

BY-LAWS OF THE JACKSON HOUSING AUTHORITY

ARTICLE I - THE AUTHORITY

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

Section 2. Seal of the Authority. The Seal of the Authority shall be in the form of (a circle and shall bear the name of the Authority and the year of its organization).

Section 3. Office of the Authority. The main office of the Authority shall be at 125 Preston Street, in the City of Jackson, Tennessee, and staffed on a schedule approved by the Jackson Housing Authority Board of Commissioners. Meetings of the Authority's Board of Commissioners shall be held at the main office unless from time to time the Board designates by formal vote such other place as it may choose to hold a meeting.

ARTICLE II - OFFICERS

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

Section 2. Chairman. The Chairman shall preside at all meetings of the Board of Commissioners of the Authority. Except as otherwise authorized by resolution of the Board of Commissioners of the Authority, the Chairman shall sign all contracts, deeds and other instruments made by the Authority, and shall countersign all orders and checks for the payment of money unless by formal resolution the Board of Commissioners of the Authority shall otherwise authorize the payment and disbursement of moneys. At each meeting, the Chairman shall submit such recommendations and information as he 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 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 a new Chairman shall be selected by the Board of Commissioners.

Section 4. Secretary-Treasurer. The Secretary-Treasurer shall be the Executive Director of the Authority and, as such, shall have general supervision over the administration of its business and affairs, subject to the direction of the Board of Commissioners of the Authority. He shall be charged with the management of the housing projects of the Authority.

The Secretary-Treasurer shall keep the records of the Authority, shall act as secretary of the meetings of the Board of Commissioners of the Authority and record all votes and actions of the Board of Commissioners, and shall keep a record of proceedings to be kept for such purpose, and shall perform all duties incident to the office. He shall keep in safe custody the seal of the Authority and shall have the power to affix such seal to all contracts and instruments authorized to be executed by the Authority.

The Secretary-Treasurer, as the Executive Director of the Authority, shall have the care and custody of all funds of the Authority in such bank or banks as the Board of Commissioners of the Authority may select. The Secretary-Treasurer, as the Executive Director, shall sign all orders and checks for payment of money and shall pay out and disburse such moneys under the director of the Board of Commissioners of the Authority. Except as otherwise authorized by resolution of the Board of Commissioners of the Authority, all such orders and checks shall be countersigned by the Chairman of the Board of Commissioners of the Authority. The Secretary-Treasurer, as the Executive Director, shall keep regular books of accounts showing receipts and expenditures and shall render to the Board of Commissioners of the authority, at the end of each quarter (or oftener when requested), an account of his transactions and also of the financial condition of the Authority. He shall give such bond for the faithful performance of his duties as the Board of Commissioners of the Authority may designate.

The compensation of the Secretary-Treasurer, in his capacity as Executive Director, shall be determined by the Board of Commissioners of the Authority on the basis of comparability, shown by formal assessments on a yearly basis, when similar positions at Board-selected Local Public Agencies, provided that a temporary appointee selected from among the Commissioners of the Authority shall serve without compensation other than payment of necessary expenses.

Section 5. Additional Duties. The officers of the Authority shall perform such other duties and functions as may from time to time be required by the Board of Commissioners of the Authority or the By-Laws or rules and regulations as promulgated by the Authority.

Section 6. Election or Appointment. The Chairman and Vice-Chairman shall be elected at the Annual Meeting of the Board of Commissioners of the Authority from among the Commissioners of the Authority, and they shall hold office for one year or until their successors are elected and qualified.

The Secretary-Treasurer, who shall serve as Executive Director of the Authority, shall be appointed annually by the Board of Commissioners of the Authority at the Annual Meeting of the Authority. No Commissioner shall be eligible for appointment or election to the office of Secretary-Treasurer (Executive Director), except as a temporary appointee, or for one year after the departure from service on the Board of Commissioners.

No Commissioner may be considered for employment by the Jackson Housing Authority during his term of office or for one year after the departure from service on the Board of Commissioners of the Authority, unless an appropriate waiver is obtained from the Federal Government.

Section 7. Vacancies. Should the office of Chairman or of Vice-Chairman become vacant during a specified term, the Board of Commissioners of the Authority shall elect a successor from among its membership at the next Regular Meeting, and such election shall be for the unexpired portion of said term of office. Should the office of Secretary-Treasurer become vacant, the Board of Commissioners of the Authority shall appoint a

successor in accordance with its official Personnel Policy government employment practices and procedures.

Section 8. Additional Personnel. The Secretary-Treasurer, in his capacity as Executive Director, may from time to time employ such personnel as the Authority deems necessary to exercise its powers, duties and functions as prescribed by the Housing Authorities Law of the State of Tennessee and all other laws of the State applicable thereto. The selection and compensation of such personnel shall be in accordance with the official Personnel Policy governing employment practices and procedures of the Authority.

