



## **BY-LAWS OF THE SALEM HOUSING AUTHORITY**

### **ARTICLE 1: NAME, SEAL, LOCATION, AND PURPOSE**

**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.

**Section 4: Purpose of the Authority** The Salem Housing Authority (SHA) exists to provide stable, quality, safe, and affordable housing. They seek to empower residents to exercise choice, power and autonomy over their lives, while confronting the historical harms caused by structural racism and systems of oppression. SHA is committed to a housing justice model; forming productive partnerships to maximize social, economic, and educational opportunities for its residents and staff. This mission shall be accomplished in a fiscally responsible manner by a compassionate, ethical, and professional staff and Board of Commissioners ("Board"). The Salem Housing Authority and its Board are committed to the personal growth of board, staff, and tenants, excellence in public service, and being accountable and transparent to all of our stakeholders. The Housing Authority and its Board are committed to advocating for truly affordable housing and the interests of the tenants, as well as forming partnerships within the Salem Community in order to create and support quality affordable housing with dignity for residents of the city.

### **ARTICLE 11: OFFICERS**

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

**Section 2: Chair** The Chair shall preside at all meetings of the Authority. Except as otherwise authorized by vote of the Authority, the Chair shall sign all contracts, deeds, leases, and other instruments entered into by the Authority. At each meeting, the Chair shall submit such recommendations and information as they may consider proper concerning the business, affairs, and policies of the Authority.

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

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

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 Chair.

Section 6 : Secretary Upon the appointment of an Executive Director, they assume the role of Secretary and may delegate their duties. 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 7 : 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.

Section 8 : 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 bylaws, or rules and regulations of the Authority.

Section 9: 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 10 : 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 11: 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 12: 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 1: 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 Chair of the Authority may, when they deem 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. Public Comment
- IV. Consent Agenda
- V. Acceptance of the minutes of Previous Meeting(s) Communications
- VI. Report of the Executive Director
- VII. Reports of the Committees
- VIII. Recommendations of the Chair
- IX. Report of the Treasurer
- X. Unfinished Business
- XI. New Business
- XII. Other Business/Late Communications
- XIII. 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-Chair)  
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)  
Reviewed by the Board 3/10/2021 (No Changes made)  
Reviewed by the Board 6/08/2022 (Pronoun changes made)

Reviewed by the Board (6/14/2023) (Deleted Chainman and added Chair)  
Reviewed by the Board (11/15/23) Changes made: New Article I, Section 4. and revision to Article III, Section 5.  
Reviewed by the Board (05/8/24) Changes made: Pronoun changes and revision to Article III, Section 2.  
Reviewed by the Board (8/14/24) Changes made to Section 7 adding a new sentence and Section 8 deleting last sentence of Section 8.  
Reviewed by the Board (04/09/25) Changes made: revision to order of business, removal of Assistant Treasurer, revision to Article I.

File: ac SHA Bylaws (Revised April 09, 2025)





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EXTRACT FROM THE MINUTES OF THE  
REGULAR MEETING OF THE BOARD MEMBERS OF THE  
SALEM HOUSING AUTHORITY HELD ON  
WEDNESDAY, APRIL 9, 2025 at 6:00 p.m.

The BOARD MEMBERS of the SALEM HOUSING AUTHORITY met in a REGULAR MEETING at the Pioneer Terrace Community Room, Pioneer Terrace, Salem, Massachusetts on WEDNESDAY, April 9, 2025, the place, hour, and date duly established for the holding of such meeting.

This meeting was a hybrid Meeting.

The meeting was called to order at 6:12 p.m. by Veronica Miranda, Chair and upon a roll call, the following answered present:

Present

Romell Kidd  
Doneeca Thurston-Chavez  
Veronica Miranda

Absent

Aaron Paternoster  
Vacant Seat

Also Present: Cathy Hoog, Executive Director, Debra Tucker, Assistant Executive Director, Anne Cameron, Executive Assistant, Massiel Garcia, Finance Director, Jacqueline Guzman, Director of Leased Housing, Joshua Bocko, Assistant Director of Public Housing and Luis Lopez, Maintenance Facilities Manager

Some maintenance staff members of the Salem Housing Authority were also present at the meeting.

The Chair declared a quorum present.

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MOTION

The following resolution was introduced by Veronica Miranda, Chair, read in full, and considered:

Veronica Miranda moved to make changes to the SHA By-Laws to wit: Removal of Assistant Treasurer, moving public comment before meeting minutes, adding consent agendas and some minor grammatical edits. Romell Kidd seconded the motion and the roll call vote was as follows:

Ayes

Romell Kidd  
Doneeca Thurston-Chavez  
Veronica Miranda

Nays

The Chair thereupon declared the motion carried.



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