

# FREDERICK COUNTY AFFORDABLE HOUSING COUNCIL BYLAWS

## ARTICLE I - NAME AND PRINCIPAL CONTACT

- A. Name: The name of the organization shall be the Frederick County Affordable Housing Council (hereafter referred to as “Council”).
- B. Principal Contact: The Council’s principal contact person shall be the Director of the Department of Housing and Community Development (hereafter referred to as “DHCD”).

## ARTICLE II - PURPOSES

The Council was created in the early 1990’s to be the advocate for affordable housing in Frederick County (hereinafter referred to as “County”) and Frederick City (hereinafter referred to as “City”). The purpose of the Council has evolved to support the growth of the affordable housing stock throughout Frederick County, including all municipalities.

- A. Advocacy may be accomplished by the following means:
1. Provide advice to both the elected officials and the professional staff regarding any matters relating to the creation and maintenance of affordable housing. Such advice may include but not necessarily be limited to:
    - a. Recommendations for the expenditure of funds dedicated to either the enhancement of existing affordable housing programs or the creation of new programs;
    - b. Recommendations regarding either the modification or creation of laws or regulations relating to the enhancement of existing affordable housing or the creation of new affordable housing.
    - c. Recommendations regarding steps that elected officials may take to obtain funds from either the state of Maryland and/or from the federal government to enhance affordable housing.
  2. Coordinate with and provide information and/or assistance to both governmental and not-for-profit entities whose purpose is to enhance the provision of needed affordable housing or provide assistance to individuals in need of affordable housing.
  3. Coordinate with for profit housing developers and builders to encourage the inclusion of affordable housing in their mix of building units.

4. Serve as a resource of knowledge of affordable housing programs.
- B. Support the increase in funding for affordable housing, which may be accomplished by advocating for funds and a dedicated revenue source from governmental, foundational or private sources.

### ARTICLE III - MEMBERSHIP

A. Membership: The Council shall consist of 13 appointed, voting members. The Council shall include representatives from the four segments of the community listed below. The number indicates the minimum number of representatives from each segment.

1. Housing consumers - two (2) members, preferably to include one person who has participated in a City or County housing program.
2. Private industry - four (4) members, one of whom shall be a rental property manager or owner participating in a rental assistance program.
3. Nonprofit organizations - three (3) members.
4. At-large – four (4) members.

B. Nonvoting Liaisons: A County Council Member, a City Alderman, and a Municipal representative may serve as nonvoting liaisons. The Frederick County Director of Housing and Community Development will serve as the staff liaison. Participating City and County staff may attend in a nonvoting capacity.

C. Powers: The Council shall by majority vote, supervise and direct the business and affairs of the Council, except as otherwise expressly provided by law or these bylaws.

D. Qualifications: The members of the Council shall be residents of Frederick County and registered voters. The Council may recommend candidates to the County Executive for appointment.

E. Member Guidelines:

1. Council members are expected to participate on at least one committee;
2. Council members must attend at least two thirds of all meetings per year, which includes regularly scheduled Council meetings and committee meetings;
3. Every member is expected to read the bylaws;

4. Individual members, excluding the Chair, may not speak on behalf of the Council without prior Council approval;

5. If a Council member fails to meet any one of the expectations in a calendar year, the Chair of the Council shall encourage the Council member to resign. If the member does not resign, the Council may, by majority vote, recommend to the County Executive to remove the Council member from the Council.

F. Vacancies: Vacancies shall be filled by the following process:

1. The County Executive is notified of the vacancy;

2. The Office of the County Executive advertises for applicants and receives applications;

3. The Council reviews the applications and recommends candidates to the Office of the County Executive; and

4. The County Executive appoints members to the Council, subject to confirmation by the County Council.

G. Term of Office: Each Council member shall serve for a term of two years and may be reappointed for two subsequent two- (2) year terms. Members appointed to fill an unexpired term shall serve for the remainder of that term and shall be eligible for appointment for three (3) consecutive two- (2) year terms. A Council member whose term has expired may serve until a replacement is appointed.

