

**AMENDED BYLAWS OF
COCOPAH INDIAN HOUSING AND DEVELOPMENT,
FORMERLY KNOWN AS THE COCOPAH HOUSING AUTHORITY**

ARTICLE I – GENERAL

SECTION 1 - NAME. The name of the Cocopah Housing Authority shall be changed to:
“COCOPAH INDIAN HOUSING AND DEVELOPMENT.”

SECTION 2 - SEAL. The seal of Cocopah Indian Housing and Development (hereinafter referred to as the "Organization") shall be in the form of a circle and shall bear the name Cocopah Indian Housing and Development and the original year of organization.

SECTION 3 - OFFICE. The office of the Organization shall be at such place on the Cocopah Reservation as the Board may from time to time designate by resolution.

ARTICLE II - BOARD OF COMMISSIONERS

SECTION 1 - COMPOSITION. The business affairs of the Organization shall be conducted and managed by a Board of Commissioners composed of five (5) persons.

SECTION 2 - APPOINTMENT. The members of the Board shall be appointed and may be re-appointed by the Cocopah Tribal Council. A Commissioner may be a member or non-member of the Cocopah Tribe. In the absence of the Council naming a Chairperson of the Board, the Board may hold its own election of officers. Any designated or elected Chairperson may take office at the next scheduled election of officers. Each member of the Board shall hold office

until his successor has been appointed and has qualified. No person shall be prohibited from serving on the Board because he or she is a tenant or home buyer in a Cocopah housing project.

SECTION 3 - TERM. The term of office of each Commissioner shall be four (4) years and the Commissioners shall serve in staggered terms. Each Commissioner shall hold office until his or her successor has been appointed and qualified.

SECTION 4 - REMOVAL OF A COMMISSIONER. A Commissioner may be removed by the Tribal Council for serious inefficiency or neglect of duties or for misconduct in the office, but only after a hearing before the Tribal Council and after the Commissioner has been provided written notice of the specific charges against him or her at least ten (10) calendar days prior to the hearing. At any such hearing, the Commissioner shall have the opportunity to be heard in person or by counsel and to present witnesses on his or her behalf. In the event of the removal of any Commissioner, the record of the proceedings, together with the charges and findings thereon shall be filed with the Tribal Council and a copy thereof sent to the appropriate office of the Department of Housing and Urban Development, if applicable.

SECTION 5 – HIRING PAST BOARD MEMBERS. A member of the Board of Commissioners may not be hired as the Chief Executive Officer, Executive Director, or Director of day-to-day operations of Cocopah Indian Housing and Development until three years after the date of his/her resignation from the Board of Commissioners.

ARTICLE III- OFFICERS

SECTION 1 - OFFICERS. The Officers of the Board shall be a Chairperson, Vice-Chairperson, Secretary and Treasurer.

SECTION 2 - CHAIRPERSON. The Chairperson shall preside at all meetings of the Board. At each meeting, the Chairperson shall submit recommendations and information as he or she considers appropriate concerning the business affairs and policies of the Organization.

SECTION 3 - VICE-CHAIRPERSON. The Vice-Chairperson shall perform the duties of the Chairperson in the absence or incapacity of the Chairperson and in the case of the resignation or death of the Chairperson, the Vice-Chairperson shall perform the Chairperson's duties until such time as a new Chairperson is appointed by the Tribal Council. The Vice-Chairperson shall also perform such duties as designated by the Board.

SECTION 3 - VICE-CHAIRPERSON. Vice-Chairperson shall perform the duties of the Chairperson in the absence or incapacity of the Chairperson and in the case of the resignation or death of the Chairperson, the Vice-Chairperson shall perform the Chairperson's duties until such time as a new Chairperson is appointed by the Tribal Council or elected at the next scheduled election of officers. The Vice-Chairperson shall also perform such duties as designated by the Board.

SECTION 4 - SECRETARY. The Secretary shall maintain the records of the Organization. The Secretary shall act as Secretary of the Board meetings and record all votes and maintain a record of the Board proceedings in a journal to be maintained for such purpose. The Secretary shall also perform all duties incident to his or her office. The Secretary shall have custody and safeguard of the seal and shall have the power to affix such seal to all contracts and instruments as authorized by the Board. In the absence of both the Chairperson and the Vice-Chairperson the Secretary shall preside over Board meetings.

