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BYLAWS OF THE HOUSING AUTHORITY OF THE TOWN OF MORRISTOWN

ARTICLE I. THE AUTHORITY

Section 1 NAME OF THE HOUSING AUTHORITY

The name of the Authority shall be The Housing Authority of the Town of Morristown

Section 2 SEAL OF AUTHORITY.

The Seal of the Authority shall be stored and maintained by the Authority's Secretary at the Authority's offices.

Section 3 OFFICE OF THE AUTHORITY

The principal office of the Authority shall be at: 39 Early Street, Morristown, New Jersey 07960

ARTICLE II. DECLARATION OF POLICY

Section 1 GENERAL POLICY

It shall be the settled policy of the Board of Commissioners (the "Board") to determine only matters of general policy to include, but not be limited to, procurement, personnel, financial, and property use; and to delegate the execution of such general policies and administrative duties to the Executive Director and the staff of the Authority. The Board shall observe the Authority's chain of command and act collectively and accordingly. The Executive Director is charged with the day-to-day responsibility of operating the Authority and executing its policies. The Board shall refrain from appearing to be managers instead of policy makers.

Section 2 PROCUREMENT

In the procurement of property, equipment, supplies, and services by the Authority and in the disbursement of funds, the Authority shall comply with and rely upon the laws, regulations, and procedures required by the U.S. Department of Housing and Urban Development ("HUD"), as well as State and local law, whichever is more stringent.

ARTICLE III. COMMISSIONERS

Section 1 COMPOSITION

The Authority shall have seven (7) Board members: five (5) Board members shall be appointed by the governing body of the Town of Morristown ("Town"); one (1) Board member shall be appointed by the Mayor; and one (1) Board member shall be appointed by the Commissioner of the New Jersey Department of Community Affairs ("DCA Commissioner"). One (1) Board member shall be a resident of the Authority. Consistent with New Jersey law, no more than one Board member may be an officer or employee of the Town.



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Section 2 POWERS AND RESPONSIBILITIES

The Board shall have general power to control and manage the affairs of the Authority consistent with New Jersey law, the Authority's personnel policies, and these Bylaws. The Board shall also have the responsibility to provide oversight to ensure adherence of all pertinent legal and fiscal matters of the Authority.

Section 3 ELECTIONS

The Chairperson and the Vice-Chairperson shall be elected by a simple majority vote at the Annual Meeting of the Authority from among the Board members, and shall hold office for one year or until their successors are elected or qualified.

Section 4 HOUSING AUTHORITY CHAIRPERSON

The Chairperson shall be qualified and willing to accept responsibilities outlined in these Bylaws, as follows:

- a. Preside at all Meetings of the Authority.
- b. Sign all contracts, deeds, and such other instruments made by the Authority or as may be authorized by resolution of the Authority. Any contract above \$50,000.00 shall require the signatures of both the Chairperson and the Executive Director; any contract above \$50,000.00 shall be brought before the full Board.
- c. With the approval of the Board, appoint all Standing and Ad Hoc Committees and their members and Chairs.
- d. Call Regular and Special Meetings of the Authority in accordance with these Bylaws.
- f. See that all books, reports, statements, and certificates required by law are properly kept, made and filed according to law.
- g. Enforce these Bylaws and perform all duties incidental to the position of Chairperson as is required by law.

Section 5 HOUSING AUTHORITY VICE-CHAIRPERSON

The Vice-Chairperson shall be qualified and willing to accept all the responsibilities of the position as outlined in these Bylaws. In the event of the absence or inability of the Chairperson to exercise his or her office, the Vice-Chairperson shall perform the duties of the Chairperson in the absence, vacancy and incapacity of the Chairperson of the Housing Authority.

Section 6 DUTIES—SECRETARY

In accordance with New Jersey law, the Executive Director of the Authority shall serve as its Secretary. The Secretary shall have the following duties and responsibilities:

- a. The Secretary shall keep the records of the Authority, shall be responsible for ensuring that an accurate record of all votes and a record of the proceedings of the Authority is maintained in a permanent journal, and shall perform all duties incident to his or her office, including the safe custody of the seal of the Authority. The Secretary shall affix the seal of the Authority to all instruments required to be under Seal and shall attest such seal and the execution of instruments to be attested.
- b. The Secretary shall provide general supervision over the Authority's operations and the administration of its operations and the administration of its business and affairs subject to the direction of the Board.



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c. The Secretary shall comply with all professional training and development requirements within the specified time period.

SECTION 7 DUTIES—ADDITIONAL

The Officers of the Authority shall perform such other duties and functions as may from time to time be required by the Authority's Bylaws or rules and regulations.

Resident Commissioners shall be in good standing with all Policies of the Housing Authority during their term. Any violations of a Resident commissioner's lease, public housing regulation or policies shall constitute good cause for removal.

SECTION 8 CONFLICT OF INTEREST

No Board member shall have right to, or interest in, the Housing Authority's property or assets. No Board member shall, by reason of his or her office, be entitled to receive any salary or unapproved compensation.