H. Resignation: Any Council member may resign at any time by giving written notice to the Chair of the Council and to the Chief Administrative Officer. Such resignation shall take effect at the time specified therein, or, if no time is specified, at the time of acceptance thereof as determined by the Chair of the Council and recorded in the minutes.

I. Removal: Any Council member may be removed from such office, with or without cause, by the County Executive.

#### ARTICLE IV - MEETINGS

A. Regular and Annual Meeting: Regular meetings of the Council shall be held at such time, day, and place as designated by the Council. Frequency of meetings may be changed by a majority vote of the Council. The Council shall designate an annual meeting, at which time officers will be elected. Officers/members will remain in effect until the annual meeting or until a successor is appointed. Prior to the annual meeting,

the Council shall designate a specific month whereby officers will be nominated and the strategic plan revisited with any revisions to take place at the annual meeting.

B. Meeting Location: Regular meetings are held on the second Tuesday of each month at 2:30 PM at a location designated by the Council. Meetings are open to the general public.

C. Public Comment: Public comment shall be allowed at all meetings. An individual may speak for up to three (3) minutes on any item listed on the agenda. The Chair may extend an individual's speaking time in his/her discretion.

D. Special Meetings: Special meetings of the Council may be called at the direction of the Chair or by a majority of the Council members; to be held at such time, day, and place as shall be designated in the notice of the meeting.

1. Notice of the time, day, and place of any special meeting of the Council shall be given to all members at least five (5) business days prior to the meeting.
2. The purpose for which a special meeting is called shall be stated in the notice. Unless otherwise indicated in the notice, only the business specified in the special meeting notice may be transacted at the special meeting.

E. Quorum: A majority of the Council members then in office, plus one if an even number, shall constitute a quorum for the transaction of business at any meeting of the Council. The affirmative vote of the majority of Council members present at any meeting at which a quorum is present shall be the act of the Council. Each Council member shall have one vote. Voting by proxy shall not be permitted.

F. Agendas and Order of Business:

1. Agendas for each Council meeting shall be developed by the Chair and the Director of Housing and Community Development or other delegated staff member. Agendas for all regular meetings shall be made available to the public and other Council members at least forty-eight (48) hours before the meeting's scheduled starting time.
2. The order of business at regular meetings shall be as follows. The order of business may be suspended by a vote of two-thirds of the members present.
  - a. Roll Call
  - b. Approval of Minutes of Previous Meetings
  - c. Approval of Agenda
  - d. Public Comment
  - e. Regular Business

- f. New Business
- g. Adjournment.

G. Conflicts of Interest:

1. In the event any Council member has a conflict of interest that might properly limit such Council member's fair and impartial participation in Council deliberations or decisions, such Council member shall inform the Board as to the circumstances of such conflict, and refrain from participating in the discussion or decision in the matter giving rise to the conflict. "Conflict of interest," as referred to herein, shall include but shall not be limited to, any transaction by or with the County, City or Council in which a Council member individually, or an entity with which the member is affiliated has a direct or indirect interest, or any transaction in which a Council member is unable to exercise impartial judgment or otherwise act in the best interests of the Council.

2. Council members are subject to the provisions of the Frederick County Ethics Ordinance.

H. Voting Procedures: Except for the election of officers, voting shall be by voice and a show of hands. If the vote is not unanimous, a roll call vote shall be taken and recorded in the minutes.

I. General Decorum:

1. The Presiding Officer shall preserve decorum and decide all points of order, subject to appeal to the entire council.

2. Council members shall observe proper order and decorum during Committee meetings, and shall not, by conversation or other action, delay or interrupt the proceedings or refuse to obey the orders of the Presiding Officer. Committee Members shall, when addressing staff or members of the public, confine themselves to questions or issues then under discussion, shall not engage in personal attacks, shall not impugn the motives of any speaker, and shall at all times, when in session or otherwise, conduct themselves in an appropriate and dignified manner.

3. Any person who makes insulting, impertinent, slanderous or unauthorized remarks, or who becomes boisterous while addressing the Committee or attending a Committee meeting or hearing shall be removed from the room if the Presiding Officer so declares. In case the Presiding Officer should fail to act, any Committee Member may obtain the floor and move to require enforcement of this rule; upon affirmative vote of the majority of the Committee present, the person shall be removed as if the Presiding Officer so directed.

