

# BY- LAWS OF THE PIT RIVER TRIBAL HOUSING BOARD

*AMENDED OCTOBER 7, 2022*

## **ARTICLE I – THE PIT RIVER TRIBAL HOUSING BOARD**

Section 1- Name of the Entity. The name of the Entity shall be the “Pit River Tribal Housing Board” (PRTHB).

Section 2- Seal of Pit River Tribal Housing. The seal of the Pit River Tribal Housing Board shall be in the form of a circle and shall bear the name of the Pit River Tribal Housing Board and the year of its organization.

Section 3- Office of the Pit River Tribal Housing Board. The office of the Pit River Tribal Housing Board shall be at such a place within the Pit River Tribes service area of operation as the Tribe may designate from time to time by resolution.

Section 4- Board of Commissioners. The affairs of the PRTHB shall be governed by a Board of Commissioners composed of seven persons. The Board members shall be elected by voting membership of the Pit River Tribe at annual elections conducted by the Tribe. A certification by the Tribal Secretary to the appointment or reappointment of any commissioner shall be conclusive evidence of the due and proper election of the commissioner. Those persons receiving highest number of votes shall be appointed commissioners and in the event of a vacated seat, those persons receiving the next highest number of votes will be appointed to fulfil the remainder of the term.

## **ARTICLE II – OFFICERS**

Section 1- Officers. Officers shall be selected from the members of the Board of Commissioners. The officers of the Pit River Tribal Housing Board shall be a Chairperson, a Vice-Chairperson, and a Secretary/Treasurer.

Section 2- Chairperson. Except as otherwise authorized by resolution by the Pit River Tribal Housing Board, the Chairperson shall preside at all meetings of the Board of Commissioners (herein called the Board), and sign all contracts, deeds and other instruments made by the Board as one of the two signatures on such documents. At each meeting, the Chairperson shall submit such recommendations and information as he-she shall submit a complete annual report, in written form, as required by Article VIII (1) of the Tribal Ordinance No. 05-05-02 adopted on May 5, 2005.

Section 3- Vice-Chairperson. The Vice-Chairperson shall perform the duties of the Chairperson in the absence of incapacity of the Chairperson; and in case of the resignation or death of the Chairperson, the Vice-Chairperson shall perform the Chairperson’s duties such time as a new Chairperson is appointed.

Section 4 – Secretary/Treasurer. Except as otherwise authorized by resolution by the Board, the Secretary shall keep the record of the Board, shall act as secretary of the meetings of the Pit River Tribal Housing Board and record all votes of the proceedings of the Board in a journal of the proceedings to be kept for such purpose, and shall perform all duties incident to his/her office including signing all contracts, deeds, and other instruments made by the Board as one of the two signatures on such documents. The Secretary/Treasurer shall keep in safe custody the seal of the Pit River Tribal Housing Board authorized be executed.

In absence of the Chairperson and Vice-Chairperson, the Secretary/Treasurer shall preside. Except as otherwise authorized by resolution of the Board, the Secretary/Treasurer shall have the care and custody of all funds of the Pit River Tribal Housing Board and shall deposit the same in the name of the Pit River Tribal Housing Board in such depository as the Board may select. He/she shall sign all orders and checks for payment of money and shall pay out and disburse such monies under the direction of the Board, and all such order and checks shall be countersigned by the Chairperson. He/she shall keep regular books of accounts showing receipts and expenditures and shall render to the Board, at each regular meeting (or more often when requested), and account of his/her transactions and also of financial condition of the Pit River Tribal Housing Board. He/she shall give bond for the faithful performance of his/her duties as is required.

Section 5- Housing Coordinator. The Housing Coordinator of the Pit River Tribal Housing Board shall be hired by the Board. Subject to the policies and direction of the Board, he/she shall have given general supervision over the administration of the business and affairs of the Pit River Tribal Housing Board and shall be charged with the management of its housing projects in compliance with Board policies and applicable requirements. The Housing Coordinator shall have authority to hire and terminate additional personnel as needed by the Pit River Tribal Housing Board, and report to the Board all personnel changes within 15 days. Should the Board wish to review a decision made by the Housing Coordinator, Commissioners may review the act or decision at a specially called meeting, pursuant to Section 3 of Article III.

