

**BYLAWS
OF THE
COLORADO CHAPTER OF NAHRO**

ARTICLE I

NAME AND JURISDICTION

Section 1. The name of this organization shall be Colorado Chapter of the National Association of Housing and Redevelopment Officials.

Section 2. The Colorado Chapter shall operate in the State of Colorado subject to provisions of the Constitution of the National Association of Housing and Redevelopment Officials (NAHRO), and these Bylaws. Other geographical areas closely situated outside the legal boundaries of the State of Colorado may be invited to participate in the Chapter with the approval of the general membership.

ARTICLE II

OBJECTIVES AND PURPOSES

We support adequate housing for the public through education, development, preservation, conservation, rehabilitation, and redevelopment. The purposes of the Colorado Chapter shall be:

- (1) To promote the ethical standards and practices of administration and to promote the above objectives;
- (2) To strengthen the Association through (a) the exchange of knowledge and experience; (b) meetings and training programs; (c) the improvement of program administration and (d) the enhancement of professional development opportunities;
- (3) To promote effective relationships among levels of government in the development and execution of housing and community development responsibilities;
- (4) To cooperate with other agencies, associations, and groups, both public and private, having similar or related purposes;
- (5) To promote membership in NAHRO to further our program goals and objectives; and
- (6) To promote public understanding of housing and economic issues.

ARTICLE III

MEMBERSHIP: QUALIFICATIONS, VOTING, DUES

Section 1. Any individual or agency who is engaged in the housing and development field, and who resides within the geographical area of the state, shall be an active member of the Colorado Chapter upon payment of such dues as may be established by the Colorado Chapter as hereinafter provided. Individuals employed in private sector assisted housing and development/redevelopment are deemed an active member of the Colorado Chapter so long as they operate within the state and their dues are paid.

Every member shall have voting rights, including every employee and commissioner in good standing of an active agency member, and is eligible to participate in all activities open to the membership.

Every active member shall be eligible to hold any office in the Association.

Section 2. Any individual or agency who is an affiliate member of NAHRO, or who requests membership in the Colorado Chapter, and who resides within the geographical area of the state, shall be an affiliate member of the Colorado Chapter upon payment of such dues as may be established by the Colorado Chapter as hereinafter provided.

Section 3. An honorary member shall be any other person so designated by the Executive Board. No dues will be assessed for any honorary member.

Affiliate and honorary members have all privileges of full members except voting and holding an Executive Board position.

Section 4. Membership dues may be established, from time to time, by the Executive Board of the Colorado Chapter for the operation of the Chapter. Payment of the established dues shall entitle members in all the rights of their membership class.

ARTICLE IV

EXECUTIVE BOARD: MEMBERS, RESPONSIBILITIES, MEETINGS, QUORUM, VOTING, VACANCIES

Section 1. The control of the affairs of the Colorado Chapter shall be vested in the Executive Board, consisting of the Elected Officers of the Colorado Chapter, the three Immediate Past Presidents of the Colorado Chapter who are still active in the field, and elected or appointed officers serving in Regional and National positions who are members of the State Chapter. The positions shall be voting members of the Executive Board.

Section 2. The Executive Board shall be responsible to ensure that (a) an annual budget is prepared, (b) financial records and accounts are properly maintained, (c) funds are properly received and expended, (d) dues are accurately levied, (e) a biennial audit by an Independent Public Auditor is conducted, (f) a periodic report of the Chapter's affairs is made to the membership, and (g) otherwise plan and account for the activities of the Chapter.

Section 3. The Executive Board shall hold not less than two regular meetings each year, at least one of which will be held at the time and place of the annual convention of the Colorado Chapter. Notice of a regular meeting shall be sent to each Board member not less than ten days before the meeting date.

Section 4. Special meetings of the Executive Board may be called by the President at any time or by the Secretary upon the written request of the least one-fourth of the membership of the Executive Board. The notice of special meeting shall specify the time and place of the meeting and the business to be conducted.

Section 5. At any meeting of the Executive Board, ***thirty-five percent (35%) or more*** of the members of the Executive Board shall be present to establish a quorum for the conduct of the business of the Colorado Chapter. Each member of the Board shall be entitled to one vote. In order for a member's vote to be counted the member must be present.

Section 6. The Executive Board may vote on issues in-person, via e-mail, fax, or conference call or any technology approved by the Board of Directors. Thirty-five percent (35%) of the Executive Board shall cast a vote to establish a quorum. Each member of the Executive Board shall be entitled to one vote. Board members are allowed to appoint a proxy vote but must give a directed proxy to another director, meaning that director is only able to cast the vote specifically directed.

Section 7. Vacancies in the Executive Board occurring between annual meetings shall be filled by the vote of the Executive Board for the unexpired portion of the term.

ARTICLE V

OFFICERS: NAME, DUTIES

Section 1. The officers of the Colorado Chapter shall be President, Senior Vice-President, six Vice-Presidents (Housing, Community Development and Revitalization, Professional Development, Member Services, Commissioners, and State Legislative.), Secretary, and Treasurer, who shall be members of the Chapter, and National NAHRO.

Section 2. It shall be the duty of the President to preside at all meetings of the Colorado Chapter; to create and appoint such special committees as may, from time to time, be necessary for the conduct of the affairs of the Colorado Chapter; to implement such procedures, policies, and activities as may be adopted or approved by the Executive Board of the Colorado Chapter; and to report periodically to the membership on the accounts and general business of the Colorado Chapter.