ARTICLE III - MEETINGS

Section 1. Annual Meeting. The Annual Meeting of the Board of Commissioners of the Authority shall be held on the third Tuesday of each September at 5:00 p.m. at the official office of the Authority. A public notice giving the date, time and place of the Annual Meeting shall be placed permanently on all public and tenant bulletin board of the Authority and of the (Jackson Housing Authority Administration Building). Should the Board of Commissioners designate any change in the meeting date, time or place by formal resolution, such change shall be posted on the previously specified bulletin boards no fewer than three days in advance of the date of the rescheduled meeting.

Section 2. Regular Meeting. Monthly meetings of the Board of Commissioners of the Authority shall be held without notice at the official office of the Authority on the third Tuesday of each month at 5:00 p.m. unless formal advance notice is given to meet at another location or at another time or on another date.

A public notice giving the date, time and place of Regular Meetings shall be posted permanently on bulletin boards specified in Section 1 of this Article. Should the Board of Commissioners designate any change in the Regular Meeting by formal resolution, such a change shall be the subject of a special public notice posted on bulletin boards specified in Section 1 of this Article no fewer than three days in advance of the date of the rescheduled meeting.

Section 3. Special Meetings. The Chairman of the Authority may, when it is deemed expedient or necessary, and shall, upon the written request of two or more Commissioners of the Authority for the purpose of transacting any business designated by the call. The call for a Special Meeting may be delivered to each Commissioner of the Authority or may be mailed to the business or home address of each Commissioner of the Authority at least one day prior to the date of such Special Meeting, and the call shall be posted at least one day in advance of the Special Meeting on bulletin boards specified in Section 1 of this Article. At such Special Meeting no business shall be considered other than as designated in the call, but if all the Commissioners of the Authority are present at a Special Meeting, any and all business may be transacted at such Special Meeting.

Section 4 Quorum. The powers of the Authority shall be vested

in the Commissioners thereof in office from time to time. Three Commissioners shall constitute a quorum for the purpose of conducting the Authority's business and exercising the Authority's powers and for all other purposes, but a smaller number of Commissioners may adjourn from time to time until a quorum is obtained. When a quorum is in attendance, action may be taken by the Authority upon a vote of a majority of the Commissioners present, except in the event that amendment of the By-Laws is proposed at which time Article V of these By-Laws shall govern.

Section 5. Agenda. It shall be the practice of the Board of Commissioners to hear all persons who wish to formally address the Authority during meetings. To be recognized, such persons shall notify the Secretary-Treasurer no fewer than three days in advance of a scheduled Regular or Annual Meeting to be included on the Agenda, which is to be prepared by the Secretary-Treasurer in advance of such meetings for distribution to the Board of Commissioners of the Authority. A request to be placed on an Agenda shall include name, organization represented, if any, and subject of proposed discussion. Organizations wishing to be heard shall designate no more than two representatives as spokesmen for a specified subject of discussion. Persons failing to abide by this section of these By-Laws shall not be recognized by the Chairman unless there is unanimous general consent by all Commissioners present for a meeting.

Section 6. Order of Business. At the Regular Meetings of the Board of Commissioners of the Authority, the following shall be the order of business.

1. Roll call.
2. Reading, amendment if necessary and approval of the minutes of the previous meeting.
3. Bills and Communications.
4. Report of the Chairman.
5. Report of the Secretary-Treasurer/Executive Director.
6. Reports of Committees.
7. Unfinished Business.
8. New business.
9. Recognition of guests on formal Agenda to address the Board.
10. Adjournment.

Section 7. Resolution. All resolutions shall be in writing and shall be copied by the Secretary-Treasurer in the journal of proceedings of the Board of Commissioners of the Authority.

Section 8. Manner of Voting. The voting on all questions coming before the Board of Commissioners of the Authority shall be by roll call, and the ayes and naves shall be entered upon the minutes of such meeting, except in the election of officers when upon the request of one Commissioner of the Authority or more the vote may be by secret ballot. Results of a secret ballot shall be tabulated by the Secretary-Treasurer, or by a disinterested party designated by the Chairman with the consent of the Commissioners present for the meeting, and the tabulated numbers of ayes and naves shall be announced by the Chairman and recorded as to numbers in the minutes of the proceedings by the Secretary-Treasurer.

ARTICLE IV - REPORTS AND RECOMMENDATIONS

Annual Reports. The Authority shall at least once a year within one quarter of the close of each fiscal year of the Authority file with the Mayor of the City of Jackson, Tennessee, a report of its activities for the preceding year and shall make any recommendation with reference to any additional legislation or other action that may be necessary in order to carry out the purposes of the Housing Authorities Law of the State of Tennessee. The Annual Report shall include a consolidated financial balance sheet as of the close of the preceding fiscal year of the Authority. The Annual Report shall be issued over the signature of the Chairman of the Board of Commissioners of the Authority and may be distributed publicly.

ARTICLE V - AMENDMENTS

Amendments to By-Laws. The By-Laws of the Authority shall be amended only with the approval of at least three of the Commissioners of the Authority at a Regular or a Special Meeting, but no such amendment shall be adopted unless at least seven days' written notice thereof has been previously given to all of the Commissioners of the Authority.