

BYLAWS OF THE HOUSING AUTHORITY

OF THE

CITY OF BOULDER, COLORADO

ARTICLE I
THE AUTHORITY

Section 1. NAME OF AUTHORITY

The Authority is the Housing Authority of the City of Boulder, Colorado. The Authority has elected to use a trade, or "doing business as" name, as Boulder Housing Partners, with the approval of the Directors.

Section 2. SEAL OF AUTHORITY

The seal of the Authority shall be and is in the form of a circle bearing the name of the Authority. Said seal's impression is contained in the margin hereof.

Section 3. OFFICE OF AUTHORITY

The office of the Authority shall be at 4800 N. Broadway, in the City of Boulder, Colorado.

ARTICLE II
COMMISSIONERS

Section 1. APPOINTMENT AND TERMS

The nine commissioners, one being an official of the City, and one being elected by the qualified resident body of the Authority in accordance with applicable law, shall constitute the policy making or legislative authority of the Housing Authority. All of the affairs, property and business of the Authority shall be vested in the said nine Commissioners who are appointed as provided by statute by the Mayor of the City of Boulder, Colorado. The term of a commissioner shall be five years. There shall be no limit on the number of terms that may be served by a commissioner. Commissioners shall hold office until their successors are properly appointed.

Section 2. BOARD VACANCIES

Any vacancy in the Board of Commissioners, however caused, shall be filled by the Mayor with confirmation of the City Council, as provided by statute. The

Commissioner appointed to fill a vacancy shall hold office for the un-expired term and until a successor has been appointed as provided by statute.

Section 3. REMOVAL OF COMMISSIONERS

A Commissioner may be removed by the Mayor following a recommendation adopted by majority vote of the Board of Commissioners present and voting at any meeting where such action is an announced item of business. Action for removal of a Commissioner must be in accordance with the standards and procedures established under applicable law.

ARTICLE III
MEETINGS

Section 1. ANNUAL MEETING

The annual meeting of the Authority shall be held at such place so designated by the Authority, in April each year.

Section 2. REGULAR MEETINGS

Regular meetings of the Authority shall generally be held each month at such place so designated by the Authority, on a schedule determined by the Chairperson and the Executive Director.

Section 3. SPECIAL MEETINGS

A. Special meetings of the Board of Commissioners may be held at such place so designated by the Authority in Boulder, Colorado, at any time on call of the Chairperson, or the Secretary, or any three members of the Board of Commissioners, and may be held at any time and place. The Commissioners may waive notice to each of them by unanimous written consent of all the members of the Board of Commissioners, or with the presence and participation of all members of the Board of Commissioners. The record of any action recorded in minutes of any meeting and approved by the Board of Commissioners at a subsequent meeting shall be valid, and all actions so recorded shall be as valid and effectual.

B. In order to accommodate circumstances in which an agenda item has been discussed at a meeting, but additional information is necessary for a final decision of the Commissioners, the Commissioners may define two options and the additional information necessary for a Commissioner to select between the two options. Such information may be provided electronically after the meeting, and each Commissioner can confirm the preferable option by e-mail confirmation. The option receiving the most number of e-mail confirmations from Commissioners shall be the final decision of the Board of Commissioners. The process shall be included in the minutes for the following Board meeting.

Section 4. NOTICES OF MEETINGS TO THE PUBLIC

Notice to the public shall be provided as required by Colorado law. For posting requirements, postings of the meetings shall be in the lobby of Boulder Housing Partners at 4800 N. Broadway, Boulder, CO. Notices of meetings may also be posted on the website or any other place.

Section 5. NOTICES TO COMMISSIONERS

Notices of special meetings, except when held by unanimous consent or participation, shall be emailed by the secretary to each member of the Board of commissioners not less than five (5) calendar days before any such meeting, and the Notice shall include the purposes of such meeting. The presence of the person entitled to notice of a meeting shall in all events be considered a waiver of notice and failure to vote shall not defeat the effectiveness of such waiver.