SECTION 9 COMMITTEES.

The Chairperson shall appoint members of the Board at the Annual Meeting to the following standing Committees: Finance, Personnel, Buildings and Grounds, Resident Advisory and shall reserve the right to appoint members of the Board as warranted for ad-hoc committees.

The Chairperson and the Board may, from time to time, create Special Committees to review and make recommendations on administrative and economic practices of the Authority in collaboration with the Executive Director.

All Special Committees will report to the Board at its Regular and Special Meetings and provide the Chairperson and Executive Director with copies of all communications. The Board will at that time ratify or reject the actions of the Special Committees.

Three (3) members of the Board shall constitute a committee and a quorum of that committee. A majority vote of said three (3) members shall be sufficient for action by the committee.

SECTION 10 VACANCIES.

Should any office become vacant, the Authority shall elect a successor from its membership at the next Regular Meeting or at a Special Meeting called for that purpose, and such election shall be for the unexpired term of said office. When the Office of the Secretary becomes vacant, the Authority shall appoint a successor in the manner prescribed in these Bylaws.

SECTION 11 TRAINING REQUIREMENTS.

All members of the Board are required to complete a comprehensive course of study consisting of four (4) required courses plus one (1) course. Board members must complete the required training within 18 months of the date of appointment, in accordance with New Jersey law. Any Board members who fails to complete the required course



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of study within the prescribed time is deemed to have resigned their position effective at the end of that period of time.

All Board members shall ensure Rutgers's Center for Government Services provides the Executive Director and Chairperson with a certificate of recognition or a certificate of completion once they have successfully completed the required Commissioner training in the State of NJ within 18-months of appointment.

ARTICLE IV. EXECUTIVE DIRECTOR

SECTION 1 APPOINTMENT AND DUTIES.

The Executive Director shall be appointed by the Board and shall have general supervision over the administration of the business and affairs of the Authority, subject to the direction of the Board. The Executive Director shall be charged with the operation and management of the housing communities of the Authority.

The Executive Director's responsibilities shall include, but not be limited to, the following:

- a. Sign all contracts, deeds, and such other instruments as may be authorized by resolution of the Authority. The Executive Director and the Chairperson must sign any contract above \$50,000.00; and any contract above \$50,000.00 shall be brought before the full Board.
- b. Assume an active role in Community leadership.
- c. Assume responsibility for strong quality management practices to include:
 - i. The Authority
 - ii. Staff
 - iii. Residents (including prospective residents' i.e. waiting list and admission-related concerns,
- d. Carry out all duties and responsibilities as outlined by the Housing Authority's Executive Director's job description, resulting in the effective management and operation of the Housing Authority.
- e. Employ or discharge all employees of this Authority in accordance with the Personnel Policy and any other binding agreements.
- f. Implement all organizational policies as established by the Board.
- g. Report to the Board on Authority activities at every Board meeting and provide other reports as requested by the Board, to include the preparation of an Annual Report to be presented to the Board and the DCA Commissioner.

SECTION 2 ADDITIONAL PERSONNEL.

The Executive Director may from time to time employ and appoint such personnel at the Authority as deemed necessary to exercise its powers, duties, and functions.

ARTICLE V. MEETINGS.

SECTION 1 ANNUAL MEETINGS.

The Annual Meeting shall be held during the month of October during the Regular Meeting of the Authority, or at such other time as the Chairperson may designate. At the Annual Meeting, in addition to the holding of Elections



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of Officers, the Board members shall review the Authority's performance and accomplishments and set goals and objectives for the coming year.

SECTION 2 REGULAR MEETINGS.

Regular Meetings shall be held upon notice to the Board members on the fourth Monday of each month at 6:00 p.m. Notice of the monthly Regular Meetings shall be made by placing a notice in the local newspapers, on the bulletin board of the Authority's main office and on the front page of the Authority's website at least seven (7) calendar days prior to the date of such meeting. No further notice shall be necessary unless required by law.

SECTION 3 SPECIAL MEETINGS.

The Chairperson of the Authority may, when deemed appropriate or upon written request of four members of the Board or written request from the Executive Director of the Authority, call a Special Meeting of the Authority for the purpose of transacting any business designated in the notice of such Meeting. Except in the event of an emergency, the notice of a Special Meeting must be delivered to each Board member or may be mailed, faxed, or emailed to the business or home address of each Board member at the same time as such notice is transmitted to the newspapers and posted in the office of the Authority, all in accordance with New Jersey law. At such Special Meeting, no business shall be considered other than as designated in the notice.

SECTION 4 EXECUTIVE SESSION MEETINGS.

The Chairperson shall, upon resolution of the Board, recess a Regular or Special meeting to go into executive session to discuss only those matters permitted by law. The Board's counsel shall confirm that the executive session called for meets the requirements of and is in accordance with applicable law. These executive session meetings are confidential and are not opened to the public, and no Board member or staff member present shall disclose the content of the discussions. Minutes of all executive sessions will be taken, maintained, and released at the appropriate time to the public, all in accordance with the requirements of New Jersey law. The Board may make a report upon returning to the Regular or Special Meeting. No deliberation and no voting shall take place during an executive session. The Minutes of the Regular or Special meeting shall reflect the time the Board recessed and returned to the Regular or Special Meeting.

