RESOLUTION NO. 1

RESOLVED, by the Commissioners that the Housing Authority of the City of Durham, North Carolina, be and it hereby is organized pursuant to the Housing Authorities Law of North Carolina, and pursuant to a Certificate of Incorporation issued by the Secretary of State, is now authorized to transact business and exercise its functions in its area of operation as defined in said Law.

BE IT FURTHER RESOLVED that the following Bylaws be and they are hereby adopted and approved as and for the Bylaws of the Housing Authority of Durham, North Carolina:

BYLAWS OF THE HOUSING AUTHORITY OF THE CITY OF DURHAM, NORTH CAROLINA

Article I - THE AUTHORITY

Section 1. Name of Authority. The name of the Authority shall be the "Housing Authority of the City of Durham, North Carolina."

Section 2. Office of Authority. The offices of the Authority shall be at the Central Office in the City of Durham, State of North Carolina, but the Authority may hold its meetings at such other place as it may designate by resolution.

Article II - OFFICERS

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

Section 2. Chairman. The Chairman shall preside at all meetings of the Authority. Except as otherwise authorized by resolution of the Authority, the Chairman shall sign all contracts, deeds, and other instruments made by the Authority. 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 the Authority shall select a new Chairman.
Section 4. Secretary. The Secretary 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 Authority. He shall be charged with the management of the housing projects of the Authority.

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

He shall have the care and custody of all funds of the Authority and shall deposit the same in the name of the Authority in such bank or banks as the Authority may select. The Secretary shall sign all orders and checks for the payment of money and shall pay out and disburse such money under the direction of the Authority. Except as otherwise authorized by resolution of the Authority, all such orders and checks shall be countersigned by the Chairman. He shall keep regular books of account showing receipts and expenditures and shall render to the Authority, at each regular meeting (or oftener when required), an account of his transactions and also of the financial condition of the Authority. He shall have authorization to execute Annual Contributions Contract documents. He shall give such bond for the faithful performance of his duties as the Authority may designate.

The compensation of the Secretary shall be determined by the Authority, provided that a temporary appointee selected from among the Commissioners of the Authority, or otherwise, shall serve without compensation (other than the payment of necessary expenses).

Section 5. Assistant Secretary. The Assistant Secretary (shall assist the Secretary in the performance of his duties as the Secretary shall deem advisable and) in the absence or inability of the Secretary shall affix and/or attest the seal of the Authority on each of the Project Notes of the Local Authority that are sold in the open market.

Section 6. Additional Duties. The officers of the Authority shall perform such other duties and functions as
Section 7. **Election or Appointment.** The Vice Chairman shall be elected at the annual meeting of the Authority from among the Commissioners of the Authority and shall hold office for one year until his successor is elected and qualified. When the office of the first Chairman becomes vacant, the Authority shall select a Chairman from among its members in accordance with law.

The Secretary shall be appointed by the Authority. Any person appointed to fill the office of Secretary, or any vacancy therein, shall have such term as the Authority fixes, but no Commissioners of the Authority shall be eligible to this office except as a temporary appointee.

Section 8. **Additional Personnel.** The Authority may from time to time employ such personnel as it deems necessary to exercise its powers, duties and functions as prescribed by the Housing Authorities law of North Carolina.

**ARTICLE III – MEETINGS**

Section 1. **Regular Meetings.** Regular monthly meetings shall be held, without notice, at the regular meeting place of the Authority on the fourth Wednesday of each month, at 5:30 o’clock p.m. unless the same shall be a legal holiday, in which event said meeting shall be held on the next succeeding secular day.

Section 2. **Special Meetings.** The Chairman of the Authority may, when he deems it expedient, and shall, upon written request of two members of the Authority, call a special meeting of the Authority for the purpose of transacting any business designated in the call. The call for a special meeting may be delivered to each member of the Authority or may be mailed to the business or home address of each member of the Authority at least twenty-four hours prior to the date of such special meeting. At such special meeting no business shall be considered other than as designated in the call, but if all of the members of the Authority are present at a special meeting, any and all business may be transacted at such special meeting.

Section 3. **Quorum.** The powers of the Authority shall be vested in the Commissioners therein in office from time to time. Four Commissioners shall constitute a quorum for the purpose of conducting its business and exercising its powers and for all other purposes, but a smaller number 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.

Section 4. Order of Business. At the regular meeting of the Authority the following shall be order of business:

1. Roll call
2. Reading and approval of the minutes of the previous meeting
3. Bills and communications
4. Report of the Secretary-Treasurer
5. Reports of the committees
6. Unfinished business
7. New business
8. Adjournment

All resolutions shall be in writing and shall be copies in a journal of the proceedings of the Authority.

Section 5. Manner of Voting. The voting on all questions coming before the Authority shall be by roll call, and the ayes and nays shall be entered upon the minutes of such meeting.

ARTICLE IV - AMENDMENTS

Amendment to Bylaws. The Bylaws of the Authority shall be amended only with the approval of at least four of the members 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 the members of the Authority.

BE IT FURTHER RESOLVED that the corporate seal of the Authority shall consist of a circular device and shall be inscribed around the circumference thereof the words “Housing Authority of the City of Durham, N.C.” and in the center thereof the figures “1949.” Such seal is hereby adopted as the seal of the Authority.

After discussion of the resolution, Commissioner Stalling moved that said resolution be finally adopted as introduced and read. The motion was seconded by Commissioner Henderson. The question being put upon the final adoption of said resolution, the roll was called with the following results:
Ayes: Mrs. W.E. Seeman, William Muirhead, J.L. Atkins, Jr., H. Harroll Stallings, J.J. Henderson

Nays: None

The Chairman declared said motion carried and the resolution finally adopted.
Amendments to Bylaws

- June 30, 1977 – time of regular meeting changed from 3:00 p.m. to 4:00 p.m.

- September 25, 1997 – Section 4. Secretary, 3rd paragraph, adding 5th sentence to read “He shall have authorization to execute Annual Contributions Contract documents.”

- June 26, 1980

1. Article II, Section 1, Officers, is amended by deleting the period at the end of thereof and adding the words, “and an Assistant Secretary.”

2. Article II, Officers, is amended by adding a new section as follows:

   Section 5. Assistant Secretary – The Assistant Secretary (shall assist the Secretary in the performance of his duties as the Secretary shall deem advisable) and in the absence or inability of the Secretary shall affix and/or attest the seal of the Authority on each of the Project Notes of the Local Authority that are sold in the open market.”

3. Article II, Officers, is amended by renumbering the sections as follows:

   - Section 5. Additional Duties ... Changed to Section 6
   - Section 6. Election or Appointment ... Changed to Section 7
   - Section 7. Additional Personnel ... Changed to Section 8

- Article III, Meetings, Section 1. Regular Meetings is amended as follows:

   - August 26, 2004 – Changed meeting day and time to fourth Tuesday of each month at 12:00 noon.

   - April 25, 2006 – Changed the meeting day and time to the third Wednesday of the month, at 5:30 p.m., beginning May 2006. Friendly amendment to start the meeting at 5:00 p.m.

   - May 17, 2006 – Amend and restate bylaws to move the DHA meeting to the third Wednesday of each month, at 6:30 p.m.

   - June 21, 2006 – Effective August 2006, Board of Commissioners convene its monthly meetings on the fourth Wednesday of the month, at 6:30 p.m.

   - November 28, 2007 – Effective January 2008, Board of Commissioners will convene the regular meeting of the authority on the fourth Wednesday of each month, at 5:30 p.m.