

**RULES AND PROCEDURES (BY-LAWS)
OF THE
HOUSING AUTHORITY OF THE CITY OF ALAMEDA, CALIFORNIA
AS AMENDED ON MARCH 18, 2020
BY RESOLUTION NO. 990**

ARTICLE I - THE AUTHORITY

Section 1. Name of the Authority

The name of the Authority shall be "Housing Authority of the City of Alameda."

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 a location designated by the Authority, in the City of Alameda, State of California. The Authority shall hold its meetings at 703 Atlantic Avenue, Alameda, California, except as otherwise provided in Article IV, Sections 1. below.

Section 4. Responsibilities of Authority

The responsibilities of the Authority are delineated in Housing Authorities Law of the State of California (California Health and Safety Code Section 34200 *et seq.*) and all other laws of the State of California applicable thereto.

ARTICLE II - GENERAL PROVISIONS

Section 1. By-Laws

These by-laws shall be known as the Rules and Procedures of the Housing Authority of the City of Alameda. A copy of these Rules and Procedures shall be filed in the office of the Housing Authority for examination by the public.

Section 2. Amending Rules and Procedures

These Rules and Procedures , and any amendments hereto, shall be effective on the date of the adoption hereof and shall govern the conduct of the Board of Commissioners. In addition to the requirements set forth in Article VI, Section 1. below, these Rules and Procedures may be amended hereafter by resolution of the Board of Commissioners.

Section 3. Membership

The Board of Commissioners shall consist of seven (7) members appointed by the Mayor, with the consent of the City Council. Two members shall be Housing Authority tenants, one of

which must be a participant in the Section 8 program, hereinafter called Tenant Commissioners, as required under federal law, including Section 505 of the Quality Housing and Work Responsibility Act of 1998 (Title V of Pub.L. 105-276, 112 Stat. 2518, approved October 21, 1998) , and its implementing regulations. One of the two Tenant Commissioners shall also be over 62 years of age as required under California Housing Authorities Law.

Section 4. Term of Office

Commissioners shall serve four-year terms except that Tenant Commissioners, pursuant to Housing Authorities La, shall serve two-year terms.

Section 5. Maintenance of Membership

Persons appointed members shall continue to serve their full terms unless they choose to resign voluntarily, no longer reside in the City of Alameda, or the Tenant Commissioner no longer resides in a Housing Authority-owned dwelling unit or is no longer a participant in the Section 8 program in the City Alameda. The Mayor may *remove* members for inefficiency, neglect of duty, or misconduct in office.

Section 6. Per Diem

Board members will receive a \$50.00 per diem for each meeting attended of the Board of Commissioners not to exceed two meetings per month. Meetings for which per diem will be paid include special and regular meetings of the Board of Commissioners; per diems will not be paid for community meetings, committee meetings or similar ad hoc sessions.

Section 7. Meeting Attendance

Board members must attend all meetings of the Board of Commissioners unless excused by the Board or Chair.

ARTICLE III – 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 Board of Commissioners. Except as otherwise authorized by the Authority, the Chair shall sign all contracts, deeds and other instruments approved by the Authority and such documents which either law or the United States Department of Housing and Urban Development ("HUD") regulations require him/her to sign.

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

Section 4. Election and Removal of Chair and Vice Chair; Vacancies

The Chair and Vice Chair shall be elected by the Board of Commissioners from its membership at the first meeting after July 1 of each year when the Commission is fully constituted.

The Chair and Vice Chair may be removed from office, prior to the expiration of their terms as officers, with the vote of at least four Commissioners.

Should the offices of Chair or Vice President become vacant, the Board of Commissioners shall elect a successor from its membership at the next regular meeting, and such election shall be for the unexpired term of said office.

Section 5. Secretary

The Secretary shall be the Executive Director of the Authority.

Section 6. Executive Director

6.1 The Executive Director shall be the President and Chief Executive Officer of the Authority. The Executive Director shall have the power and it shall be his or her duty to:

- a. Provide for the care and custody of all funds and deposit the same in the name of the Housing Authority in such bank(s) as the Authority may select.
- b. Sign all orders and checks for the payment of money and pay out and disburses these moneys under the direction of the Housing Authority.
- c. Keep or cause to be kept regular books of accounts showing receipts and expenditures and render to the Board, at each regular meeting, an account of transactions and financial condition of the Housing Authority.
- d. Keep a written record of all business transacted by the Board of Commissioners, notify members of meetings, and maintain the official records of the Board.
- e. Keep the records and the seal of the Authority.
- f. Prepare the Housing Authority budget.
- g. Supply the Board with information and recommendations necessary to carry out the purposes of the Authority and to administer properly its affairs.
- h. Carry out all policies established by the Board and advises on formation of those policies.

