

**NCDA REGION VI-SOUTHWEST**

**BY-LAWS**

**ARTICLE I**

**NAME**

The name of this organization shall be the National Community Development Association (NCDA) Region VI-Southwest.

**ARTICLE II**

**JURISDICTION**

NCDA Region VI-Southwest shall operate within the geographic areas of the states of Arkansas, Louisiana, Oklahoma, New Mexico and Texas.

**ARTICLE III**

**PURPOSE AND OBJECTIVE**

**Section 1:** The purpose of the Association shall be to foster and promote, within the jurisdiction, the programs of the National Community Development Association and/or congressionally funded programs designed to improve and empower local Communities, Cities, Counties, and Urban Areas.

**Section 2:** The objective shall be the attainment of sound communities through the processes of development, preservation, conservation, rehabilitation and redevelopment. This shall be accomplished through:

- a. The exchange of information and experience on housing and community development;
- b. Regular meetings and year-round activities;
- c. Cooperation and collaboration with other associations, agencies and groups having similar or related purposes;
- d. Serving as an advocate for policies unique to the region;  
and
- e. Promoting professional development within the region.

**ARTICLE IV**

**MEMBERSHIP**

**Section 1:** Any unit of government within the geographical area of the region shall be an active member of NCDA REGION VI-SOUTHWEST upon payment of dues or fees as may be established by NCDA REGION VI-SOUTHWEST. The membership year begins July 1 and ends on June 30 of the following year. Dues are to be made payable to the National Community Development Association (NCDA) Region VI-Southwest and are due on or before the beginning of the year of

membership. Dues for the year must be paid to be considered an active member.

Every active member shall have full voting rights and will be eligible to participate in all activities open to membership. Votes shall be cast by one designated representative of each active member.

**Section 2:** Associate memberships will be available for non-governmental agencies and individuals upon payment of dues or fees as may be established by NCDA REGION VI-SOUTHWEST. Associate members will not have voting rights in NCDA REGION VI-SOUTHWEST, but will be eligible to participate in all other activities open to membership. Associate members are not eligible to attend Board Meetings or to serve as Board Members.

**Section 3:** Membership dues and fees may be established by the Region VI Board, for the operation of NCDA REGION VI-SOUTHWEST. Payment of such dues and/or fees shall entitle members to all rights of active membership subject to any restrictions listed in Article IV, Section 1 and Section 2.

## **ARTICLE V** **OFFICERS**

**Section 1:** The officers of NCDA REGION VI-SOUTHWEST shall consist of a Chairperson, Senior Vice-Chairperson, three (3) Vice-Chairpersons, a Secretary, and a Treasurer; all of whom must be active members in good standing of NCDA Region VI-Southwest. In addition, the Chairperson and Senior Vice-Chairperson must be active members in good standing of NCDA.

**Section 2:** The Chairperson shall preside at all meetings of the NCDA REGION VI-SOUTHWEST Board and general membership to ensure the By-Laws are strictly enforced; The Chairperson shall appoint special committees as may be needed; shall implement the procedures, policies, and activities adopted or approved by the Board; shall serve on the Board of Directors of the National Community Development Association; and shall report periodically to the membership of the accounts and general business of NCDA REGION VI-SOUTHWEST. The Chairperson shall act as mentor and guide to his/her successor while serving as immediate past Chairperson.

**Section 3:** The Senior Vice-Chairperson shall preside in the absence of the Chairperson at all meetings of NCDA REGION VI-SOUTHWEST Board and general membership; shall succeed the Chairperson in office if he/she cannot complete his/her term; shall succeed the Chairperson in office when the Chairperson completes his/her term; shall serve on the Board of Directors of the National Community Development Association; and shall perform other duties

as may be assigned by the Chairperson of the Board. The Senior Vice-Chairperson shall recognize and honor the Chairperson at the close of the Chairperson's term.

**Section 4:** The three (3) Vice-Chairpersons, all of whom must be active members in good standing of NCD A Region VI-Southwest, shall be responsible for the conduct of the standing committees to which they are elected and shall preside at all meetings of those committees. The three standing committees are: the Legislative Committee, the Annual Meeting/Conference Committee, and the Membership/Nominating Committee.

