

WATKINS GLEN HOUSING AUTHORITY

BOARD OF DIRECTORS

BY-LAWS



BY-LAWS

WATKINS GLEN HOUSING AUTHORITY

ARTICLE I: HOUSING AUTHORITY

Section 1: Name

The name of the Authority shall be THE WATKINS GLEN HOUSING AUTHORITY.

Section 2: Office Location

The administrative office of the Watkins Glen Housing Authority is located at 222 East 2nd Street, Watkins Glen, New York 14891

Section 3: Mission

Watkins Glen Housing Authority is dedicated to creating a stimulating environment that fosters new beginnings for tenants, so they can enjoy life in a relaxing and comfortable atmosphere. Watkins Glen Housing Authority holds the tenant's safety and happiness as its highest priority.

Section 4: Seal

The official seal of the Authority shall be as follows: Two concentric circles; between their circumference the name of the Authority, and within the circle the words "New York" and the figures representing the year of establishment of the Authority: 1979.

ARTICLE II: DIRECTORS

Section 1: Composition

The Board of Directors of the Watkins Glen Housing Authority shall consist of 5 members.

Appointed Directors

The members shall be appointed by the mayor of the village of Watkins Glen to staggered five (5) year terms in accordance with Section 30 of the Public Housing Law.

Section 2: Powers and Responsibilities

The Board of Directors shall have general power to control and manage the business of The Watkins Glen Housing Authority consistent with HUD, New York State Public Housing Laws and any applicable local laws, the Authority's personnel policy and these By-Laws.

A. The Board of Directors shall have the responsibility to:

- (1) Provide oversight to ensure adherence to all pertinent legal and fiscal requirements for The Watkins Glen Housing Authority;
- (2) Provide final approval of Authority policies and budgets;
- (3) Approve overall Authority plans;
- (4) Appoint and conduct an annual performance review of the Executive Director;
- (5) Ensure that agency personnel policies are established, maintained and reviewed as needed to comply with state and federal laws.
- (6) Elect Officers; and

B. The Board of Directors shall not engage in any political activity while on housing authority property or pertaining to housing authority business as per HUD guidelines.

Section 3: Termination

Termination from the Board can occur under the following circumstances:

Removal by the Mayor.

Any appointed Officer may be removed for just cause by the Mayor of Watkins Glen, NY. Causes may include:

- 1) Documented and material violation of the By-Laws or public laws;
- 2) Substantiated conduct in the community or with Housing Authority staff that is unbecoming of a Housing Authority Officer or that undermines the Housing Authority's good name; or
- 3) Unauthorized dissemination of confidential information about Housing Authority to persons or organizations outside of the Housing Authority.
- 4) Absence from Meetings. Any member of the Board who shall have 3 (three) total absences in a fiscal year. The Chairman may excuse an absence for a valid reason.

Other basis for removal.

- (1) Resignation. A board member may notify the Board of his or her resignation. Such notification shall be sent in writing by both certified and regular mail to the Mayor of Watkins Glen, WGHA chairperson & Executive Director.
- (2) Death. Upon the death of an appointed Officer, the Mayor of Watkins Glen shall be notified. The mayor shall make an appointment to the vacancy for the unexpired term.

Section 4: Vacancies

The Mayor of the Village of Watkins Glen, NY shall fill any vacancy in the office of appointed Officers of the Housing Authority. While the mayor is by law, the appointing authority, the Nominating Committee should assess the Board's needs for special expertise and make recommendations for the mayor's consideration. Should a vacancy occur other than by reason of expiration of term, the vacancy shall be filled for the unexpired term. Should a vacancy occur in the elected resident Officer's position, a special election shall be held by the authority to fill the position for the unexpired term.

Section 5: Conflict of interest

- (1) No Watkins Glen Housing Authority Board member shall have any right to, or interest in the Housing Authority property or assets. No Officer shall, for reason of his or her office, be entitled to receive any salary or unapproved compensation.
- (2) It is the duty of any member of the Board of Directors to follow the code of conduct and to report to the Board any conflict of interest, real or apparent, at the earliest possible opportunity. Any person whose social, financial, or personal position precludes objectivity in relation to the affairs of the Housing Authority or who has a financial relationship with the Housing Authority shall be deemed to have a conflict of interest. Any Director or Officer with such a conflict shall be required to recuse himself or herself during the discussion and subsequent vote on any topic giving rise to the conflict.

