

BY-LAWS

Illinois Chapter of NAHRO

ARTICLE I

Name and Jurisdiction

- Section 1.** The name of this organization shall be the Illinois Chapter of the National Association of Housing and Redevelopment Officials (a non-profit organization), serving the Nation's Housing and Community Development needs.
- Section 2.** The Chapter shall operate within the geographic area of the state of Illinois, subject to the provisions of the Constitution of the National Association of Housing and Redevelopment Officials (NAHRO), the By-Laws of the North Central Regional Council of NAHRO (NCRC), and these By-Laws as applicable. Where conflict between documents may exist, the Constitution shall serve as the primary guiding document.

ARTICLE II

Objective and Purpose

Toward the attainment of adequate housing for the entire people and toward the attainment of strong and sustainable communities through the processes of development preservation, rehabilitation, conservation, and redevelopment, the Chapter shall seek:

- (1) To support the Mission of the National NAHRO Association: To be the leading housing and community development association that inspires the creation of strong and sustainable communities.
(Approved by the NAHRO Board of Governors Feb. 2020.)
- (2) To improve the standards and practice of all phases of administration directly related to the above objectives; and,
- (3) To develop and improve the professional standards involved in the administration or programs to achieve the above objectives; and,
- (4) To strengthen the capacity of NAHRO at all levels to provide for: (a) the exchange of knowledge and results of experience, (b) the assembly of meetings, training, and education programs for the exchange of information, (c) the improvement of program administration, and (d) the enhancement of professional development opportunities; and,

- (5) To facilitate effective relationships among all levels of government in the development and exchange of housing and community development responsibilities; and,
- (6) To cooperate and collaborate with other agencies, associations, and groups, both public and private, having similar or related purposes; and,
- (7) To receive requests, solicit and receive funds from governmental agencies, foundations, and other sources, to borrow funds from banking, savings associations, credit unions cooperatives, or from governmental agencies, for the furtherance of the above-mentioned purposes and objectives; and,
- (8) To provide the Illinois membership with information, Federal and State of Illinois Policy, legislation, and regulations pertaining to housing and community development.
- (9) To provide NCRC local information and practices, State of Illinois and municipal policy, legislation, and regulations pertaining to housing and community development.

The Chapter shall not engage in political or partisan activity and shall not deal with any employee grievances or engage in management/tenant controversies.

ARTICLE III

Membership: Qualifications, Voting, and Dues

Section 1. Upon payment of such dues as may be established by the Chapter as hereinafter provided, any individual or agency who resides or works within the geographical area of the Chapter shall be an active member of the Chapter as hereinafter provided. Every active and present member shall have the right to one vote and shall cast their vote by secret ballot full voting rights, provided that in the case of an active agency member the vote is cast by its designated representative, and is eligible to participate in all activities open to the membership. Every active member shall be eligible to hold any office in the Chapter except that of the offices of President, Senior Vice President, Secretary, Treasurer, Chairpersons of the Standing Committees, and those members elected at-large to the Executive Board shall be members of the National NAHRO as provided in Article IV.

Section 2. Any individual or agency who is an affiliate member of NAHRO, and who resides within the geographical area of the Chapter, shall be a member of the Chapter upon payment of such dues as may be established by the Chapter as hereinafter provided, except that such member may not participate in voting or hold office.

Section 3. Membership dues shall be established by the Executive Board of the Chapter, for the operation of the Chapter. Payment of the established dues shall entitle members to all the rights of their membership class.

ARTICLE IV

Executive Board: Members, Responsibilities, Meetings, Quorum, and Vacancies

Section 1. Control and management of the affairs of the Chapter shall be vested in the Executive Board which shall consist of the officers of the Chapter, Immediate Past President, Vice-Presidents chairing Standing Committees, and at-large representative to the Regional Council.

Section 2. The Executive Board shall establish procedures for the: (a) receipt and expenditure of funds, (b) levying of dues, and (c) periodic reporting of Chapter affairs to the membership, and it shall otherwise plan and account for the activities of the Chapter including the employment of staff.

Section 3. The Executive Board shall establish procedures for the selection of Chapter representatives to the regional standing committees.