- i. Plans, organize, coordinate, review, and administer all Housing Authority programs and activities, including setting rents and security deposits, maintenance charges, and approving utility allowances, in accordance with applicable federal and state laws.
- j. Sign all binding contracts, deeds, and other instruments made by the Housing Authority as authorized by the Board, except said documents required to be signed by the Chair by virtue of law or HUD regulations.
- k. Assign and supervise employees in the performance of their duties; authorizes payroll.
- l. Appoint, discipline, and remove all employees of the Housing Authority.
- m. Perform other duties as may from time to time be prescribed by the Board of Commissioners.

6.2 Neither the Board nor any of the members thereof shall interfere with the execution by the Executive Director of his or her powers and duties. Except for the purposes of inquiry, the Board and its members shall deal with that portion of the administrative service for which the Executive Director is responsible through him or her. An attempt by a Board member to influence the Executive Director in the making of any appointment or the purchase of any services, materials, or supplies shall subject such Board member to removal from office for malfeasance.

Section 7. 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 the bylaws or rules and regulations of the Authority.

Section 8. Additional Personnel

The Authority may from time to time employ such personnel as it deems necessary to exercise its powers, duties and functions as prescribed by the Housing Authorities Law of California and all other applicable laws of the State of California. The selection and compensation of such personnel (including Secretary) shall be determined by the Authority subject to the laws of the State of California.

Section 9. Contracts for Personnel Services

The Authority may satisfy its personnel and management requirements through direct hiring, contracts with other public agencies, or contracts with individuals.

ARTICLE IV - MEETINGS

Section 1. Regular Meetings

Regular meetings shall be held at 703 Atlantic Avenue, Alameda, and is so designated the regular meeting place of the Authority, or other designated locations, at 7:00 p.m. on the third Wednesday of each month, unless the same shall be a legal holiday, in which event said meeting shall be held on the next succeeding secular day. Meetings will terminate no later than 11:00 p.m.

Section 2. Special Meetings

Special meetings may be called by the Chair or by two Commissioners for the purpose of transacting any business set forth in the notice of such special meeting. Notice of a special meeting shall be provided to each Commissioner as required by law, including the Ralph M. Brown Act (California Government Code Section 54950 *et seq.*).

All of the meetings of the Commissioners of this Authority, whether regular or special, shall be open to the public except meetings involving personnel matters.

The notice of the special meeting shall specify the time and place of such special meeting. No other business other than as provided in the notice shall be considered at such meeting by the Commission.

Section 3. Closed Sessions

The Commission may call closed session to deal with any matters so long as said private meetings are in accordance with the Ralph M. Brown Act.

Section 4. Agenda

The agenda shall consist of:

- a. Roll Call
- b. Public Hearing (if applicable)
- c. Consent Calendar, which are items considered routine and will be enacted, approved, or adopted by one motion, unless a request for removal for discussion or explanation is received from a Commissioner or a member of the public
- d. Agenda Items
- e. Oral Communications (Non-Agenda, Public Comments). The public will be informed that anyone wishing to speak on any item on the agenda or business brought up by Commission members which is not on the agenda may be permitted to do so when the subject is brought up for discussion.
- f. Commission Communications

- g. Adjournment.

Section 5. Public Discussion

- a. Any person addressing the Board of Commissioners shall first secure the permission of the presiding officer.
- b. Public discussion should not be used to elicit a debate between Board members and the public.
- c. Speakers should not be interrupted unless they are out of order.
- d. No one shall speak for more than three (3) minutes unless allowed additional time by the presiding officer.
- e. When a motion is pending, no person other than a Commissioner shall address the Board without first securing the permission of the presiding officer.
- f. Public discussion shall precede Board deliberation unless a motion to deliberate first is adopted.
- g. No discussion shall be permitted, without Board approval, after a motion which would terminate further deliberation has been adopted.

Section 6. Board Deliberation and Action

- a. Presiding Officer. The presiding officer may deliberate from the chair, subject only to such limitations of deliberation as are by these rules imposed on all members, and shall not be deprived of any of the rights and privileges as a member of the Board by reason of being the presiding officer.
- b. Getting the Floor. Every member desiring to speak shall address the presiding officer and, upon recognition by the presiding officer, shall confine comments to questions under deliberation.
- c. Interruptions. A member, once recognized, shall not be interrupted when speaking unless to call said member to order, or as herein otherwise provided. If a member, while speaking, is called to order, said member shall cease speaking until the question of order is determined and, if in order, said member shall be permitted to proceed.
- d. Remarks entered in Minutes. Any member may request, through the presiding officer, the privilege of having a written abstract of said member's statement on any subject under consideration by the Board entered in the Minutes. If the Board consents thereto, such statement shall be entered in the Minutes.
- e. Motion to Reconsider. A motion to reconsider any action taken by the Board may be made only on the date such action was taken. It may be made either

immediately during the same session, or at a recessed or adjourned session thereof. Such motion must be made by a member of the prevailing side, and may be made at any time and have precedence over all other motions, or while a member has the floor, it shall be debatable. Nothing herein shall be construed to prevent any member of the Board from making or remaking the same or other motion at a subsequent meeting of the Board or making a motion to rescind.