The Vice-Chair of Legislative Issues shall coordinate with the committee designated to research and discuss issues relevant to the members. Vice-Chair may communicate with the designated committee or the Chair, as needed, either, by meeting, email or conference call. Vice-Chair may report items of interest to the Region VI newsletter coordinator, to get relevant information to the Board.

The Vice-Chair of Membership and Nominations shall coordinate with the Chair and the Region VI Board Members to actively pursue non-active Cities, or potential members, to become members. The Vice-Chair will communicate directly, as needed, with the Chair and Board Members through email, meeting or conference call. Vice-Chair will work with the Chair and the Region VI Board to present a slate of proposed eligible officers each year. The slate of officers shall include the Region VI Officers, as well as, named Region VI designees to the NCD A Board.

The Vice-Chair of Conferences shall coordinate with the Chair and the Region VI Board to plan or assist in the planning of the Regional Annual Conference. The Vice-Chair will communicate with any designated committee, as needed, either by meeting, email, or conference call. The Vice-Chair will ensure the agenda and information for the annual conference is appropriate and timely communicated to the members. The Vice-Chair will seek input on reasonable costs, training, extra-curricular activities, budget, etc.. related to the conference. Vice-Chair will follow the MOU adopted by the Region when dealing with issues related to the conference.

**Section 5:** The Secretary shall keep a record of the proceedings of NCD A REGION VI-SOUTHWEST, send notices as required, certify petitions and positions as required, and perform other duties as may be assigned by the Chairperson or the Executive Committee.

**Section 6:** The Treasurer shall be the custodian of the funds of NCD A REGION VI-SOUTHWEST. He/She shall collect all monies payable to NCD A REGION VI-SOUTHWEST and shall deposit them as directed by the Board. He/She shall disperse funds of NCD A REGION VI-SOUTHWEST

upon written or verbal approval of the Chairperson or a Board Representative acting for the Chairperson. The Treasurer shall keep books of accounts and shall submit a statement of his/her accounts, with proper vouchers, at regular meetings of NCD A REGION VI-SOUTHWEST. The books of the Treasurer shall be open for inspection by the officers or any committee appointed by them for the purpose of the examination.

Before taking on his/her duties, the Treasurer may be required to be bonded in an amount as determined by the Board of Directors, commensurate with the funds on hand. The premiums for the bond shall be an authorized expenditure of NCD A REGION VI-SOUTHWEST funds.

**Section 7:** General: Officers may serve consecutive terms if approved by the voting members. For the purpose of continuity the Secretary and Treasurer may be standing officers if requested by the Chair and approved by the voting members. The officers shall not receive compensation for their services.

## **ARTICLE VI** **EXECUTIVE COMMITTEE**

**Section 1:** The Executive Committee is also the Board of Directors. The two titles are synonymous for the same working body. The day-to-day control and management of the affairs, funds and property of NCD A REGION VI-SOUTHWEST shall be vested in the Board of Directors. Each member of the Board is a vital part of the function of the organization.

**Section 2:** The Board of Directors shall consist of the Chairperson, Senior Chairperson, the three (3) Vice-Chairpersons, the Secretary and the Treasurer.

**Section 3:** There are no regularly scheduled meetings of the Board of Directors other than the annual general membership meeting. The day-to-day business of NCD A REGION VI-SOUTHWEST may be conducted by meeting, letter, telephone, email, conference call, or other media, with a written copy summary transmitted to the Secretary for the purpose of the official records. A simple majority is required to approve any Board of Directors decision/action. The Chair may call for a vote of the Board. The vote may be by phone poll, email, or other electronic means.

**Section 4:** At any meeting of the Executive Committee, at least 51% of the Committee members shall constitute a quorum for the transaction of business. The quorum applies to phone and email votes in the like manner.

## ARTICLE VII

### DUES

**Section 1:** Membership dues and fees may be established by the Executive Committee and approved by the membership for the operation of NCDA REGION VI-SOUTHWEST.

