerk of the Board and made available to the public.
- d. A motion to reconsider an item may be made by any member of the Board regardless of his or her vote on that item. Such motion shall be made not later than the next regular meeting following the original action of the Board. All persons of record appearing before the Board upon such item shall be notified of the date and time of the meeting at which the item to be reconsidered shall be acted upon again.
- e. Resolutions and Orders shall become effective upon being signed or ten days following Board action, whichever occurs first. In the event the Board adopts a motion to reconsider an item pursuant to this Section, and if said item is a Resolution and Order adopted pursuant to this section, the effective date of that Resolution and Order shall be suspended pending final disposition of that item. Final disposition of that item by the Board shall become effective in a manner consistent with the Rules.

Section 10. Communications From the Public.

- a. The Board may provide for a system by which written communications from the public shall be made part of the Board's agenda.
- b. The Board may provide a system for oral communications from the public, provided, however:

- i. Persons addressing the Board shall do so from the rostrum upon first gaining recognition of the Presiding Officer and after stating his or her name and address.
 - ii. The Presiding Officer may limit the time and number of appearances concerning an item under consideration in the interest of facilitating the orderly business of the Board.
- c. Board announcements shall be restricted to Board members exclusively.

Section 11. Public Meeting Law. Notwithstanding anything in the foregoing to the contrary, the Authority shall comply in all respects with ORS Chapter 192.610 through 192.710 as the same may, from time to time, be amended.

ARTICLE IV. USE OF TRAVEL AND EXPENSE FUNDS OF THE BOARD

Section 1. Approval. Travel and expense funds of the Board for any given fiscal year shall be approved annually in the budget..

Section 2. Division. Funds appropriated annually for Board travel and expenses shall, to the extent practicable, be available proportionately among all Directors during any given fiscal year.

Section 3. Travel Authorization. Overnight or out of state travel by any Director, except the Chair or Vice-chair, shall be first approved by the Board.

Section 4. Reports. The Secretary shall periodically throughout the year report to the Board the amount of travel and expense funds expended and/or obligated by each Director to date.

Section 5. Release. Nothing contained in this Section shall be construed to limit or prohibit any Director from releasing or otherwise making available all or part of his or her proportionate share of Board travel and expense funds for use by any other Director or Directors. In such cases, the Director(s) releasing the funds prior to their actual use or obligation shall inform the Secretary of those arrangements by any other Director(s).

ARTICLE V. PUBLICATION OF RULES

Section 1. Availability. These Rules of Procedure shall be filed with the Recording Division of the County Department of Assessment and Taxation and shall be available to the public for a reasonable fee, designed to recover actual costs, and as adopted by the Board.

Section 2. Copies. A copy of these Rules of Procedure shall be provided to each Director and shall be available at all regular and special meetings of the Board.

ARTICLE VI. AMENDMENTS

Section 1. Amendments to By-Laws. These Rules of Procedure shall be amended only with the approval of at least four of the Directors of the Authority at a regular or a special meeting.