

**A RESOLUTION OF THE CORPUS CHRISTI HOUSING AUTHORITY
FOR ANNUAL RATIFICATION OF BYLAWS FOR CORPUS CHRISTI HOUSING AUTHORITY**

BE IT RESOLVED by the Board of Commissioners of the Corpus Christi Housing Authority that the Bylaws of Corpus Christi Housing Authority are hereby ratified. Said Bylaws shall become effective immediately and shall remain in force and effect until such time as they are repealed or revised by the Board.

The Board of Commissioners authorizes and directs the Secretary/Chief Executive Officer to take the actions required to implement this Resolution, and to do such acts and /or execute such documents as necessary commensurate with instructions and authorizations of this Resolution, and pursuant to all local, state and federal laws and HUD regulations.

Cathy Mehne, Chair
Board of Commissioners
Corpus Christi Housing Authority

Gary Allsup, Secretary
Board of Commissioners
Corpus Christi Housing Authority

CORPUS CHRISTI HOUSING AUTHORITY BY-LAWS

ARTICLE I - THE AUTHORITY

- SECTION 1. NAME OF THE AUTHORITY: The name of the Authority shall be the Housing Authority of the City of Corpus Christi.
- SECTION 2. ABOUT THE AUTHORITY: Pursuant to Chapter 392 of the Texas Local Government Code the Authority is for all purposes a unit of government and its functions are essential governmental functions.
- SECTION 3. NATURE OF BUSINESS CONDUCT: It shall be the Policy of the Authority that all business of the Authority shall be conducted in a professional, transparent, and legal manner. Specifically, all actions and activities shall be consistent with federal, state, and or local regulations.
- SECTION 4. 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.
- SECTION 5. OFFICE OF THE AUTHORITY: The offices of the Authority shall be at the Administrative Building, 3701 Ayers Street, Corpus Christi, Texas. Such other auxiliary offices and locations may be designated from time to time as needed.

ARTICLE II – BOARD OF COMMISSIONERS

- SECTION 1. AUTHORITY: Pursuant to Chapter 392 of the Texas Local Government Code all powers of the Authority are vested in the Board of Commissioners.
- SECTION 2. BOARD OF COMMISSIONERS: The Authority shall be governed by a Board of five Commissioners. Each Commissioner is to be appointed by the Mayor to a two-year term. A Commissioner of the Authority may not be an officer or employee of the City. At least one Commissioner shall be a tenant of public housing over which the Authority has jurisdiction.

When a quorum of the Board is present the Authority may take action on a vote of a majority of the Commissioners present.

The Commission may delegate a power or duty to an agent or employee as it considers proper.

Commissioners may not receive compensation for service as a Commissioner but are entitled to receive reimbursement for the necessary expense, including traveling expenses, incurred in the discharge of duties as a Commissioner.

- SECTION 3. OFFICERS: The Board shall be comprised of the following officers: a Chairperson, a Vice-Chairperson, a Secretary and an Assistant Secretary. The Secretary and Assistant Secretary are not appointed Commissioners, but shall be non-voting officers, and are not included in determining a quorum.
- SECTION 4. CHAIRPERSON: The Chairperson shall preside at all meetings of the Authority. At each meeting, the Chairperson shall call the roll and note the presence or absence of the Commissioners, and conduct the meeting in accordance with the items on the agenda. The Chairperson shall submit such recommendations and information as the Chairperson may consider proper concerning the business affairs and policies of the Authority.
- SECTION 5. VICE-CHAIRPERSON: The Vice-Chairperson shall perform the duties of the Chairperson in the absence or incapacity of the Chairperson. In the event of the resignation or death of the Chairperson, the Vice-Chairperson shall perform such duties as are imposed on the Chairperson for the remainder of the Chairperson's term or until such time as the Authority elects by majority vote of the remaining members, a new Chairperson.
- SECTION 6. SECRETARY: The Chief Executive Officer (CEO) shall serve as the Secretary. The duties of the Secretary shall be:
- a. to maintain the records of the Board of Commissioners;
 - b. to prepare the agendas and minutes of the Board of Commissioners proceedings;
 - c. to post all required notices;
 - d. to sign and attest to the accuracy and validity of the Board documents and actions;
 - e. to account for the Secretary's duties as the Board may require;
 - f. to perform duties incidental to the office or as may be assigned by the Board;
 - g. to perform such required duties as Secretary without compensation.

The Secretary shall keep in safe custody the seal of the Authority and shall have power to affix such seal to all contracts and instruments authorized by the Authority. "Seal" shall be mean for all purposes a signature, and does not require that a metal or rubber seal also be affixed to bind the Authority.

- SECTION 7. ASSISTANT SECRETARY: The Assistant Secretary shall perform the duties as assigned by the Secretary, but shall not have, nor shall it be construed to have, the authority to perform the duties assigned to the Secretary by the Board. The assistant secretary shall be the legal counsel of the Authority.
- SECTION 8. ADDITIONAL DUTIES: The officers of the Board shall perform such other duties and functions as may, from time to time, be required by the Board, by these By-Laws, by the Rules and Regulations of the Authority, or as required by federal, state or local laws or regulations under which the Authority operates.
- SECTION 9. ELECTION OR APPOINTMENT: The Chairperson or Vice-Chairperson shall be elected at the annual meeting of the Board.
- SECTION 11. VACANCIES: Should the office of the Vice-Chairperson become vacant, the Board shall elect a successor from its membership at the next regular meeting, and such election shall be for the unexpired term of said office. It is the intent of the Board that the office of Vice-Chairperson not be vacant for more than a one-month period.