SECTION 5 - TREASURER. The Treasurer shall have the care and custody of all funds of the Organization. The Treasurer shall keep regular books of accounts as to receipts and expenditures and shall render to the Board at each regular meeting or as requested an account of his or her transactions and the financial condition of the Organization. He or she shall complete an annual report in written form as required by Tribal Ordinance CHA 76-1 adopted December 30, 1976.

SECTION 6 - EXECUTIVE DIRECTOR. The Executive Director of the Organization shall also be referred to as the Chief Executive Officer. The Executive Director shall be appointed by the Board and serve at the direction of the Board. The Executive Director shall supervise the administration and management of the business affairs and dealings of the Organization and shall be charged with such duties as prescribed by the Board.

SECTION 7 - ADDITIONAL DUTIES. The officers of the Organization shall perform such other duties and functions as may be required by the Board, Bylaws or rules and regulations of the Organization.

SECTION 8 - ELECTION OR APPOINTMENT. The Vice-Chairperson, Secretary and Treasurer shall be elected at the annual meeting of the Board from among the Commissioners and shall hold office until their successors are elected and qualified.

SECTION 9 - VACANCIES. Should the offices of Vice-Chairperson, Secretary or Treasurer become vacant the Board shall select a successor from the remaining Commissioners at the next regular meeting and such election shall be for the unexpired term of said office.

SECTION 10 - ADDITIONAL PERSONNEL. The Organization may from time to time employ such personnel as it deems necessary to carry out its powers, duties and functions. The selection and compensation of the Executive Director shall be determined by the Board.

ARTICLE IV - MEETINGS

SECTION 1 - ANNUAL MEETING. The annual meeting of the Board shall be held during the Annual Strategic Planning Meeting, or at such other time as designated by the Chairperson upon no less than seven (7) days' notice to the Commissioner at the regular meeting place of the Board, or at such location as designated by the Chairperson.

SECTION 2 - REGULAR MEETINGS. Regularly monthly meetings shall be held on the second Thursday of every month at 5:30 p.m., or on such date, time, place and manner as designated by the Chairperson upon no less than three (3) days written notice to the other

Commissioner. Regular meetings may be held without notice if all Commissioners are present at such meeting.

SECTION 3 - SPECIAL MEETINGS. The Chairperson may in his or her discretion upon the written request of two Commissioners call a special meeting of the Board for the purpose of transacting any business designated in the call for a special meeting. Written notice of a special meeting shall be given to each Commissioner at least twenty-four (24) hours prior to any special meeting. No business shall be considered or conducted at a special meeting other than as specifically designated in the call for a special meeting. No action may be taken at a special meeting without the affirmative vote of three (3) Commissioners. If all the Commissioners are present at a special meeting any other regular business of the Organization may be conducted at such meeting.

SECTION 4 - QUORUM. Three (3) Commissioners shall constitute a quorum for the purpose of conducting the business of the Organization and exercising the powers and all other such purposes of the Organization, but a smaller number may adjourn from time to time until a quorum is obtained. When a quorum is in attendance, action may be taken by the Board upon a vote of the majority of the Commissioner's present except with respect to special meeting as provided in Section 3 of this Article, and with the respect to the adoption of bond resolutions which require adoption by the vote of an absolute majority of the Board.

SECTION 5 - ORDER OF BUSINESS. At the regular Board meetings the Chairperson shall designate the order of business for such meeting.

SECTION 6 - RESOLUTIONS. All resolutions shall be in writing and shall be maintained in a journal of the regular proceedings and affairs of the Organization.

SECTION 7 - MANNER OF VOTING. Voting on all questions and issues coming before the Board shall be by roll call and the votes of each Commissioner shall be entered upon the minutes of such meeting except in the matter of elections when the vote may be by written ballot if requested by any Commissioner.

ARTICLE V – AMENDMENTS

SECTION 1 - AMENDMENTS TO BYLAWS. The Bylaws of the Organization shall be amended upon the approval of at least three (3) Commissioners at any Board meeting provided no less than seven (7) days prior written notice of such meeting was sent or delivered to all the Commissioners.

Dated: _____

Attested to: _____
Chairperson Secretary