- f. Motion to Table. A motion to table shall preclude all amendments or deliberation of the subject under consideration. If the motion shall prevail, the consideration of the subject may be resumed only upon a motion of a member voting with the majority.
- g. Motion to Call for Question or Continue to a Specific Date. A motion to call for the question or continue the matter to a specific date shall preclude all amendments to or deliberation of the subject under consideration and is not debatable.
- h. Statement of Position. When a motion to call for question or table is adopted, the members of the Board may briefly state each of their positions on the matter before roll call or call for the next item of business.
- i. Privilege of Closing Deliberation. The Board member moving the adoption of a motion or resolution shall have the privilege of closing deliberations or making the final statement.
- j. Division of Question. If the question contains two (2) or more divisible propositions, the presiding officer, upon request of a member, may divide the same.
- k. Second Required. All motions, except for nominations and a point of order, shall require a second.
- l. Majority Vote. The actions of the Board shall be made by a vote of the majority of the membership.
- m. Manner of Voting. Each member present at a Commission meeting shall vote on all matters put to a vote, unless the member is excused from voting by a motion adopted by a majority of the members present, or unless the member has been advised by legal counsel that he or she may have a conflict of interest regarding the item. The voting of such matters may be by roll call, and the ayes and noes shall be entered in the minutes of such meetings and any Commissioner can request a roll call vote. Unless otherwise provided herein, an affirmative vote of a majority of the Commissioners empowered to vote shall be required for the passage of all matters put to a vote. A roll call shall not be interrupted, but a member may, prior to the calling of the roll, explain his or her vote or file with the Commission Clerk in writing an explanation thereof after the result of the roll call has been announced and recorded.

- n. All other matters not covered by these Rules and Procedures or Roberts Rules of Order shall be decided by a majority vote of the Board.

ARTICLE V - ACTIONS

Section 1. Quorum

A quorum of the membership is necessary to take action. A quorum is defined as four members. The chair will declare the absence of a quorum if he/she notices a quorum is no longer present, at least before taking any vote or stating the question of any new motion, which can no longer be done except in connection with the permissible proceedings related to the absence of a quorum.

Debate on an already-pending question can be allowed to continue after a quorum is no longer present until a member raises a point of order. In the absence of a quorum, any business transacted is null and void, except for actions which can be legally taken: To fix the time to which to adjourn, adjourn, recess, or take measures to obtain a quorum. Measures to obtain a quorum are treated as privileged motions that take precedence over a motion to recess, are not in order when another has the floor, are not debatable, are amendable, require a majority vote, and can be reconsidered. An example of a measure to obtain a quorum is a motion that absent members be contacted during a recess.

Meetings that are unable to transact business for lack of a quorum are considered meetings. If a quorum fails to appear at a regular or special meeting, the inability to transact business does not detract from the fact that the rules requiring the meeting to be held were complied with and the meeting was convened, even it has to adjourn immediately.

Section 2. Majority Vote

Actions of the Authority shall be made, except as provided in Article VI, Section 1, by a vote of a simple majority, defined as more than half of the voting members.

Section 3. Form of Action

The Authority may act by motion or resolution. All motions shall be recorded in the minutes verbatim. All resolutions shall be in writing and the title shall be recorded verbatim in the minutes as well as the vote.

Section 4. Rules of Order

The Authority shall follow Robert's Rules of Order, except as otherwise provided in these Rules and Procedures, for its meetings.

ARTICLE VI - MISCELLANEOUS

Section 1. Amendment

These Rules and Procedures may be amended by a resolution adopted by a vote of a super majority, defined as two-thirds of the voting membership, at a regular or special meeting held or called in the manner provided herein.

Section 2. Conflict of Interest

The Commissioners and employees of the Authority shall comply with the provisions of Health and Safety Code Section 34281 and Government Code sections 1090 *et seq.* and sections 87100 *et seq.* as amended in the area of matters involving possible conflict of interest.

Section 3. Public Disclosures

Each Commissioner shall notify the Secretary whenever:

- a. A member is contacted by a party having business pending before the Commission if the communication concerns business matter.
- b. A member is commenting publicly or to the media from the perspective of that member's individual capacity on a matter before or within the Commission's jurisdiction. Such member shall preface such communication with the statement that the comments are made as an individual expression of opinion, and do not necessarily reflect the position of the Commission of the Housing Authority of the City of Alameda.

Section 4. Repeal

All other rules and procedures are hereby repealed.


CERTIFICATE OF SECRETARY

I, the undersigned, do hereby certify:

(1) That I am the duly elected and acting Secretary of Housing Authority of the City of Alameda, a public body, corporate and politic (the "Authority"); and

(2) That the foregoing Rules and Procedures (Bylaws), comprising nine (9) pages, constitute the Rules and Procedures (Bylaws) of the Authority as adopted by the Board of Commissioners of the Authority on March 18, 2020.

IN WITNESS THEREOF, I have hereunto subscribed my name, this 18th day of March, 2020.

By: 

Vanessa Cooper
Secretary