Section 4. The Executive Board shall hold not less than two (2) regular meetings each year, at least one of which will be held at the time and place of the annual meeting of the Chapter. Notice of a regular meeting shall be mailed to each Board member not less than ten (10) days before the meeting date.

Section 5. Special Meetings may be called by the President at any time or by the Secretary upon the written request of at least one-fourth (1/4) of the members of the Executive Board. The Notice of Special Meeting shall specify the time and place of the meeting and the business to be conducted.

Section 6. At any meeting of the Executive Board, a majority of the members of the Executive Board shall be present to establish a quorum for the conduct of business. Each member of the Executive Board shall be entitled to one vote. In order for a member's vote to be counted, the member must be present.

Section 7. Vacancies on the Executive Board occurring between annual meetings shall be filled for the unexpired term by a vote of the majority of the remaining members of the Board.

ARTICLE V

Officers: Names and Duties

- Section 1.** The officers of the Chapter shall be President, Senior Vice-President, Vice-President for Community Revitalization and Development, Vice-President for Housing, Vice-President for Member Services, Vice-President for Professional Development, Vice-President for Commissioner Affairs, Secretary, Treasurer, two At-Large Representatives to the Regional Council, the President of the Illinois Association of Housing Authorities, and such additional offices as the Executive Board may create by majority vote. All shall be active individual members in good standing of the Chapter and National NAHRO (adopted 3/15/85). At no time shall a member of the Chapter concurrently hold two or more offices on the Executive Board.
- Section 2.** It shall be the duty of the President to preside at all meetings of the chapter, ensure that the By-Laws are strictly enforced, create and appoint special committees, implement procedures, policies and activities as may be adopted or approved by the Executive Board of the Chapter, and report periodically to the membership on the accounts of general business of the Chapter.
- Section 3.** The Senior Vice-President shall preside in the absence of the President at all meetings of the Chapter, shall succeed the President in office if they cannot complete their term until the next annual meeting, and shall perform such other duties as may, from time to time, be assigned by the President or the Executive Board.
- Section 4.** It shall be the duty of each Vice-President to chair their respective committees; to recommend appointments to committees to the President; to report to the Executive Board and membership on activities; to be responsible for conveying records and reports of their respective committees to and from the regional committees; and to be responsible for convening meetings of their priority in appointments to their corresponding Regional committees. In addition, in such order of priority as specified in Section 1 above, a Vice-President shall preside in the absence of the President and Senior Vice-President at all meetings of the Chapter, and shall succeed them in office if a majority of the remaining Executive Board so resolves designating a particular Vice-President to fill a term until the next annual meeting.
- Section 5.** The Secretary shall keep a record of the proceedings of the Chapter in a book maintained for that purpose. The Secretary shall send out notices as required and attend to such other business as may belong to the duties of the office or directed by the Executive Board.
- Section 6.** The Treasurer shall be custodian of the funds of the Chapter. They shall collect all dues and other money payable to the Chapter and shall deposit the same as directed by the Executive Committee. They shall disburse funds of the Chapter upon warrants or checks signed by the proper officers of the Chapter except upon checks properly executed by the President and Treasurer of the Chapter or, in their absence, by two alternative members of the Executive Board designated by the resolution to be empowered as alternative signatures of such accounts. The Treasurer shall keep the

book of accounts of the Chapter which shall be audited after the term of the office, and shall submit a statement of his accounts with the proper vouchers, at the regular meetings of the Chapter. They shall perform such other duties as properly belong to his office or as may be directed by the Executive Board. The books of the Treasurer shall be open for inspection by the Executive Board, or any committee appointed by it, for the purpose of making an examination thereof. Upon the voluntary or involuntary dissolution of the Chapter, all members of the Chapter shall receive reasonable notification of the intent to dissolve, and it shall be the fiduciary duty of the Executive Board to pay, discharge, or make provisions for all known liabilities of the Chapter, and to disburse the remaining funds of the Chapter to National NAHRO thereafter.

ARTICLE VI

Indemnification

- Section 1.** The Chapter shall, to the fullest extent to which it is empowered to do so under the law, as may, from time to time, be in effect, indemnify a member of the Executive Board who was or is a party, or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative or investigative, against all expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit, or proceeding.
- Section 2.** Expenses incurred in defending a civil, criminal, or administrative action, suit or proceeding shall be paid by the Chapter in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of the affected Executive Board member to repay such amount unless it shall ultimately be determined that he or she is entitled to be indemnified by the Chapter as authorized in this Constitution and By-Laws or otherwise.