SECTION 5 QUORUM.

The powers of the Authority shall be vested in the Board members then in office from time to time. Four (4) Board members shall constitute a quorum for the purpose of conducting its business and exercising its powers and for all other purposes. Action may be taken by the Authority upon the affirmative vote of the majority, but not less than four (4) of the Board members present, unless in any case these bylaws require a larger number.

SECTION 6 PARLIAMENTARY AUTHORITY.

Except as otherwise stated in these Bylaws, all meetings shall follow the guidelines established by the New Jersey Open Meeting Act and the Roberts Rules of Order (newly revised) shall govern the proceedings of all meetings.



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SECTION 7 ORDER OF BUSINESS.

At the Regular and Special Meetings of the Authority, Robert's Rules of Order (newly revised) shall be followed, unless these Bylaws specify otherwise, and the following shall be the Order of Business:

1. Call to Order
2. Reading of the Open Public Meeting Act
3. Roll Call
4. Pledge of Allegiance
5. Moment of Silence
6. Approval of the Minutes
7. Executive Director's Report
8. Committee Report
9. Old Business/Correspondence/Updates/Report of Programs
10. Schedule of Bills
11. Resolutions
12. New Business
13. Public Comment
14. Mayor's Comment
15. Council Liaison Comment
16. Adjournment.

SECTION 8 RESOLUTIONS.

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

SECTION 9 AMENDMENTS TO THE AGENDA.

The Agenda may be amended by a two-third (2/3) majority vote of the Board members present at a Regular or Special Meeting.

SECTION 10 MANNER OF VOTING.

The manner of voting on all questions coming before the Authority shall be by roll call, and the ayes and nays shall be entered upon the Minutes of such meetings. In the case of election of officers to the Board, and at such other time as may be approved upon by motion and majority vote, voting shall be by secret ballot. Where such secret ballot is utilized, the number of ayes and nays shall be entered upon the minutes of such proceedings.



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SECTION 11 NOTICE OF MEETINGS.

In addition to that provided herein, a public notice may be distributed to additional media outlets regarding Regular, Subcommittee, Special and Annual meetings of the Board.

SECTION 12 BOARD MEMBER ATTENDANCE AT ANNUAL, REGULAR, AND SPECIAL MEETINGS.

In order to promote the continued successful and efficient operation of the Authority, all Board members are encouraged to attend scheduled, Regular and Special Meetings. In those limited circumstances when a Board member is unable to attend in person due to illness, disability or commuter delays beyond their control, they may participate by phone. Participation by phone, however, will be limited to those instances where a minimum of three (3) Board members are present in person at the Regular Meeting or Special Meeting. In the event a Board member must participate by phone, the Board member shall make every effort to advise the Executive Director at least 24 hours in advance so that the necessary logistical arrangements may be made for his or her participation.

Should any Board member have three (3) or more unexcused absences in a fiscal year, the Board may direct that a statement be sent to the Town Council advising on the matter and requesting action for noncompliance. The number of absences may be extended by an affirmative vote of the Board, at any time, at the discretion of the Chairperson. The Chairman/Chairwoman may excuse an absence for a valid reason, at his/her discretion.

ARTICLE VI. ETHICS

SECTION 1

All Board members shall act in a professional and ethical manner in carrying out their official duties. They shall be bound by the rules and regulations and principles of the Housing Authority Code of Ethics and Professional Conduct as well as the New Jersey Local Government Ethics Law.

SECTION 2

If the Board of the Housing Authority finds that any Board member has violated the Code of Ethics and Professional Conduct or New Jersey law, the Board, by resolution, may petition the Town Council and/or Mayor for the Board member's removal.

SECTION 3

All Board members shall, on an annual basis at the Annual Board Meeting, pledge themselves to the Housing Authority Code of Ethics and Professional Conduct set forth in Appendix I of these Bylaws.



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SECTION 4

The objective of the Code of Ethics and Professional Conduct is to encourage professional performance by all Board members. The Code describes objectives which, when accepted and followed, will help to foster a beneficial relationship between the Board members and staff, as well as those they serve.

ARTICLE VI. AMENDMENTS

SECTION 1 AMENDMENTS TO THE BYLAWS

The Bylaws of the Authority shall be amended only with the approval of at least four (4) of the members of the Board at a Regular Meeting, but no such amendments shall be adopted unless notice of the amendment(s) has(have) been submitted in writing at the previous Regular Meeting of the Authority.

SECTION REPEAL

All previous resolutions adopted by the Authority inconsistent with these Bylaws are hereby repealed. All Bylaws adopted by the Authority inconsistent with these Bylaws are hereby repealed.

ADOPTED.

These Bylaws are adopted on the 23 Day of September Month, 2019 Year.

BY: 

Name of Chairwoman/Chair

Chairwoman

ATTEST. SEAL.