Section 3. The Senior Vice-President shall preside in the absence of the President at all meetings of the Colorado Chapter; shall succeed the President in office if the President cannot complete his or her term and shall serve until the end of the President's term, and perform such other duties as may, from time to time, be assigned by the President or the Executive Board.

Section 4. The six Vice-Presidents shall be assigned duties and responsibilities by the Executive Board. Included among these duties is Chairman of the Standing Committee. In the absence or inability of the President and Senior Vice-President, the Executive Committee shall designate one of the Vice-Presidents to take the office of President until the next annual meeting.

Section 5. The Secretary shall keep a record of the proceedings of the Chapter in a book maintained for that purpose. He or she shall send out notices as required, and attend to such other business as may belong to this office or as may be directed by the Officers. The Secretary shall promptly furnish the Executive Board minutes or reports on meetings held and business transacted. These responsibilities may be delegated.

Section 6. The Treasurer shall be the custodian of the funds of the Chapter. He or she shall collect all monies payable to the Chapter and shall deposit the same as directed by the Executive Board. He or she shall disburse funds of the Chapter upon written approval of the President or as directed by the Executive Board. The Treasurer shall keep the book of accounts of the Chapter and shall submit a statement of its accounts, with the proper receipts at the regular meetings of the Chapter. He or she shall render an annual account to the Executive Board prior to the Annual Meeting and the membership at the annual meeting.

Section 7. The officers shall not receive compensation for their services.

ARTICLE VI

NOMINATIONS AND ELECTIONS

Section 1. Not less than sixty (60) days prior to the annual conference of the Colorado Chapter held in odd numbered years, the President shall appoint a Nominating Committee having five members representative of the member interests, who shall meet for the purpose of selecting one or more persons from the rolls of active individual members in good standing as nominees for such offices and Board positions.

Section 2. Not less than sixty (60) days prior to the annual conference of the Colorado Chapter held in odd numbered years, the Board shall notify members that an election will be held; that results of the

election will be announced at that year's annual meeting; and that nominations may be made by the membership, provided it is made by a petition bearing the name of the nominee and the signature of at least thirty-five active members in good standing, and further that the petition is received by the Secretary, who shall certify the petition at least 30 days before the annual meeting.

Section 3. Not less than twenty (20) days before the annual conference, the Board shall notify each eligible voter, by mail, email or other written form, of the final nominees selected by the Nominating Committee including any nominees by petition of the membership, and request a vote. Votes must be returned according to the guidelines specified in the notification, which may include provisions to vote in person, via mail, email, and/or any technology approved by the Board of Directors.

Section 4. Results of the vote will be announced at the annual meeting. The term of office shall be two years and shall commence at the conclusion of the annual meeting.

Section 5. Active voting members, as defined in Article III, shall have one vote and shall cast his/her vote as prescribed by the Executive Committee.

Section 6. No person shall be eligible for election to office or appointment to the Executive Board who is not an active individual member in good standing of the National Association and of the Colorado Chapter.

ARTICLE VII

MEETINGS

Section 1. There shall be an annual meeting of the membership of the Colorado Chapter at any time and place, including virtual meetings, fixed by the Executive Board. Reasonable notice of the annual meeting shall be given to the membership, but not less than twenty (20) calendar days prior to the meeting date.

Section 2. Special meetings of the membership may be called at any time on the order of the President, the Executive Board, or by the signed petition of at least one-fifth of the total active agency and affiliate membership. The Secretary shall give notice of the time and place of a special meeting not less than ten (10) calendar days prior to the meeting date.

Section 3. A quorum must be present at any meeting of the membership at which business is transacted. A quorum shall be defined as 25% of active agencies (one representative) and individual members.

Section 4. The membership may cast their vote by proxy by giving a member of the Executive Board their proxy vote in writing prior to a scheduled election or annual meeting.

Section 5. The provisions of these Bylaws and Roberts Rules-of-Order shall apply to the conduct of any meeting of the membership, the Executive Board, and other duly constituted committees of the Colorado Chapter.

In instance where there is inconsistency between the Bylaws and Robert Rules-of -order, the Bylaws shall take precedence.

ARTICLE VIII

COMMITTEES

Section 1. There shall be Standing Committees of the Colorado Chapter through which the program, professional, and member service needs and participation of the membership can be provided. The Standing Committees of the Colorado Chapter are: Housing, Community Development and Revitalization, Professional Development, Member Services, Commissioners, and State Legislative.

Section 2. The President may create such other committees, task forces or similar groups as he/she deems appropriate to the purposes and activities of the Colorado Chapter, and shall appoint the members thereto.

Section 3. The selection process for committee membership shall seek to provide a broad representation of all special interests of the membership, including but not limited to, commissioners, minorities, and women.

ARTICLE IX

AMENDMENT

Section 1. These Bylaws may be amended at a regular or special meeting of the membership, provided a quorum is present and two-thirds of those voting vote affirmatively for the amendment. Each member shall be sent a copy of the proposed amendments with the notice of the meeting. The Secretary shall send the meeting notice to each member not less than twenty (20) calendar days prior to the meeting date.

ARTICLE X

EFFECTIVE DATE, APPROVAL, AND REVOCATION

Section 1. These Bylaws and any amendments thereto shall become effective on approval by the Executive Board of the Regional Council and the Board of Governors of the Association and are subject to revocation by the Executive Board of the Regional Council and the Board of Governors of the Association for due cause.

By- Laws effective date - April 1991; Revised January 2001; March 2010; May 2019