



Minutes

1. Call to Order by Chair Carrie Blackburn Riley
2. Trustees Present: Carrie Blackburn Riley, Dorothy Carty-Daniel, George Guy, James Bebley, Anthony Goodson Jr., Cindy Preast, Carol Branham, Shannon Biggs, Marilyn Medley, Paul Chaiken, Donna Dunwoody, Arthur Kurrasch, Patricia Wells, Karen Wallace, Joan Smith, Lee Talmage, Pamela Thompson, Mark Thiele, Brenda Strom
3. Trustees Absent: Richard Laferte, Shaunté Evans, Ray Bender, Leo Lara, Robert Peterson.
4. Agenda was reviewed. Move to accept agenda made, seconded and approved by unanimous voice vote.
5. Move to approve minutes from April 21, 2018 was made, seconded and approved by unanimous voice vote.
6. Lori Barringer, Interim Director of NAHRO Professional Development, presented an update and took questions.
7. Blake Pavlik, Director NAHRO Certification and Accreditation, presented a NAHRO Certification™ report and brief orientation regarding NAHRO Certification™ for new Trustees.
8. Assessment of Needs working group report was presented by Carol Branham regarding schedule reviewing all of NAHRO Certification Programs.
9. NAHRO Examination Boards Chair Richard Herrington presented an update and took questions.
10. Discussion commenced regarding the Ethical Leadership working group with the Professional Development and Member Services Committee. Chair Carrie Riley noted a lead was needed. George Guy expressed interest and requested more information.
11. NAHRO President Carl Richie and Senior Vice-President Sunny Shaw thanked the Board for their work and took questions. Discussion ensued regarding the BECT's ethics role in the industry from an investigative processes and disciplinary matters. President Richie noted he would like NAHRO to be part of the industry dealing with ethical issues to avoid outside entities such as HUD to need to be involved.



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12. Discussion commenced regarding the revised BECT By-Laws. General discussion revolved on future work on the By-Laws regarding the BECT's power to remove Trustees for cause, and the type of autonomy required if NAHRO's Certification Programs would apply for Third-Party Accreditation.
13. Revision of the current version of the BECT By-Laws was discussed, limiting the changes to areas not related to autonomy; specifically administrative areas. Spirited discussion around whether Trustees could attend and/or vote at meetings remotely via telephone or electronics means commenced. Decision was made to allow remote participation at "Special Meetings" as defined in the By-Laws but require in-person participation at "Regular Meetings".
14. Move to accept the revised By-Laws was made, seconded and approved by unanimous voice vote. NOTE: By-Laws were approved by the NAHRO Board of Governors on July 28, 2018.
15. Meeting was adjourned.

BECT By-Laws Version 5.0

Revised and Approved 7/27/2018 by BECT, Approved 7/28/18 by NAHRO Board of Governors

Article I - Name, Office

The name of the Board shall be The Board of Ethics and Credentialing Trustees (BECT), and its contact address shall rest with the principal office of the National Association of Housing and Redevelopment Officials (NAHRO), currently 630 I Street NW, Washington, D.C. 20001.

Article II – Purpose, Powers, Authority

The Board of Ethics and Credentialing Trustees (BECT) shall administer the NAHRO Certification and Credentialing Programs in accordance with policies promulgated by the NAHRO Board of Governors. In administering these programs, the Trustees may solicit, or receive without solicitation, the views and recommendations of appropriate NAHRO committees concerning the management and operation of the certification programs.

The BECT receives, initiates as appropriate, considers, and takes action concerning all complaints alleging violations of the NAHRO Code of Professional Conduct (CPC) in accordance with Rules of Procedure adopted by the BECT and approved by the NAHRO Board of Governors.



The BECT, in consultation with other NAHRO committees and NAHRO professional staff, has primary authority and responsibility for originating and carrying out activities, initiatives, and programs to foster professional ethical awareness on the part of NAHRO members and to promote strict adherence to the NAHRO Code of Professional Conduct.

Article III – Trustees – General

Number and qualifications. The number of Trustees shall be at least nineteen, but not more than twenty-five. Each Trustee shall hold office for the term for which he or she is elected, or until his or her death, resignation, or removal. Persons eligible to serve on the Board of Ethics and Credentialing Trustees are any active NAHRO members who have at least five years of experience in one of the following areas: public housing, affordable housing, community or economic development.

Election, Appointment and Term. Members of the Board of Ethics and Credentialing Trustees shall be elected or appointed as follows:

a) Regional positions

Sixteen of the twenty-five positions shall be filled by persons elected or appointed in accordance with the By-laws of NAHRO's respective Regional Councils. The term of the regional representatives shall be four years. Each region will assign staggered four-year terms to assure continuity in representation on the Board of Ethics and Credentialing Trustees.

b) At-large positions – Regional nominees

Three positions shall be at-large positions filled by persons elected by the NAHRO Board of Governors during its meeting held immediately prior to its Annual Meeting in election years. Persons shall be elected from among nominees submitted by the Regional Councils. Each of the eight Regional Councils may nominate one person for each of the three at-large positions. The term of office shall be four years, commencing at the NAHRO Annual Meeting in election years.

c) At-large positions – Presidential appointees

Up to six at-large positions may be held by persons named by the President of NAHRO following regional appointments and nominations provided for in Article III a) and b) above. The term of office shall be two years. The President, in making appointments, will strive to insure minority group or other reasonable representation is accomplished.



d) Expiration of Terms of Trustees

Expiring terms shall end prior to the meeting for election of officers held in conjunction with the annual meeting of the Association held during its election year.

e) Removal

1. A Trustee elected by a Regional Council may be removed from office for cause by a vote of two-thirds of those voting at a meeting of the Regional Council Executive Committee.
2. A Trustee elected by the NAHRO Board of Governors may be removed for cause by a vote of two thirds of those voting at a meeting of the NAHRO Board of Governors.
3. A Trustee appointed by the President may be removed for cause by the President, or by the Board of Governors in cases of Presidential conflicts.