**Section 2:** The dues structure of the organization shall be based on the categories of membership; voting or non-voting.

**Section 3:** Payment of dues and/or fees shall entitle members to all rights of active membership subject to any restrictions listed in Article IV, Membership. The membership year begins July 1 and ends on June 30 of following year. Dues are to be made payable to the National Community Development Association (NCDA) Region VI-Southwest and are due on or before the beginning of the year of membership. Dues for the year must be paid to be considered an active member. Dues must be paid to be considered for the slate of Officers.

## ARTICLE VIII

### ELECTION OF OFFICERS

**Section 1:** The election of officers and national board representatives shall be held each year at the annual meeting.

**Section 2:** The vote may be by ballot, by voice, or by hand count and each active member shall have one vote.

**Section 3:** The Vice-Chair of membership and nominations may send out an email requesting nominations for board members. The Board of Directors shall act as the membership/nominating committee. The Vice-Chair of membership and nominations shall coordinate discussions with the Chair and Board Members and decide upon a slate of officers. The Vice-Chair of membership and nominations shall verify eligibility of recommendations/nominations, and submit to the Regional Board for approval the Officer Slate. Once approved by the Board, the slate shall be filed with the Secretary, no later than one week (1) week prior to the annual meeting, creating a full ticket of Officers to be voted on by the membership. The Secretary or Chair shall communicate to the members the slate of Officers filed by the nominating committee, as early as possible. Additional nominations may be taken from the floor at the annual meeting.

**Section 4:** If a vacancy occurs in any office, it may be temporarily filled by the Executive Committee until the next annual meeting.

**Section 5:** All officers and NCDA Board representatives shall be elected for a one-year term of office. The Senior Vice-Chairperson shall automatically succeed the Chairperson at the expiration of the Chairperson's term. Regional Officers and NCDA Board Members may be elected for multiple terms if voted on by the membership.

**ARTICLE IX**  
**REPRESENTATION TO NCDA**

**Section 1:** The Chairperson and Senior Chairperson shall serve as NCDA REGION VI-SOUTHWEST representatives to the Board of Directors of NCDA for their term of office.

**Section 2:** The balance of respective NCDA REGION VI-SOUTHWEST representation to the NCDA Board of Directors, as outlined in the NCDA Bylaws Article III Section 3.01, shall be elected at the annual meeting. These positions shall be slated by the nominating committee in accordance with Article VIII.

**Section 3:** All NCDA REGION VI-SOUTHWEST representatives to the NCDA Board of Directors shall be members in good standing of NCDA.

**Section 4:** In the case where an elected National Board Representative is appointed as a NCDA Committee or Subcommittee Chair, his/her position as National Board Representative shall be declared vacant, and a replacement National Board Representative shall be appointed by the Executive Committee to fill the unexpired term.

**ARTICLE X**  
**MEMBERSHIP MEETINGS**

**Section 1:** The membership shall meet at least annually at a time and place to be determined by the Executive Committee. A notice of at least 30 days shall be given to the members before the annual meeting convenes.

**Section 2:** Special meetings may be called by a petition to the Executive Committee of one-fourth of the membership.

**Section 3:** One-fourth of the active members on the roll shall constitute a quorum.

**Section 4:** When possible a quorum should be present at any meeting where business is transacted or a vote is taken on any proposal or action involving the general membership.

**ARTICLE XI**  
**AMENDMENTS**

**Section 1:** These By-Laws may be amended by a two-thirds vote of the active members present at the annual business meeting provided that at least 45 days prior to the meeting, a notice explaining the proposed amendment(s) to the By-Laws has been sent out to the current membership.

**ARTICLE XII**  
**RULES OF ORDER**

Robert's Rules of Order shall be the final authority on all questions of procedures and parliamentary law in government under By-Laws.

**ARTICLE XIII**  
**EFFECTIVE DATE OF BY-LAWS**

These By-Laws and amendments thereto shall become effective on approval by the general membership of NCDA REGION VI-SOUTHWEST.