

**ALABAMA PUBLIC HOUSING AUTHORITIES DIRECTORS  
ASSOCIATION  
CONSTITUTION AND BY-LAWS  
Last Approved Revisions: August 24, 2022**

---

**CONSTITUTION**

**ARTICLE I  
NAME**

The name shall be the Alabama Public Housing Authorities Directors Association, (APHADA), whose principal office shall be the city of residence of the President of the Association.

**ARTICLE II**

Area of jurisdiction for membership shall be the boundaries of the State of Alabama.

**OBJECTIVES**

- (1) To work in liaison with and supplement the services now provided by the Alabama Association of Housing and Redevelopment Authorities.
- (2) To foster and promote the interest of Housing for low-income families as defined by the Department of Housing and Urban Development, utilizing but not limited to, Low Rent Public Housing, Housing Choice Vouchers, Rehabilitation and New Construction and other Department of Housing and Urban Development programs as they are available.
- (3) To provide a source of information and exchange of information for the Executive Directors of the State of Alabama.
- (4) To provide Executive Training desirable by the membership to enable them to perform the various duties required in a more professional manner.
- (5) To promote and foster an efficient and productive relationship between the State Area Office of the Department of Housing and Urban Development and the Directors of the Local Housing Authorities.
- (6) To work with the National Public Housing Authorities Directors Association for excellence in the subsidized housing program.

**ARTICLE III  
MEMBERSHIP**

Any regularly or legally constituted Public Housing Authority ("Authority") organized and existing under the laws of the State of Alabama shall be eligible for membership in the Association. Each Authority will be represented by a Board-approved Executive Director/CEO or Interim Executive Director/CEO with the exception of a Board member acting as Executive Director/CEO or Interim Executive Director/CEO. Only one (1) representative per Authority will be represented.

**ARTICLE IV  
MEETINGS**

The Association shall hold up to three regular meetings of which one will be an annual meeting, which will be the first meeting of the calendar year. Only eligible Executive Director's will be allowed to attend the meetings. The Board of Directors may meet as necessary and call a special meeting of the Association as deemed necessary or helpful or shall call such a meeting upon written request of one-third or more active

members (dues paying). The purpose or purposes of any special meetings shall be stated in a notice which shall include the date, time and place of such meeting and shall be distributed to each member of the Association not less than ten days prior to the date of such meeting.

**ARTICLE V**  
**OFFICERS**

The Officers of the Association shall be the President, Vice-President, and Secretary-Treasurer.

**ARTICLE VI**  
**DIRECTORS**

The Board of Directors of the Association shall be composed of: President, Vice President, and a member from each district. All Board members shall be appointed by the President, at the Annual Meeting, one from each District.

**ARTICLE VII**  
**DUES**

The annual dues for membership in the Association shall be set by the Board of Directors of the Association and may be changed from time to time as may be necessary. The following dues structure has been approved:

Units Defined as Units Owned or Administered by PHA:

249 or Less Units	50.00
250 - 999 Units	100.00
1000 + Units	150.00

**ARTICLE VIII**  
**SEAL**

The "SEAL" of the Alabama Association of Public Housing Authority Directors shall be circular in shape and shall bear the wording "Alabama Public Housing Authority Directors Association 1979" being the date of the organization of the Association.

**ARTICLE IX**  
**AMENDMENTS**

The Constitution of the Association may be amended by a two-thirds vote of the membership present at any meeting of the Association, provided notice of proposed amendment shall be distributed (mail, email or fax) to the membership of the Association at least ten days prior to the meeting.

# BY-LAWS

---

## ARTICLE I OFFICE

Section 1. Principal Office. The Principal Office of the Association shall be at the city of residence of the President of the Association.

## ARTICLE II MEETINGS

Section 1. The Association shall hold up to three regular meetings of which one will be an annual meeting at a time and place so designated by the Board of Directors. Only eligible Executive Director's will be allowed to attend the meetings. The Board of Directors may call special meetings of the Association as deemed necessary or helpful, or shall call such meetings upon written request of one-third of the active members. The purpose or purposes of any special meeting shall be stated in a notice which shall include the date, time and place of such meeting and shall be distributed to each member of the Association not less than ten days prior to the date of such meeting. Action taken at a special meeting shall include the business announced in said notice of such meetings, and other business that may be authorized by a majority vote of members present.

Section 2. Quorum. The presence in person or by proxy of 2/3 of membership in attendance entitled to vote shall constitute a quorum for the transaction of business.

Section 3. Voting. Each Executive Director which is a member in good standing in the Association shall have one vote. The vote shall be cast by the Executive Director unless they have, prior to any meeting of the Association, by written statement, designating some other member of the Association to cast their vote by proxy. A vote may be cast by proxy on questions known to be brought before meetings, in the event a member cannot attend in person; said vote or votes are to be made only on such known business.

## ARTICLE III DUES

See Constitution - Article VII.

## ARTICLE IV BOARD OF DIRECTORS

Section 1. Appointment of Directors. The members of the Board of Directors shall be appointed by the President, one member from each district at the annual meeting. The term of office shall begin immediately following the Annual Meeting. Officers shall be elected from the General Membership by majority vote of those members present at the Annual Meeting and will serve as a part of the Board of Directors.

Section 2. Number and Qualifications. The number of Board of Directors of the Association shall be three officers plus one member from each district until changed by an amendment of the By-Laws, duly approved by the members. Each member of the Board of Directors shall be a member of the Association in good standing.

