

**BY-LAWS OF THE HOUSING AUTHORITY OF
THE CITY OF JEFFERSON, MO**

ARTICLE I -THE AUTHORITY

Section 1. Name of Authority. The name of the Authority shall be the "Housing Authority of the City of Jefferson, Missouri".

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 the City of Jefferson, the State of Missouri as the Authority may designate from time to time by resolution.

ARTICLE II -OFFICERS

Section 1. Officers. The officers of the Authority shall be a Chairman, a Vice-Chairman, a Secretary, and an Assistant Secretary.

Section 2. Chairman. The Chairman shall preside at all meetings of the Authority. Except as otherwise authorized by resolution of the Authority, the Chairman shall sign all contracts, deeds and other instruments made by the Authority. Execution of a contract or other instrument of may be delegated to the Secretary when it has been approved by the Board of Commissioners or is otherwise authorized in accordance with Board-approved policies. At each meeting, the Chairman shall submit such recommendations and information as he may consider proper concerning the business, affairs, and policies of the Authority.

Section 3. Vice-Chairman. The Vice-Chairman shall perform the duties of the Chairman in the absence or incapacity of the Chairman; and in case of the resignation or death of the Chairman, the Vice-Chairman shall perform such duties as are imposed on the Chairman until such time as the Authority shall elect a new Chairman.

Section 4a. Secretary and Assistant Secretary. The Secretary shall be the Executive Director of the Authority and, as such, shall have the general supervision over the administration of its business and affairs, subject to the direction of the Authority. He shall be charged with the management of the housing projects of the Authority.

He 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 purposes, and 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.

He shall have the care and custody of all funds of the Authority and shall deposit the same in the name of the Authority in such bank or banks as the Authority may select. He shall sign all checks for the payment of money and shall pay out and disburse such moneys under the direction of the Authority, all such orders and checks shall be countersigned by another officer. He shall also sign contracts and other instruments which have been approved by the Board of Commissioners or when it is otherwise authorized in accordance with Board-approved policies. He shall keep regular books of accounts showing receipts and expenditures and shall render to the Authority, at each regular meeting (and oftener as requested), an account of his transactions and also of the financial condition of the Authority. He shall give such bond for the faithful performance of his duties as the Authority may designate.

The compensation of the Secretary and Assistant Secretary shall be determined by the Authority, provided that a temporary appointee selected from among the Commissioners of the Authority shall serve without compensation (other than the payment of necessary expenses).

Section 4b. Assistant Secretary. The Assistant Secretary shall be the Chief Financial Officer of the Housing Authority. In the absence or incapacity of the Secretary, the Chief Financial Officer may provide an official signature in lieu of the signature of the Secretary and affix the seal of 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 of the by-laws or rules and regulation of the Authority.

Section 6. Election or Appointment. The first Chairman shall, pursuant to his appointment, serve in the capacity of Chairman until the expiration of his term of office as Commissioner. The Vice-Chairman and, except in the case of the first Chairman, the Chairman shall be elected at the annual meeting of the Authority from among the commissioners of the Authority, and shall hold office for one year or until their successors are elected and qualified.

If a member who has been appointed as a Commissioner of the Housing Authority of the City of Jefferson acting in its capacity as a housing authority is not also a member of the Board of Commissioners of the Housing Authority acting in its capacity as the Land Clearance for Redevelopment Authority for the City of Jefferson, is elected or appointed to any position as an officer of the Authority acting in its capacity as a housing authority, then the members of the Land Clearance for Redevelopment Authority shall also elect another member to serve in that position when the Housing Authority acts in its capacity as a Land Clearance for Redevelopment Authority.

The Secretary and the Assistant Secretary shall be appointed by the Authority. Any person appointed to fill the office of Secretary, or Assistant Secretary, or any vacancy therein, shall have such term as the Authority fixes, but no Commissioner of the Authority shall be eligible to this office except as a temporary appointee.

Section 7. Vacancies. Should the office of Chairman or Vice-Chairman become vacant, the Authority shall elect a successor from its membership at the next regular meeting, and such election shall be for the unexpired term of said office. When the office of Secretary becomes vacant, the Authority shall appoint a successor, as aforesaid.

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 Missouri and all other laws of the State of Missouri applicable thereto. The selection and compensation of such personnel (including Secretary and Assistant Secretary), shall be determined by the Authority subject to the laws of the State of Missouri.

ARTICLE III -MEETING

Section 1. Annual Meeting. The annual meeting of the Authority shall be held at the November regular meeting; at the regular meeting place of the Authority, except that the Board of Commissioners may specify any other date during the month of November for such annual meeting.

Section 2. Regular Meetings. Regular meetings of the Authority shall be held at 7:30 a.m. on the third Tuesday of each month at the office of the Authority in the City of Jefferson, Missouri; except that the Board of Commissioners may specify any other day and time during that month for such regular meeting.

Section 3. Special Meetings. The Chairman of the Authority may, when he deems it expedient, and shall, upon the written request of two members 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 by notice given at least 24 hours (exclusive of weekends and holidays when the Authority's offices are closed) prior to the commencement of any such special meeting, unless for good cause such notice is impossible or impractical, in which case as much notice as is reasonably possible shall be given. The notice for a special meeting shall be delivered to each member of the Authority by the time set out above. At such special meeting, no business shall be considered other than as designated in the call, but if all of the members of the Authority are present at a special meeting, any and all business may be transacted at such special meeting.

Section 4. Quorum. The powers of the Authority shall be vested in the Commissioners appointed to their respective roles in the Authority who are in the office from time to time. Four Commissioners shall constitute a quorum for the purpose of conducting the Authority's business as a housing authority and exercising its powers and for all purposes, but a smaller number may adjourn from time to time until a quorum is obtained.

Three Commissioners shall constitute a quorum of the Land Clearance for Redevelopment Authority for the purpose of conducting its business and exercising its powers and for all purposes, but a smaller number may adjourn from time to time until a quorum is obtained. When a quorum of Commissioners is in attendance, action may be taken by the Authority as a housing authority upon a *vote* of the majority of the quorum of the Commissioners serving in that capacity. When a quorum of Commissioners acting in their capacity as a Land Clearance for Redevelopment Authority is in attendance, action may be taken by the Authority as a Land Clearance for Redevelopment Authority upon a *vote* of the majority of the Commissioners present who are serving in that capacity.

Section 5. Order of Business. At the regular meeting of the Authority, the following shall be the order of business:

1. Roll Call
2. Reading & approval of the minutes of the previous meeting.
3. Bills and communications
4. Report of the Secretary
5. Reports of Committees
6. Unfinished Business
7. New Business
8. Adjournment

All resolutions shall be in writing, and copies in a journal of the proceedings of the Authority.

Section 6. Manner of Voting. The voting on all questions coming before the Authority shall be by voice vote (roll call vote to enter into Executive Session, and roll call vote for matters in Executive Session), and the yeas and nays shall be entered upon the minutes of such meeting.

Section 7. Participation in Meeting by Telephone. Members of the Board of Commissioners may participate in a meeting of the Board or of a committee by means of conference telephone or similar communications equipment whereby all persons participating in the meeting can hear each other, and participation in a meeting in this manner shall constitute presence in person at the meeting.

ARTICLE IV – AMENDMENTS

Section 1. Amendments to By-laws. The by-laws of the Authority shall be amended only with the approval of at least four of the members of the Authority at a regular or a special meeting.