ARTICLE III - MEETINGS

- SECTION 1. ANNUAL MEETING: The Annual Meeting of the Board shall be held during the month of April at a time, date and location to be designated by the Chairperson.
- SECTION 2. REGULAR MEETING: The regular meeting(s) of the Board shall be held on the date(s) determined by the Board at its annual meeting, normally the fourth Tuesday of each month.
- SECTION 3. SPECIAL MEETING: The Chairperson may, when deemed expedient or in case of emergency, call a Special Meeting. Upon the request of two Commissioners, the Chairperson shall call a Special Meeting. Special Meetings are called for the purpose of transacting business designated in the agenda.

SECTION 4. LOCATION: The location of the meeting shall be at the Authority's central office at 3701 Ayers Street, Corpus Christi, Texas 78415, or at such other location as the Board designates in its agenda.

SECTION 5. QUORUM: At all meetings of the Board, a majority of the Commissioners shall constitute a quorum for the purpose of transacting business. Non-voting Officers shall not be counted for the purpose of determining a quorum.

Commissioners may participate in Regular or Special Meeting via telephone or other electronic communication. Commissioners who participate via telephone or other election means shall be counted for the purposes of determining a quorum.

SECTION 6. ORDER OF BUSINESS: At a Regular Meeting of the Board the following shall normally consist of:

- a. Roll Call
- b. Approval of the Minutes of the previous meeting
- c. Open forum for public comment
- d. Consent Agenda
- e. Items for Consideration
- f. CEO's Report
- g. Chairperson Report / Comments
- h. Commissioner Comments
- i. Executive Session (as needed)
- j. Adjournment

All Resolutions of the Board shall be executed by the Chairperson or Vice-Chairperson, or, in the event neither is available, any Commissioner may sign in addition to the Secretary. The Secretary shall sign and attest the accuracy of Board documents,

SECTION 7. MINUTES: The Secretary shall record minutes of actions and decisions of the Board. The Secretary shall present draft minutes of each Board Meeting for the Board's consideration and approval at the following Regular meeting.

SECTION 8. MANNER OF VOTING: The voting on all questions coming before the Board shall be by voice unless the vote is not unanimous, in which event a roll call vote will be taken and the vote of each member indicated. For a roll call vote the yeas and nays may be entered upon the minutes of the meeting as a "majority", unless a member requests each member's vote be recorded individually.

- SECTION 9. EXPENSE OF MEETING: Reasonable expenses incurred in connection with the Annual, Regular and Special Meetings of the Board are authorized for payment by the Board.
- SECTION 10. AMENDMENTS TO THE BY-LAWS: The By-Laws of the Authority shall be amended only with the approval of at least four of the members of the Board. No such amendment shall be adopted unless at least seven days written notice thereof has been previously given to all of the members of the Board.
- SECTION 11. RATIFICATION: Each year at its Annual Meeting, the Board shall review and ratify these Bylaws for their continued use.

ARTICLE IV – DELEGATION OF AUTHORITY

- SECTION 1. AUTHORITY: Pursuant to Chapter 392 of the Texas Local Government Code all powers of the Authority are vested to the Board of Commissioners. Further, Chapter 392 authorizes the Board of Commissioners to delegate any power or duty as the Board deems appropriate.
- SECTION 2. CHIEF EXECUTIVE OFFICER: The Chief Executive Officer (the "CEO") of the Authority shall have authority and responsibility over the administration and operation of all business affairs of the Authority and its affiliated entities, subject to the direction of the Board. The CEO shall at all times ensure Authority compliance with HUD and/or other federal, state, and local regulation.

Specific duties and responsibilities of the CEO include, but are not limited to:

- a. care and custody of all funds, including all receipts and expenditures of the Authority;
- b. deposit of funds in the name of the Authority;
- c. execution of all contracts and orders of the Authority;
- d. disbursement of all monies owed by the Authority;
- e. reporting of Authority operational and financial activity, conditions, and results to the Board at each meeting or as directed;

The CEO shall be designated as the Contracting Officer of the Authority and shall be authorized to execute contracts on behalf of the Authority and its affiliates and to designate others, in his absence, to act on behalf of the CEO, as needed.

The CEO may make routine purchases and expenditures up to the Federal Small Purchase Threshold as set by HUD and/or OMB (currently \$250,000.00) and may bind the Authority to act without specific Commission Resolution. The Board may authorize by Resolution, the CEO or other officer to execute documents on behalf of the Authority.

The CEO may, subject to budget authority, employ such employees, either permanent or temporary, as he considers necessary and shall determine the qualifications, duties, and compensation of the persons employed.

The CEO may not enter into contracts for the sale or purchase of Real Property without specific Commission Resolution so authorizing.

ARTICLE V - AFFILIATES AND SUBSIDIARIES

SECTION 1. CREATION OF LEGAL ENTITIES: Affiliates, subsidiaries and other legal entities of the Authority may be created, dissolved or disbanded by the Authority by Resolution of the Board, as the Board deems. All operating documents of the appropriate entities shall expressly require that upon dissolution, the assets of said entity will be distributed as required by the Internal Revenue Code for Section 501(c)(3) tax-exempt charitable entities.

SECTION 2. AUTHORITY APPROVAL OF ACTIONS OF OTHER ENTITIES: Through its Board Meetings, the Authority Board shall act on behalf of its affiliates and other legal entities without the necessity of a separate Board Meeting or distinct Resolution of such affiliate or other legal entity.

The Secretary shall be authorized to attest to the validity and accuracy of any Board Action on behalf of an affiliate or to make and execute other certificates or resolutions as evidence of Board Action.

ARTICLE VI – APPROVAL

These Bylaws Ratified this ~~24th day of April, 2024~~ 23rd day of April, 2025 per Resolution ~~24-EO-12~~ 25-EO-08.

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Cathy Mehne, Chair

Gary Allsup, Secretary