For purposes of this section, cause may include, but not be limited to, any violation of the Code of Professional Conduct or lack of attendance and participation in meetings.

f) Vacancies

Vacancies during an existing term shall be filled within one hundred and eighty (180) days of the occurrence of the vacancy as in hereinafter provided. Trustees elected to fill a vacancy shall serve during the unexpired term of the trustee whose departure created the vacancy.

1. Regional positions
A vacancy in a regional position shall be filled by the regional President of the region in which the vacancy occurred.
2. Elected At-large positions – Regional nominees
A vacancy in an elected at-large position shall be filled by the Board of Governors from among nominees submitted by the regional councils. Each regional council shall nominate one person for each vacant elected at-large position. The Board of governors may elect a Trustee to fill any vacancy not filled by a regional council within the prescribed time. (see “Article II f)” above).



3. At-large positions – Presidential appointees
A vacancy occurring in an at-large presidential appointee position may be filled by the President in accordance with “Article II c)” above.

Article IV – Officers, Election and Term

Officers of the Board of Ethics and Credentialing Trustees shall consist of a Chairperson, a Vice-Chairperson and a Secretary.

a) Chairperson

The Chairperson shall be a member of the Board of Ethics and Credentialing Trustees. The Chairperson shall, when present, preside at all meetings of trustees. He or she shall sign, with any other proper officer, certificates for certification and shall perform all duties incident to the office of the Chairperson and other duties as may be prescribed by the Board of Ethics and Credentialing Trustees from time to time.

b) Vice-Chairperson

The Vice-Chairperson shall be a member of the Board of Ethics and Credentialing Trustees. The Vice-Chairperson shall, in the absence or disability of the Chairperson, perform the duties and exercise the powers of that office, and shall perform other such duties and have other such powers as the Board of Ethics and Credentialing Trustees shall prescribe.

c) Secretary

The Secretary need not be a member of the Board of Ethics and Credentialing Trustees. The Secretary shall keep accurate records of the acts and proceedings of all meetings of the Board of Ethics and Credentialing Trustees.

d) Election and Term

Officers shall be elected by the Board of Ethics and Credentialing Trustees for two-year terms. Election of officers shall be held at the meeting of the Board of Ethics and Credentialing Trustees which is convened in conjunction with the NAHRO Annual Conference. Elections for the purpose of filling vacancies which occur may be held at any regular or special meeting of the Board of Ethics and Credentialing Trustees. Any vacancy shall be filled by the Trustees for the unexpired term.



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Each individual interested in serving as an officer shall be provided an opportunity to address the Board of Ethics and Credentialing Trustees prior to nominations and elections. Nominations and voting shall occur using established Procedures for electing the Chairperson and Vice-Chairperson as identified within the Board of Ethics and Credentialing Trustees page on NAHRO's website, currently www.nahro.com.

Each officer shall hold office for the term he or she is elected, or until his or her death, resignation, retirement, removal, disqualification, or his or her successor is elected & qualifies.

Article V – Meetings

a) Regular meetings

Regular meetings of the Trustees shall be held at a time and place established by the Trustees. To participate and vote, Trustees must be present in-person.

b) Special meetings

Special meetings of the Trustees may be called by or at the request of the Chairperson, or at the request of one third of the members of the Trustees, and may be conducted in-person, via telephone or electronically, and all participants may vote.

c) Executive Sessions

Executive Sessions may be scheduled for any regular or special meeting or may be initiated at the onset of the meeting as warranted. Executive Sessions conducted via telephone or electronically require participating Trustees to insure confidentiality of both conversation & action in accordance with the Oath & Agreement of Confidentiality.

d) Notice of meetings

There shall be at least two weeks' notice of the time and place of regular and/or special meetings. Such notice shall specify the purpose for which the meeting is called. Participation by a Trustee at any meeting shall constitute a waiver of notice of such meeting.

e) Quorum

At least one third of the Trustees then holding office shall constitute a quorum for the transaction of business at any meeting of the Trustees.



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f) Voting and Action

All meetings shall be conducted in conformance with generally accepted rules of Parliamentary Procedure, using Roberts' Rules of Order as guidance. Except as otherwise provided in this section, the action of the Trustees present at a meeting at which a quorum is present shall be the action of the Board of Ethics and Credentialing Trustees. The vote of a majority of the Trustees then holding office shall be required to propose to the Board of governors that it adopt, amend or repeal any provision of these by-laws.

Article VI – General Provisions

Except as otherwise provided herein, these By-Laws may be amended or repealed by an affirmative vote of a majority of the Trustees then holding office. Any such action shall have no effect unless and until such action has been approved by the NAHRO Board of Governors.