Section 6. QUORUM

A quorum at any meeting shall consist of five (5) members of the Board of Commissioners. A majority of those in attendance, in the presence of a quorum, shall decide any question that may come before the meeting, except as might otherwise be provided herein, or as might otherwise be required by law

Section 7. ATTENDANCE BY TELEPHONE

Any Commissioner may attend a meeting by telephone under the following conditions:

A. There is a speaker phone operating at the business office of the Authority so that the Commissioner(s) attending by telephone can be heard by the public, staff and any Commissioners in attendance at the business office; and

B. Any Commissioner(s) attending by telephone can hear all other Commissioners in attendance at the meeting, whether by phone or in person.

Section 8. EXECUTIVE SESSIONS

Executive sessions may be held by the Commissioners as provided by Colorado law. The Commissioners may hold executive sessions by telephone without a speakerphone being available to the public only under the following circumstances:

A. The only matter on the agenda is an executive session; and

B. All Commissioners, staff and consultants necessary for the executive session can hear and speak to each other; and

C. The only action or votes that may be taken at the special meeting are to go into executive session for reason(s) allowed by Colorado law and the vote to close the

executive session as allowed by Colorado law. No other action may be taken by the Board at any executive session held by telephone; and

D. There are minutes of the executive session for approval of the Commissioners at the next regular or special meeting of the Authority. The minutes shall include the date of the meeting, the reason(s) and vote for the executive session, and the vote and any disclosures at the end of the executive session.

Section 9. ORDER OF BUSINESS

The order of business at any regular or special meeting of the Board of Commissioners, unless otherwise prescribed at any meeting by the Board of Commissioners, shall be established by the Executive Secretary in conjunction with the Chair of the Board. At a minimum, each regular agenda will include:

1. Review and Approval of Minutes
2. Resident Representative Council Report
3. Public Participation

Specific order of agenda items may vary from one meeting to the next so long as at least the above listed topics are included. The Authority may act by motion or resolution. The record of the vote on all motions and resolutions shall be included in the minutes of the meeting. All resolutions shall be in writing and executed copies maintained in an appropriate master file containing a record of the proceedings of the Authority.

Section 10. MINUTES OF MEETINGS

The record of any action recorded in minutes of any meeting and approved by the Board of Commissioners at a subsequent meeting shall be valid, and all actions so recorded shall be as valid and effectual.

Section 11. MANNER OF VOTING

The voting on all questions coming before the Authority shall be by oral vote, and the ayes and nays shall be entered upon the minutes of such meeting.

ARTICLE IV
OFFICERS

Section 1. OFFICERS

The officers of the Authority shall be a Chairperson, a Vice Chairperson, and a Secretary who shall be the Executive Director. The Chairperson and Vice Chairperson

shall be Commissioners of the Authority. The Secretary shall not be a Commissioner of the Authority.

Section 2. CHAIRPERSON

The Chairperson shall preside at all meetings of the Authority. Except as otherwise authorized by resolution of the Authority, the Chairperson shall sign all deeds and contracts for buying or selling real property, provided however, the Executive Director may sign deeds and contracts for buying or selling real property as authorized by the Commissioners by resolution or as provided in these bylaws. At each meeting, the Chairperson shall submit such recommendations and information as s/he may consider proper concerning the business affairs and policies of the Authority.

Section 3. VICE-CHAIRPERSON

The Vice-Chairperson shall perform the duties of the Chairperson in the absence or incapacity of the Chairperson; and in case of the resignation or death of the Chairperson, the Vice-Chairperson shall perform such duties as are imposed on the Chairperson until such time as the Authority shall select a new Chairperson.