Section 6- Additional Duties. The officers of the Board shall perform such duties and functions as may from time to time be required by the Board or the by-laws or rules of the Pit River Tribal Housing Board.

Section 7- Officer Positions: Chairperson, Vice Chairperson, and Secretary/Treasurer shall be filled whenever a position or positions become vacated, or the term expires.

Board of Commissioners (BOC) terms expire, and new terms begin at the next regular meeting following receipt of the Pit River Tribal Certification of Board of Commissioners election results. Seating of the new BOC members will be 1<sup>st</sup> order of business following the agendas approval of minutes.

Upon seating of new commissioners an election of officers shall be the next order of business. An election for each expired officer position will be conducted by secret ballot, election for each position shall be held separately. Any BOC member can nominate a candidate, including oneself. Person receiving the most votes for ta position is declared the victor. In the event of a tie vote, the BOC may repeat the vote or decide by coin toss. All officer terms will run concurrently with the BOC members term of office.

Section 8- Vacancies. Should the office of Chairperson, Vice=Chairperson, or Secretary/Treasurer become vacant, the Board shall elect a successor from the remaining members of the Board at the next regular meeting, and such election shall be for the unexpired term of said office.

Section 9- Additional Personnel. The Board may from time to time employ such personnel, in addition to the Housing Coordinator, as it deems necessary to carry out its powers, duties and functions as prescribed by law and Tribal Ordinances. The selection and compensation of such personnel (including the Housing Coordinator) shall be determined by the Board. The Housing Coordinator shall hire and /or terminate such personnel, as he/she deems necessary to carry out the policies of the Board.

### **ARTICLE III – MEETINGS**

Section 1- Annual Meeting. The annual meeting of the Pit River Tribal Housing Board shall be held at such time and place as may from time to time be determined by resolution of the Board. In the event such date falls on a Sunday or a legal holiday, the regular meeting shall be held at a place and time scheduled by vote of the Board at the previous meeting.

Section 2- Regular Meetings. Regular monthly meetings shall be held at such time and place as may from time to time be determined by resolution of the Board. In the event such date falls on a Sunday or a legal holiday, the regular meeting shall be held at a place and time scheduled by vote of the Board at the previous meeting.

Section 3- Special meetings. The Chairperson of the Board may, when he/she deems it expedient and shall upon the written request of two members of the Board, call a special meeting of the Board for the purpose of transacting any business designated in the call. Actual notice must be given to each member of the Board at least 24 hours prior to the time of such special meeting. At such special meeting no business shall be considered other than designated in the call, and no action may be taken without the concurrence of three Board Members, but if all of the members of the Board are present at a special meeting any and all business may be transacted at such meeting. The 24-hour notice may be waived by the written consent of all Board Members.

Section 4- Electronic Conferencing. Regular monthly meetings, Special meetings, or Informational meetings may be carried out through electronic conferencing, such as, telephonic, video, other such electronic medium as deemed in the best interest of the conferencing, at least one party must be located at the designated offices for purposes of accommodating any open meeting. Requirements.

Section 5- Quorum. The powers of the Pit River Tribal Housing Board shall be vested in the Board Members thereof in office from time to time. Four Board Members shall constitute a quorum for the purpose of conducting its business and exercising its powers and all other purposes, but a smaller number may adjourn from time to time until a quorum is obtained. When a quorum is in attendance, action may be taken by the Board upon a vote of at least four of the Board Members present.

Section 6- Order of Business. At the regular meeting of the Board the following shall be as adopted from time to time by resolution of the Board.

1. Meeting Call to Order
2. Roll Call
3. Approval of Agenda
4. Approval of Minutes
5. Action Items
6. Discussion Items
7. Adjournment

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

Section 7- Manner of Voting. The voting on all questions coming before the Board shall be by year or nay, and the yeas, nays, and absent/abstaining shall be entered upon the Article II, when the vote may be by ballot. All seven members shall be voting members.

#### ARTICLE IV- AMENDMENTS

Section 1- Amendments to By-Laws. The by-laws of the Pit River Tribal Housing Board shall be amended only with the approval of at least five Board Members at any Board meeting provided that at least seven days written notice thereof has been previously given to all Board Members.