## ARTICLE V - OFFICERS

- A. Officers: The officers of the Council shall minimally consist of a Chair, a Vice Chair, and a Secretary. The Council shall have such other assistant officers as the Council may deem necessary and such officers shall have the authority prescribed by the Board. One person shall not hold two offices.
- B. Election of Officers: The officers of the Council shall be elected by the members at the annual meeting of the Council, except that the Vice Chair shall become the Chair, after the Chair's term expires.
- C. Term of Office: The officers of the Council shall be installed at the annual meeting at which they are elected and, shall hold office for one (1) year until the next annual meeting, with one renewal of one (1) year, or until their respective successors shall have been duly elected. The Secretary may serve more than one year.
- D. Resignation: Any officer may resign their office at any time by giving written notice to the Chair of the Council. Such resignation shall take effect at the time specified in the notice, or if no time is specified, then immediately.
- E. Removal: Any officer may be removed from their office, with or without cause, by a majority vote of the Council members at any regular meeting, or at a special meeting of the Council called expressly for that purpose.
- F. Vacancies: A vacancy in any office shall be filled by a majority vote of the Executive Committee of the Council for the unexpired term.
- G. Duties:
1. Chair: The Chair shall preside over all meetings and act as the Chief Executive of the Council. He or she may sign instruments, which the Council has authorized to be executed, and shall perform all duties incident to the office of Chair as may be prescribed by the Council.
  2. Vice Chair: The Vice Chair shall assume the duties of the Chair, if necessary. The Vice Chair shall also serve as the chairperson of the Nominating Committee.
  3. Secretary: The Secretary shall keep the minutes of the meetings of the Council; see that all notices are duly given in accordance with the provisions of these bylaws; and in general perform all duties incident to the office of Secretary and such other duties as may be assigned by the Council.

## ARTICLE VI - COMMITTEES

- A. There shall be at least two permanent committees:
1. The Executive Committee shall be composed of Council officers, the immediate past Chair and one (1) member selected by the Chair and approved by a majority vote of the full Council. The immediate past Chair will not be a committee member if he or she is no longer a member of the Council. The Executive Committee shall communicate regularly to establish agendas for Council meetings and to carry out other actions authorized by the Council.
  2. The Nominating Committee shall be composed of at least three (3) but no more than five (5) members selected by the Chair and approved by a majority vote of the full Council. The Nominating Committee shall nominate the Chair, Vice Chair, and Secretary on an annual basis, receive and review applications and recommend individuals to the Council to fill vacancies.
- B. Additional permanent and/or ad-hoc committees may be created based on a majority vote of the full Council. Creation of any additional permanent committee shall be reflected by an amendment to these bylaws to establish the name, membership, and purpose of such committee.
- C. Committee Procedures:
1. A quorum shall consist of one-half of the number of committee members plus one, where the committee has an even number of members.
  2. Proxy votes for specific issues shall be allowed if provided to the committee Chair prior to the meeting in which the vote shall occur.
  3. Each committee may adopt rules for its meetings not inconsistent with these bylaws or with any rules adopted by the Council.
  4. The Chair of the Council may fill vacancies on committees.

## ARTICLE VII - BYLAWS

These bylaws may be adopted and amended by the affirmative vote of a majority of voting Council members and approval of the County Executive. The bylaws or amendments thereto shall be submitted to the Council members in writing at a meeting prior to the meeting at which the vote on the approval of the bylaws or amendment is taken. Approval by the County Executive is necessary before an amendment may take effect.

## ARTICLE VIII - MISCELLANEOUS PROVISIONS

- A. Fiscal Year: The fiscal year of the Council shall be July 1 to June 30.
- B. Notice: Whenever under the provisions of these bylaws notice is required to be given to a Council, officer, or committee member, such notice shall be given in writing by first-class mail or overnight delivery service with postage prepaid to such person at his or her address as it appears on the records of the Council. Such notice shall be deemed to have been given when deposited in the mail or the delivery service. Notice may also be given by facsimile, electronic mail, or hand delivery, and will be deemed given when received.