ARTICLE III: OFFICERS

Section 1: General

The Officers of the Watkins Glen Housing Authority Board shall be the Chairperson, Vice Chairperson, Treasurer, Secretary and Assistant Treasurer-Secretary. The Jefferson Village Apartments Property Manager shall be the Executive Director of the Authority.

Section 2: Election and Term of Office

The Officers of the Housing Authority shall be elected at the annual meeting of the Authority by a majority vote of the voting members present. The elected Officers will be elected for a one-year term. Officers shall serve until their successors are elected.

Section 3: Duties

A. Chairperson

The Chairperson shall be qualified and willing to accept responsibilities outlined in these By-Laws. He or She shall:

- (1) Preside over all meetings of the Watkins Glen Housing Authority Board of Directors.
- (2) Appoint an acting secretary, if the Chairperson and Secretary are to be absent at the same time.
- (3) Present to the Board any communication that has been addressed to him or her.
- (4) Call regular and special meetings of the Authority in accordance with these By-Laws.
- (5) See that all books, reports, statements and certificates required by statute are properly kept, made and filed according to Law.
- (6) Enforce these By-Laws and perform all duties incidental to the position of chairman which are required by law.
- (7) Shall act as ex-officio member of all committees.
 - a. Insure review of annual Audit at meeting.
 - b. Approve payment of invoices on a weekly basis. Unless directing co-chair to do so.

B. Vice Chairperson

The Vice Chairperson shall be an Officer of the Authority and qualified and willing to accept all of the responsibilities of the Chairperson as outlined in these By-Laws. In the event of the absence or inability of the Chairperson to exercise his or her office, the Vice Chairperson shall become the acting Chairperson of the Watkins Glen Housing Authority, with all the rights privileges, and powers as if he or she had been the duly-elected Chairperson.

C. Secretary

The Secretary shall be qualified and willing to accept responsibilities outlined in these By-Laws. He or she shall:

- (1) Be responsible for ensuring the recording of the proceedings of all meetings of the Board of Directors.
- (2) See that all notices are duly given in accordance with the provisions of these By-Laws and as required by law;
- (3) In general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the Officers.

D. Treasurer

The Treasurer shall be qualified and willing to accept responsibilities outlined in these By-Laws. He or she shall:

- (1) Supervise the care and maintenance of the books, funds and accounts of the Authority and such other books of account as may be required by law or by the Authority.
- (2) Render a statement of the financial condition of the Authority at each regular meeting thereof, and at such other times as the Authority may require.
- (3) Make a full financial report at the annual meeting of the Authority.

E. Assistant Secretary-Treasurer

The Assistant Secretary-Treasurer shall perform the duties of the Secretary and/or Treasurer in the event that either or both offices have become vacant until filled as outlined in these By-Laws or in the event the Secretary or Treasurer is unable to perform such duties by reason of illness, disability or absence.

Section 5: Removal

Any officer identified in Section 3 may be removed by the Officers by majority vote. Election or appointment of an officer shall not in itself create any contract right.

Section 6: Vacancies

Should any vacancy among the Officers occur by death, resignation, or otherwise, the same shall be filled by vote of the Officers of the Authority for the unexpired portion of the term of such office.

Section 7: Signature of Checks

The Chairperson and Executive Director shall be authorized to sign the checks or drafts of the Housing Authority.

ARTICLE IV: EMPLOYEES

Section 1: Executive Director/Property Manager

The Board of Directors shall have the responsibility to appoint or remove an Executive Director.

Responsibilities

Under the policies and supervision of the Chairperson and the Board of Directors, the Executive Director shall:

- (1) Assume an active role in Community leadership.
- (2) Establish and assume responsibility for strong quality management practices.
- (3) Carry out all duties and responsibilities and meet the standards as outlined by the Watkins Glen Housing Authority's Executive Director's Job Description resulting in the effective management and operation of Watkins Glen Housing Authority.
- (4) Be responsible for the implementation of all organizational policies as established by the Board of Directors.
- (5) Report to the Board on Authority activities at every Board meeting.
- (6) Hire and supervise staff to properly maintain the Authority's housing projects.
- (7) Present staff salaries to the local legislative body on an annual basis.
- (8) Maintain and carry out the daily operations of the Authority's housing projects.
- (9) Be custodian of all records of the Authority and of the seal of the Authority and shall affix the seal to all HUD regulated and required documents as noted in HUD regulations.

