



John A. Boris, Chairman
Kimberley Driscoll, Vice Chairman
Charity Lezama, Treasurer
Benjamin Shallop, Assistant Treasurer
Sue Kirby

Cathy Hoog, Executive Director

BY-LAWS OF THE SALEM HOUSING AUTHORITY

ARTICLE I: NAME, SEAL, AND LOCATION

Section 1: Name The name of the Authority shall be "Salem Housing Authority".

Section 2: Seal of Authority The seal of the Authority shall consist of a flat faced circular die with the name of the Authority, the word "Massachusetts" and the year of its organization (1948).

Section 3: Office of Authority The office of the Authority shall be in Salem, in the Commonwealth of Massachusetts, at such place as the Authority may from time to time designate by vote of the Authority.

ARTICLE II: OFFICERS

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

Section 2: Chairman The Chairman shall preside at all meetings of the Authority. Except as otherwise authorized by vote of the Authority, the Chairman shall sign all contracts, deeds, leases, and other instruments entered into by the Authority. At each meeting, the Chairman shall submit such recommendations and information as he/she 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 the 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 appoint a new Chairman.

Section 4: Second Vice Chairman The Second Vice Chairman shall perform the duties of the Vice Chairman in the absence or incapacity of the Vice Chairman; and in the case of the resignation or death of the Vice Chairman, the Second Vice Chairman shall perform such duties as are imposed on the Vice Chairman, until such time as the Authority shall appoint a new Chairman.



Section 5: Treasurer The Treasurer shall have the care and custody of all funds of the Authority in such bank or banks as the Authority may by vote designate. The Treasurer shall sign all orders and checks for the payment of money and shall pay out and disburse such moneys under the direction of the Authority. Except as otherwise authorized by votes of the Authority, all such orders and checks shall be countersigned by the Chairman.

Section 6: Assistant Treasurer The Assistant Treasurer shall perform the duties of the Treasurer in the absence or incapacity of the Treasurer; and in the case of the resignation or death of the Treasurer, the Assistant Treasurer shall perform such duties as are imposed on the Treasurer, until such time as the Authority shall appoint a new Treasurer.

Section 7: Secretary The Secretary shall keep the records of the Authority, shall act as clerk of the meetings of the Authority and record all votes, and shall keep records of the minutes of meetings of the Authority in a record book to be kept for such purposes, and shall perform all duties incident to this office. The Secretary shall keep in safe custody the seal of the Authority and shall have the power to affix such seal to all contracts and the instruments authorized to be executed by the Authority.

In the absence of the Secretary at any meeting, a temporary Secretary shall be chosen who shall record the proceedings of such meetings in the record book.

Section 8: Executive Director The Authority may appoint an Executive Director who shall have general supervision over the administration of the business and affairs of the Authority and who shall be charged with the management of housing developments of the Authority, subject to the direction of the Authority. Upon the appointment of an Executive Director, he/she shall serve as ex-officio Secretary of the Authority.

Section 9: 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 by-laws, or rules and regulations of the Authority.

Section 10: Election or Appointment The Officers of the Authority shall be elected at the annual meeting from among the members of the Authority, and shall hold office for one year until their successors are elected and qualified.

Section 11: Vacancies Upon a vacancy in any of the offices, 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. Upon a vacancy in the office of Treasurer and if such person is not a member of the Authority, the Authority shall appoint a successor for such term as it shall determine, but not to exceed the term of one year.

Section 12: Additional Personnel The Authority may from time to time employ such personnel as it deems necessary to exercise its powers and perform its duties as set forth in the Housing Authority Law of the Commonwealth of Massachusetts, as amended, and all other provisions of law of the Commonwealth of Massachusetts applicable thereto.

Section 13: Chairperson Term Limit

The Chairperson shall not serve more than two (2) consecutive terms. A commissioner may serve more than two (2) terms as Chairperson if separated by at least two (2) years in another role on the Board.

ARTICLE III: MEETINGS

Section I: Annual Meeting The annual meeting of the Authority shall be held at the regular meeting place of the Authority on the day and at the time appointed for the first regular meeting in February each year. If the annual meeting is omitted on the day herein provided therefore, a special meeting may be held in place thereof and any business transacted or elections held at such meeting shall have the same effect as if transacted or held at the annual meeting. The annual report of the Authority shall be considered and adopted at the annual meeting. The order of voting for roll-call votes shall be determined by the Board at the Annual Meeting.