ARTICLE VII

Nominations and Elections

- Section 1.** Not less than six (6) weeks prior to the annual meeting of the Chapter, the President shall appoint a Nominating Committee having not more than seven (7) members representative of the member interests, that shall meet for the purpose of selecting one or more persons from the roles of active individual members in good standing as nominees for each office and Executive Board position. Not less than four (4) weeks before the annual meeting, the Secretary shall notify each eligible member voter of the nominees selected by the Nominating Committee and that nomination may be made by the memberships, provided it is made by a petition bearing the name of the nominee and the signature of at least two (2) active members in good standing, and further, that the petition is received by the Secretary, who shall certify the petition, prior to the annual meeting, or by nomination.

- Section 2.** The election of officers and other members of the Executive Board shall be held at the annual meeting of the Chapter in odd numbered years. The term of office shall be two (2) years and shall begin on the first day of the third month proceeding the elections. All officers and other members of the Executive Board shall serve until their successors have assumed their duly elected positions.
- Section 3.** Each active member present shall have one vote and shall cast their vote by written and secret ballot.
- Section 4.** No person shall be eligible for election as an officer of the Executive Board who is not an individual active member in good standing of the Chapter and National NAHRO.

ARTICLE VIII

Meetings

- Section 1.** There shall be an annual meeting of the membership of the Chapter at a time and place fixed by the Executive Board. Reasonable notice of the annual meeting shall be given to the membership, but not less than four (4) weeks prior to the meeting date.
- Section 2.** Special meetings of the membership may be called at any time on the order of the President, the Executive Board, or by the signed petition of at least twenty-five (25) active members of the total active membership. The Secretary shall give notice of the time and place of a special meeting not less than four (4) weeks prior to the meeting date.
- Section 3.** The provisions of these By-Laws and Robert's Rules-of-Order shall apply to the conduct of any meeting of the membership, the Executive Board, and other duly constituted committees of the Chapter.

ARTICLE IX

Committees

- Section 1.** There shall be Standing Committees of the Chapter through which the program, professional, and member service needs and participation of the membership can be provided. Each committee shall have such powers as are necessary to accomplish the purpose of such committee as set forth in these By-Laws or by resolution of the Board creating the committee in question. The five standing Committees of the Chapter are:
1. Community Revitalization and Development
 2. Housing
 3. Professional Development
 4. Member Services

5. Commissioner Affairs
6. International Research and Global Exchange

- Section 2.** Membership for each standing committee shall be appointed by the President. The Vice-President shall serve as Chairperson of each respective standing committee. The Vice-Chairperson of each standing committee shall be elected by its members from among its members to serve a term concurrent with the term of the Chairperson.
- Section 3.** The President may, within the concurrence of the Board, create such other joint committees, task forces, or similar groups as deemed appropriate to the purposes and activities of the Chapter, and may appoint the active affiliate members thereto.
- Section 4.** The selection process for committee membership shall seek to provide a broad representation of all special interests of the membership, including, but not limited to, commissioners, minorities, and women.
- Section 5.** Volunteers shall be actively sought, and recruitment efforts undertaken to ensure each standing committee are comprised of members, representative of the Board interests of the Chapter.

ARTICLE X

Robert's Rules of Order

- Section 1.** The current edition of "Robert's Rules of Order" shall be the Chapter's Final authority on all questions of procedure and parliamentary law in government under By-Laws.

ARTICLE XI

Amendment

- Section 1.** The By-Laws may be amended at a regular meeting of the membership by a majority vote of the membership voting and by two-thirds (2/3) of those voting affirmatively for the amendment. Each member shall be sent a copy of the proposed amendments with the notice of the meeting at which the amendments are to be voted upon. The Secretary shall send the meeting notice to each member, not less than ten (10) days prior to the meeting date.

ARTICLE XII

Effective Date, Approval, and Revocation

- Section 1.** The By-Laws and any amendments thereto shall become effective upon approval by the Executive Board of the Chapter and the Board of Governors of NAHRO and are subject to revocation by the Executive Board of the Chapter and Board of Governors of NAHRO, for due cause.

Revised: