

ALBERTA PUBLIC HOUSING ADMINISTRATORS' ASSOCIATION
BY-LAWS
May 16, 2007

1. TITLE

The title of this organization shall be 'Alberta Public Housing Administrators' Association' (APHAA).

2. DEFINITIONS

In these by-laws, unless the context otherwise requires:

'Association' means the Alberta Public Housing Administrators' Association.

'Management Body' means any publicly owned and operated organization established under the Alberta Housing Act (1994), as amended/revised from time to time.

'Regular Member' means:

- the Chief Administrative Officer (CAO) who is responsible for the overall operations of a Management Body or
- A Senior Administrator of a Management Body who is not the CAO, but who bears significant organizational responsibility, as deemed by the Membership Selection Committee of the Association or
- A Senior Manager of Public Non-Profit and/or Private Non-Profit housing agencies that are subsidized by the Alberta Government on an on-going basis, as deemed by the Membership Selection Committee of the Association

'Associate Member' means any individual who does not qualify for Regular Membership but who has an interest in Public Housing and has been granted membership as an Associate Member by the Membership Selection Committee of the Association.

'Honorary Member' means an individual who is no longer active in the Association or in the field of Public Housing but who has made an outstanding contribution in this area. Nominations shall be made to the Executive and shall be subject to approval by the majority of the membership at the Annual General Meeting.

3. MEMBERSHIP

3.1. Any of the following may be admitted as members of the Association:

3.1.1. Chief Administrative Officer (CAO) of a management body;

3.1.2. A Senior Administrator of a Management Body who is not the CAO but who bears significant organizational responsibility, as deemed by the Membership Selection Committee of the Association;

3.1.3. A Senior Manager of Public Non-Profit or Private Non-Profit housing agencies that are subsidized by the Alberta Government on an on-going basis;

3.1.4. Any other person interested in publicly funded housing, subject to approval by the Membership Selection Committee of the Association;

3.1.5. Honorary Members as nominated by the Executive and approved by the members.

3.2. The membership year shall be the same as the fiscal year of the Association.

3.3. New members must apply for membership using the forms provided by the Association and submitting the applicable membership fee. Unless notified otherwise, continued membership will be automatic subject to payment of annual membership fees.

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- 3.4. Membership fees shall be set for the membership year at the preceding annual meeting and shall be payable not later than the last day of September for that membership year. Any member in arrears as of October 1st shall cease to be a member. After that date, a 25% late penalty will be charged in order for membership to be reinstated during that membership year.
- 3.5. Membership fees must be paid in full as required under 3.4 above for a member to exercise any membership rights or receive any membership privileges.
- 3.6. Regular members shall have full floor privileges and shall be entitled to vote at meetings of the Association, unless otherwise noted in these by-laws. Regular members shall be entitled to hold an Executive position subject to the provisions of the by-laws.
- 3.7. Associate and Honorary members shall have full floor privileges, but shall not be entitled to vote at meetings of the Association. Associate, and Honorary members may not hold executive positions in the Association.
- 3.8. The Membership Selection Committee of the Association shall determine the eligibility of any person to become or remain a member of the Association and will determine which membership category the person will be placed in. Decisions of this committee may be appealed to the Executive within thirty days of receiving the written decision of the Committee. If unresolved at the Executive level, the matter may be put to a vote of the membership at the next annual, general, or special meeting following receipt of the written decision of the Executive. The decision by vote of the membership shall be final.
- 3.9. Members may resign by written notice to the Secretary-Treasurer of the Association.
- 3.10. Members may be expelled from the Association for conduct unbecoming a member, violation of the code of ethics, or any other cause deemed reasonable by the Membership Selection Committee of the Association.

4. EXECUTIVE

- 4.1. The Executive shall consist of the following Officers:
 - a President,
 - a Vice-President,
 - a Secretary-Treasurer,
 - the Immediate Past President,
 - up to three Members at Large.
- 4.2. Executive Officers must be Regular Members and have held active membership, Regular and/or Associate, in the Association for a minimum of two (2) consecutive years prior to taking office.
- 4.3. The President, Vice-President and Secretary-Treasurer shall be elected by ballot vote for a two year term at the annual meeting of the Association and shall hold office until their successors are elected and installed.
- 4.4. At each Annual General Meeting, a call to the floor shall be made to the membership for names of regular members who wish to stand for one of the positions of Member at Large. Up to three Members at Large shall be appointed by the Executive.
- 4.5. The President, Vice-President and Secretary-Treasurer shall not be elected to the same office for more than two (2) consecutive terms. The Executive shall appoint each Member at Large for a two year term with the maximum length of service being two (2) consecutive terms. The maximum length of service on the Executive shall not exceed eight (8) years, not including any length of service as Past-President.
- 4.6. If the President's office becomes vacant, the Vice-President shall immediately assume the President's office.

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- 4.7. Any vacancy on the Executive other than that of the President shall be filled by appointment made by the Executive.
- 4.8. A person appointed or elected to an Executive position becomes an Executive Officer if they were present at the meeting when being appointed or elected, and did not refuse the appointment. They may also become an Executive Officer if they were not present at the meeting but consented in writing to act as an Executive Officer before the appointment or election, or within ten days after the appointment or election, or if they acted as an Executive Officer pursuant to the appointment or election.
- 4.9. Any Executive Officer, upon a majority vote of all regular members in good standing, may be removed from office for any cause which the Association may deem reasonable.
- 4.10. The Executive shall, subject to the by-laws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Association.
- 4.11. The President shall:
- 4.11.1. Preside at all meetings of the Executive and of the Association;
 - 4.11.2. Act as the Association representative to any other organizations. Other Executive Officers may be designated in these capacities, if it is deemed necessary and appropriate by the Executive;
 - 4.11.3. Fulfill any other duty assigned by the Executive or Membership.
 - 4.11.4. Serve as Chair of the Communications/Public Relations Committee
- 4.12. The Vice-President shall:
- 4.12.1. Assume the duties of President in the President's absence;
 - 4.12.2. Serve as Chair of the Membership Selection Committee of the Association;
 - 4.12.3. Serve as Chair of the Conference Planning Committee of the Association;
 - 4.12.4. Fulfill any other duty assigned by the Executive or Membership.
- 4.13. The Secretary-Treasurer shall:
- 4.13.1. Attend all meetings of the Association and the Executive and keep accurate minutes of the same;
 - 4.13.2. Have charge of the Seal of the Association which, whenever used, shall be authenticated by the signature of the signing officers of the Association as defined in these by-laws,
 - 4.13.3. Keep a record of all the members of the Association and their addresses, send all notices of the various meetings as required;
 - 4.13.4. Have charge of all the correspondence of the Association and be under the direction of the President and the Executive;
 - 4.13.5. Receive all monies paid to the Association and be responsible for the deposit of same in whatever financial institution the Executive may order;
 - 4.13.6. Properly account for the funds of the Association and keep such books as may be directed. A full detailed account of receipts and disbursements shall be presented to the Executive whenever requested. A duly

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audited statement of the financial position of the society shall be prepared and submitted to the Annual Meeting and a copy filed in the financial records of the Association;

4.13.7. Fulfil any other duty assigned by the Executive or Membership.

In case of the absence of the Secretary-Treasurer, the duties shall be discharged by such officer as may be appointed by the Executive.

4.14. The Past President shall:

4.14.1. Serve as Chair of the Nominations Committee, attempt to ensure that a member is willing to stand for each position open on the Executive;

4.14.2. Assist with the orientation of newly elected officers;

4.14.3. Fulfil any other duty assigned by the Executive or Membership.

4.15. The Members at Large shall fulfil any duty assigned by the Executive or Membership.

5. MEETINGS

5.1. The Association shall hold an annual meeting on or before May 31 in each year. At least 45 days notice shall be given to all members.

5.2. General meetings of the Association may be called at any time by the Secretary-Treasurer upon the instructions of the President or Executive by notice delivered at least one month prior to the date of such meeting. The Association shall hold at least one general meeting in addition to the annual meeting each year.

5.3. Special meetings may be called by the Executive or upon a written request signed by at least five (5) members. At least two weeks' notice must be given to all members.

5.4. Notice of annual, general or special meetings shall be in writing, by mail or electronic transmittal, to all members at their last known address.

5.5. The quorum for any general or special meeting shall be 20% of the regular membership. A quorum for the annual meeting shall be 50% of the regular membership.

5.6. Meetings of the Executive shall be held as often as may be required, but at least twice annually, and shall be called by the President. A special executive meeting may be called on the instructions of any two Executive Officers provided they request the President in writing to call such meeting, and state the business to be brought before the meeting. Meetings of the Executive shall be called by 10 days notice in writing mailed to each Executive Officer or by three days notice by fax, electronic transmittal, or telephone. Any four Executive Officers shall constitute a quorum, and Executive meetings shall be held without notice if a quorum of the Executive is present, provided however, that any business transactions at such meeting shall be ratified at the next regularly called Executive meeting; otherwise they shall be null and void. The Executive may invite others to attend and participate in any Executive meeting as deemed necessary.

6. COMMITTEES

6.1. The Standing Committees of the Association shall consist of at least three regular members chosen by the Committee Chair. Standing Committees of the Association shall be:

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Membership Selection Committee:	Chair to be the Vice President
Conference Planning Committee:	Chair to be the Vice President
Nominations Committee :	Chair to be the Past-President
Education Committee	Chair to be Executive Officer appointed by Executive
Communications/Public Relations Committee	Chair to be the President

- 6.2. The Executive may appoint special or ad hoc committees as may be deemed necessary or advisable and shall prescribe the duties and specify the limits of such committees.
- 6.3. The Executive shall appoint an Executive Officer to be the Chair of all special or ad hoc committees. All other members of the committee shall be chosen by the Committee Chair and approved by the Executive.
- 6.4. All Committees of the Association shall report to the Executive on a regular basis and to the membership at all regular and annual meetings.

7. VOTING

- 7.1. Only Regular Members who have not withdrawn from membership nor have been suspended nor expelled shall have the right to vote at annual, general or special meetings of the Association. Only Executive Officers may vote at Executive meetings. All votes must be made in person and not by proxy or otherwise.
- 7.2. Unless a request for a ballot vote is presented by a member, voting shall be by a show of hands, assent, or dissent.
- 7.3. Voting by ballot may be used at the discretion of the Chair.

8. FINANCE

- 8.1. The financial year shall be from the 1st of September each calendar year to the 31st of August of the following calendar year.
- 8.2. A proposed budget shall be presented from the Executive for approval at the Annual meeting.
- 8.3. All funds of the Association shall be placed in the name of the Association in a bank or other financial institution approved by the Executive. Signing authority shall be any two of the President, Vice President, Secretary/Treasurer and Past President. The signature of two Executive Officers shall be required on all cheques or other funds withdrawal instruments.
- 8.4. Unless authorized at any meeting and after notice for same shall have been given, no officer or member of the Association shall receive any remuneration for services to the Association. The Executive shall have the authority to pay any Association member for travel and other expenses incurred on Association business.
- 8.5. The Executive shall determine the qualification necessary and appoint, on an annual basis, an auditor to audit the financial records for the preceding fiscal year. The auditor's report shall be presented by the Secretary-Treasurer at the annual meeting.
- 8.6. Any Association member shall be entitled to examine the books and records of the Association during normal business hours, providing written notice is given to the Secretary-Treasurer 48 hours in advance of their intent. Each Executive Officer shall at all times have access to such books and records. The Association shall not have the power to borrow money for any purpose.

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9. RULE OF PROCEDURE FOR MEETINGS

Roberts' Rules of Order shall be the basis for procedure in all meetings of the Association.

10. BYLAW CHANGE

Notice of proposed changes to the bylaws must be presented to the membership at least 60 days prior to the annual meeting. Bylaw changes must be by "Special Resolution" approved by 75% of those duly notified, entitled to vote and present at the annual meeting and will become effective at the conclusion of the annual meeting.

11. REPEAL OF ALL PREVIOUS BYLAWS

All previous bylaws of the Association are hereby repealed and replaced by these bylaws.

12. DIRECTORS

The Association does not have directors.

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Dated May 16, 2007

Signature
Denis Beesley, President

Address

City/Town *Province* *Postal Code*

Signature
Nancy Laing-Goofers, Vice-President

Address

City/Town *Province* *Postal Code*

Signature
Raymond Swonek, Secretary-Treasurer

Address

City/Town *Province* *Postal Code*

Signature
Doug McLeod, Past President

Address

City/Town *Province* *Postal Code*

Witness Signature

Address

City/Town *Province* *Postal Code*

Print Name