Section 2: Regular Meetings Regular meetings shall be held on the second Wednesday of each month and must be publicly posted in compliance with the Open Meeting Law of the Commonwealth of Massachusetts (Chapter 30A §§18-25).

Section 3: Special Meetings The Chairman of the Authority may, when he/she deems it expedient, call a special meeting of the Authority for the purpose of transacting any business designated in the notice. The notice for a special meeting must be delivered to each member of the Authority and posted in compliance with the Open Meeting Law of the Commonwealth of Massachusetts (Chapter 30A §§18-25). At such special meetings no business shall be considered other than as designated in the notice or any other business that may lawfully come before it.

Section 4: Quorum At all meetings of the Authority a majority of the members of the Authority shall constitute a quorum for the purpose of transacting business; provided that a smaller number may meet and adjourn to some other time or until a quorum is obtained.

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

- I. Call the Meeting to Order
- II. Roll Call
- III. Acceptance of the Minutes of Previous Meeting(s)
- IV. Communications
- V. Reports of the Committees
- VI. Report of the Executive Director
- VII. Unfinished Business
- VIII. Recommendations of the Chairman
- IX. Report of the Treasurer
- X. New Business
- XI. Other Business/Late Communications
- XII. Adjournment

ARTICLE IV: AMENDMENTS

Section 1: Amendments to By-Laws The by-laws of the Authority shall be amended only with the approval of a majority of the Authority at a regular or a special meeting, but no such amendment shall be adopted unless at least seven days' notice of such proposed amendment has been previously given to all of the members of the Authority.

Revised 2/28/78 (Added Assistant Treasurer)
Revised 3/29/94 ((Added Second Vice-Chairman)
Revised 11/08/07 (Change meeting from fourth to third Tuesdays)
Revised 11/26/08 (Change meeting from third Tuesday to second Wednesday)
Reviewed by the Board 3/10/10 (No changes made)
Reviewed by the Board 2/09/11 (No changes made)
Revised by the Board 4/13/11 (housekeeping corrections)
Reviewed by the Board 3/21/12 (No changes made)
Reviewed by the Board 3/13/13 (No changes made)
Reviewed by the Board 3/12/14 (No changes made)
Reviewed by the Board 3/11/15 (No changes made)
Reviewed by the Board 3/09/16 (No changes made)
Reviewed by the Board 3/08/17 (No changes made)
Reviewed by the Board 3/20/18 (No changes made)
Reviewed by the Board 3/13/19 (No changes made)
Reviewed by the Board 3/25/20 (Change made at May 13, 2020 Special Board Meeting adding Chairperson Term Limit)



John A. Boris, Chairman
Kimberley Driscoll, Vice Chairman
Charity Lezama, Treasurer
Benjamin Shallop, Assistant Treasurer
Sue Kirby

Cathy Hoog, Executive Director

EXTRACT FROM THE MINUTES OF THE
SPECIAL MEETING OF THE BOARD MEMBERS OF THE
SALEM HOUSING AUTHORITY HELD ON
WEDNESDAY, MAY 13, 2020 AT 2:00 P.M.

The BOARD MEMBERS of the SALEM HOUSING AUTHORITY met in a SPECIAL MEETING at the office of the Authority, 27 Charter Street in the City of Salem, Massachusetts on WEDNESDAY, MAY 13, 2020 at 2:00 p.m., the place, hour, and date duly established for the holding of such meeting.

This meeting was held via Zoom Meeting.

The meeting was called to order at 2:00 p.m. by John A. Boris, Chairman and upon a roll call, the following answered present:

Present

Sue Kirby
Benjamin Shallop
Charity Lezama
John A. Boris

Absent

Kimberly Driscoll (joined meeting 2:07 p.m.)

Also Present: Cathy Hoog, Executive Director and Anne Cameron, Executive Secretary, Gary Dean, Director of Maintenance and Debra A. Tucker, Assistant Executive Director.

The Chairman declared a quorum present.

MOTION

The following resolution was introduced by John A. Boris, Chairman, read in full, and considered:

Kimberley Driscoll moved to revise the Salem Housing Authority By-Law to add language from Section 13, Paragraph 3 as it relates to Term Limits of the Chair as stated in the Training Manual for Housing Authorities. Benjamin Shallop seconded the motion and the **roll call** vote was as follows:

Ayes

Sue Kirby
Benjamin Shallop
Kimberley Driscoll
Charity Lezama
John A. Boris

Nays

The Chairman thereupon declared the motion carried.