Section 2: Other Employees

The Authority may subject to statutory and contractual limitations, employ and retain such other personas as may be necessary and fix their compensation.

ARTICLE V: MEETINGS

Section 1: Parliamentary Authority

Except as otherwise stated in these By-laws, all meetings shall follow the guide lines established by the New York State open meeting law.

Section 2: Order of Business

All meetings shall follow a consistent format. The format shall be reviewed at the Annual Meeting. The order may be changed by the Chairperson as necessary.

- (1) Call to order / Roll call
- (2) Public Comment
- (3) Reading and approval of minutes
- (4) Treasurer's Report
- (5) Communications sent/received
- (6) Executive Director's Report
- (7) New Business
- (8) Old Business
- (9) Executive session as needed
- (10) Adjournment

Section 3: Annual Meeting

The Annual Meeting of the members of the Watkins Glen Housing Authority shall be held on the **3rd Tuesday of April at 2:00 PM**, at Jefferson Village Apartments Community Room located at 222 East 2nd Street, Watkins Glen, NY 14891. Should the day appointed for holding such meeting fall upon a legal holiday, the meeting shall be held the next succeeding Tuesday thereafter.

(1) Annual meeting may be conducted and or attended via the Internet, video conferencing, or telephone, as long as it meets the other requirements that include providing reasonable notice and allowing the public to attend, which in the case of an alternative meeting format would mean the ability to listen, observe or participate.

(2) The Executive Director shall send to every Board member a notice specifying the time and place of such Annual Meeting at least seven (7) days but not more than three (3) weeks in advance of the meeting.

(3) The purpose of the Annual Meeting shall be:

A. Elect the Officers

Section 4: Regular/Open Meetings

Regular meeting of the Authority shall be held at least once a month, (3rd Tuesday at 2PM), at Jefferson Village Apartments Community Room located at 222 East 2nd Street, Watkins Glen, NY 14891. Regular meetings may be conducted and/ or attended via the Internet, video conferencing, or telephone, as long as they meet the other requirements that include; providing reasonable notice and allowing the public to attend, which in the case of an alternative meeting format would mean the ability to listen, observe or participate. The time and date of the annual and regular meetings may be modified, with appropriate notice, at the discretion of the board.

(1) At least seven (7) days and not more than three (3) weeks prior to each meeting, the Executive Director shall send to every member:

- a. Notice specifying the time and place of the meeting;
- b. Copy of the agenda;
- c. Resolutions to be presented;
- d. Minutes of the previous meeting.

(2) The purpose of the Annual Meeting shall be;

- a. Elect the Officers

Section 5: Special Meetings

Special meetings of the Authority may be called at any time by the Chairman of the Board upon majority vote of the Board. Board members must be notified 48 hours prior to the date; however, such notice may be waived in writing. The notices shall state the reason for special meeting, the business to be transacted at the meeting, and by whom the meeting was called.

No business other than that specified in the notice may be transacted at such special meeting without the unanimous consent of all the Officers present at that meeting. Special meetings may be conducted and or attended via the Internet, video conferencing, or telephone, as long as they meet the other requirements that include providing reasonable notice and allowing the public to attend, which in the case of an alternative meeting format would mean the ability to listen, observe or participate.

Section 6: Executive Session

Upon a majority vote of a quorum of its total members present, taken in an open meeting pursuant to a motion identifying the general area or areas of the subject or subjects to be considered, the Board of Directors may conduct an Executive session. No action by formal vote shall be taken without reconvening to public session. NOTE: For appointed Officers, violating confidentiality of subject matter discussed during Executive Session will result in recommendation to Mayor for immediate removal of the board.

Section 7: Quorum

A majority, three (3) of the Officers of the Housing Authority shall constitute a quorum at any meeting of the Officers. This shall include attendance by electronic means (via the Internet, video conferencing, or telephone) as long as they meet the other requirements that include; providing reasonable notice and allowing the public to attend, which in the case of an alternative meeting format would mean the ability to listen, observe or participate. If less than a majority (quorum) of the Board is present at a meeting, no meeting may take place. The secretary shall reflect that a quorum was not present and that the meeting could not take place.