Section 3. Term of Office. The Directors shall be appointed by the President for a term of two years or until their successors have been elected.

Section 4. Vacancies. Vacancies on the Board of Directors may be filled by appointment of the President to fill out the unexpired term.

Section 5. Quorum. A majority of the Board of Directors present shall constitute a quorum for the transaction

of business.

Section 6. General Powers. The Board of Directors, when appointed, shall exercise all corporate powers of and for the business affairs of the Association between annual meetings and their action shall be final.

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

Section 1. Number. The officers of the Association shall be a President, Vice-President, and Secretary-Treasurer. The Secretary-Treasurer shall be appointed by the President of the Association with the approval of the Board and the Secretary-Treasurer's tenure shall run concurrent with the President. Compensation for the Secretary-Treasurer, if any, shall be set by the Board of Directors.

Section 2. Term of Office. The Officers specifically designated in Section 1 of this Article shall be elected every two years by the membership (except the Secretary-Treasurer), shall serve for a period of two years beginning immediately following the annual meeting at which they were appointed and hold their office until their successor has been duly appointed and qualified.

Section 3. Vacancies. Vacancy in any of the offices, because of death, resignation or for any cause, shall be filled by the majority vote of the Board of Directors, to fill the unexpired term of such office.

Section 4. President. The President shall be the chief executive officer of the Association and shall, subject to the control of the Board of Directors, have general supervision, direction, and control of the business and affairs of the Association. The President shall preside at all meetings of the membership and of the Board of Directors at which he is present. The President shall, unless otherwise provided by the Board of Directors, be ex-officio member of all standing committees. The President shall also have other powers and duties as may be assigned by the Board of Directors. The President shall appoint a slate of Board Members representing each district at the annual meeting for approval by the membership.

Section 5. Vice-President. In the Absence or disability of the President, the Vice-President shall perform all the duties of the President and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice-President shall, in general, have such other powers and perform such other duties as may, from time to time, be assigned by the President or the Board of Directors. The Vice-President shall, in cooperation with the President, serve as the Chairperson for the Program Committee. The Vice-President shall be responsible for surveying the membership and formulating agenda/programming activities in cooperation with the President. The Vice-President will become the President once the President's term expires or upon their resignation.

Section 6. Secretary-Treasurer. The Secretary-Treasurer shall keep or cause to be kept, at the principal office of the Association, or such other place as the Board of Directors may order, a book of minutes of the meetings of the Board of Directors and the membership, with the time and place of such meetings. The Secretary-Treasurer shall also keep or cause to be kept, at the principal office of the Association, the name and address of the members, all of the books and records giving adequate and correct accounting of the properties, monies and business transactions of the Association, and shall deposit all monies and valuable effects in the name and to the credit of the Association in such depositories that may be designated by the Board of Directors. The Secretary-Treasurer shall cause the funds of the Association to be disbursed when such disbursements have been duly authorized and shall render to the President and the Board of Directors, whenever requested, an account of all their transactions as Secretary-Treasurer, and of the financial condition of the Association. The Secretary-Treasurer shall, in general, have such other powers and perform such other duties as may, from time to time, be assigned by the Board of Directors or the President.

Section 7. Attendance of Officers. Any Officer that has more than one unexcused absence during his/her term shall be replaced at the next general meeting by the President. Officers shall notify the President or the Secretary prior to the meeting the nature of any absences.

## **ARTICLE VI** **COMMITTEES**

The President, with the advice and consent of the Board of Directors, may appoint such committees as are deemed necessary for the proper conduct of the business and the objectives of the Association.

## **ARTICLE VII** **PROCEDURE**

Except as otherwise provided by these By-Laws or the Constitution or amendments thereto, "Roberts Rule of Order" shall govern the proceedings of the Association.

## **ARTICLE VIII** **AMENDMENTS**

The Constitution of the Association may be amended by a two-thirds vote of the membership present at any meeting of the Association, provided notice of proposed amendment shall be distributed to the membership of the Association at least ten days prior to the meeting.

## **ARTICLE IX** **VOTING OF OFFICERS**

The Vice-President and District Board Members are the only voting members of the Board except that the President may vote in case of a tie.

### **Constitution and By-laws:**

Original Adopted: 1980  
Amended Fiscal Year From Jan 1-Dec 31 to April 1 - March 30: 1982  
Amended Minor Revisions: March 1990  
Amended Revisions to Article V in Constitution and Article III, Section 1 in By-laws  
and minor grammatical items: March 1996  
Amended Constitution, Article V – March 19, 1997  
Amended By-Laws, Article IV, Section 1 – March 19, 1997  
Amended By-Laws, Article IV, Section 1 & 4, Article V, Section 5 – August 26, 2003  
Amended By-Laws, Article V, Section 2 – March 20, 2008  
Amended Constitution, Article III, Article IV, Article VI, Article IX. March 26, 2009, Effective 04/01/09  
Amended By-Laws, Article II, Section 1 & 2, Article IV, Sections 3, 4 & 6, Article V,  
Sections 1, 2, 4 & 5, Article IX. March 26, 2009, Effective 04/01/09  
Amended Constitution, Article VII – April 1, 2015  
Amended Constitution, Articles II, III & IV – August 24, 2022  
Amended Bylaws, Article II – August 24, 2022