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 Authority. The Secretary shall be charged with the management of the Housing Projects of the Authority, The Secretary shall keep the records of the Authority, shall be responsible for the minutes of the meetings of the Authority and for keeping a record on all votes, and shall keep a record of the proceedings and resolutions of the Authority in a master file to be kept for such purpose, and shall perform all duties incident to this office. The Secretary shall keep, in safe custody, the seal of the Authority and shall have power to affix such seal to all contracts and other instruments authorized to be executed by the Authority. The Secretary may sign all contracts of the Authority not required by these bylaws to be signed by the Chairperson, including without limitation, contracts for grants, loans, financing of projects, acquisitions of property, or otherwise necessary for the efficient functioning of the Authority; provided however, the Secretary may not sign any contract that is not consistent with the annual budget approved by the Board of Commissioners.

The Secretary shall have the care and custody of all funds of the Authority. The Secretary shall pay out monies under the direction of the Authority and shall keep regular books of account showing receipts and expenditures and shall render to the Authority at each quarterly meeting, or more often when requested, an account of transactions and also financial condition of the Authority.

Compensation of the Secretary, or a temporary appointee shall be determined by the Authority.

Section 5. 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 or rules and regulations of the Authority.

Section 6. ELECTIONS AND APPOINTMENTS

The Chairperson and Vice Chairperson shall be elected at the annual meetings of the Authority from among the Commissioners of the Authority, and office shall be held until their successors are elected and qualify. The officers may serve for any number of terms, as determined by the Commissioners.

Section 7. OFFICER VACANCIES

Should the office of Chairperson or Vice Chairperson become vacant, the Authority shall elect a successor from its membership at the regular next meeting, and such election shall be for the un-expired term of said office. When the office of Secretary becomes vacant, the Authority shall appoint a successor, as aforesaid.

Section 8. ABSENCES AND LEAVES OF ABSENCE

Upon written request, the Board may grant a leave of absence of up to six months to one or more commissioners, provided, however, that such approval will not result in a loss of quorum. Each Commissioner may accumulate no more than six months leave in any five (5) year term.

Section 9. REMOVAL OF OFFICERS

Any officer may be removed at any time for neglect of duty or misconduct in office by a vote of the majority of the Board of Commissioners present and voting at any meeting of the Board of Commissioners called and held for that purpose; however, Notice of any motion to remove any officer shall be given to the officer no less than ten (10) days and no more than thirty (30) days prior to such meeting in writing.

Section 10. ADVISORY COMMITTEES

The Board of Commissioners may appoint such advisory committees as the Board determines appropriate. Such committees shall have the duties and responsibility set forth by the Board of Commissioners. The Advisory Committee shall not have any authority to make any final decisions which bind the Authority or approve any contracts, but shall serve in an advisory capacity to the Board. The appointees to such committees may be any combination of commissioners and individuals that are not commissioners of the Authority.

ARTICLE V
FINANCES

Section 1. MONIES

The monies of the Authority shall be deposited in the name of the Authority in such bank or banks or trust companies or with such agent or agencies as the Board of Commissioners shall designate. The Board of Commissioners shall designate by resolution the parties who are authorized to execute, collect, discount, negotiate, endorse and assign, in the name of the Authority, all checks, drafts, notes and all other paper, which are payable to this Authority, or in which this Authority has an interest, on behalf of the full Board those documents not requiring Board action prior to execution.

Section 2. FISCAL YEAR

The fiscal year shall be the calendar year.

ARTICLE VI
AMENDMENTS

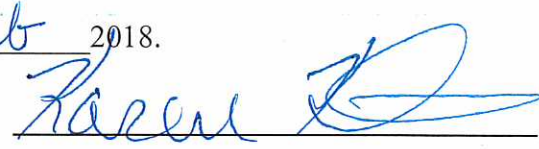
The bylaws of the Authority shall be amended only with the approval of at least six (6) of the members of the Authority at any regular or special meeting, but no such amendment shall be adopted unless at least seven (7) days written Notice thereof has been previously given to all of the Commissioners. Such Notice shall include the proposed amendments to the bylaws to be considered at the meeting.

Adopted to be effective the 14 day of Feb 2018.

SEAL



Jeremy Durham, Executive Director



Karen Klerman, Chair Person