Section 8: Voting

Voting shall be by roll call vote by voice or by a show of hands at all meetings of the Watkins Glen Housing Authority Board. Each board member shall have one (1) vote on each matter submitted to a vote of the members of the Board of Directors. Proxy voting is prohibited and there will be no secret votes at any meeting of The Watkins Glen Housing Authority. Unless otherwise stated in the By-Laws, all actions of the Board will be decided by a minimum of 51% of active board members, whether in attendance or not. The results shall be entered upon the minutes of the meeting.

ARTICLE VI: IMMUNITY / INDEMNIFICATION

Section 1: Immunity:

Each Officer of the Authority shall be immune from liability from any claim of any nature whatsoever for any statements made or actions taken during his/her term as Officer taken in the good faith exercise of the powers granted and duties imposed under the law governing the Housing Authority.

Section 2: Indemnification:

The Watkins Glen Housing Authority shall indemnify its Officers against claims, actions, judgments, fines, amounts paid in settlement, and reasonable expenses and costs, including attorney's fees, in connection with any claim asserted against any Officer (s), by action in court or otherwise, by reason of any act, statement or omission of any Officer (s) who acting in his/her capacity objectively acted in good faith for a purpose that such person reasonably believed to be in the best interest of the Authority and not unlawful.

ARTICLE VII: AMENDMENTS

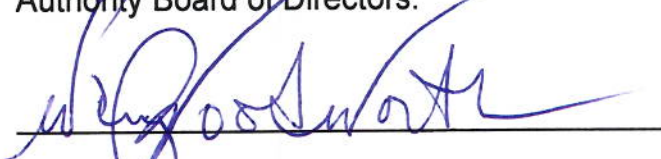
The By-Laws of the Authority shall be amended with the approval of at least four members of the authorized membership of the Authority at a regular or special meeting, but no such amendment shall be adopted unless at least thirty days written notice of such meeting and the amendment or amendments to be proposed thereat have been previously given to all members of the Authority.

Section 1: Repeal

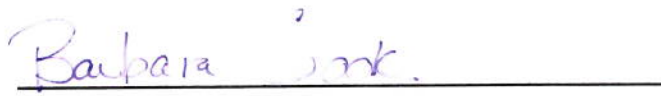
Any previous resolutions adopted by the Authority inconsistent with these By-Laws are hereby repealed.

ARTICLE VIII: ADOPTION

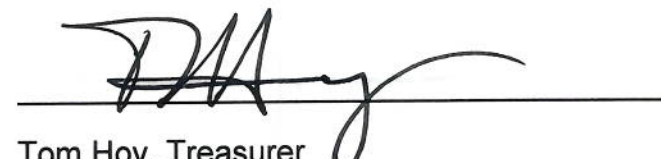
These By-Laws shall become effective upon their approval by the Watkins Glen Housing Authority Board of Directors.



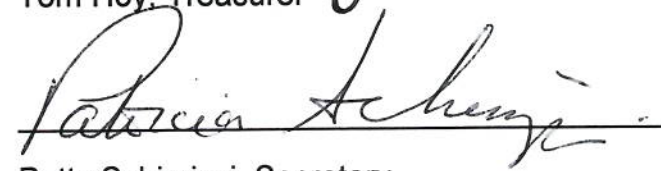
Nan Woodworth, Chairperson



Barb Cook, Vice-Chairperson



Tom Hoy, Treasurer

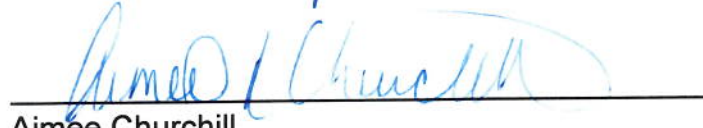


Patty Schimizzi, Secretary



Rob Rossiter, Assistant Treasurer-Secretary

In witness whereof, I have hereunto set my hand in the said Village of Watkins Glen, New York this 26th day of April, 2023.



Aimee Churchill
Attorney for Watkins Glen Housing Authority

SEAL

