

**BYLAWS**  
**OF THE**  
**JACKSONVILLE HOUSING FINANCE AUTHORITY**

**Dated March 21, 2018**

# JACKSONVILLE HOUSING FINANCE AUTHORITY

## BYLAWS

### ARTICLE ONE

#### OFFICES

The principal office of the JACKSONVILLE HOUSING FINANCE AUTHORITY (the "JHFA"), a public body corporate and politic, shall be located in the City of Jacksonville, State of Florida.

### ARTICLE TWO

#### MEMBERS

2.1. General Powers. The affairs of the JHFA shall be exercised and the business and affairs of the JHFA shall be managed under the direction of its committee members (the "Members") in accordance with Chapter 159, Part IV, Florida Statutes ("Act"), the Chapter 52 of the Ordinance Code of the City of Jacksonville ("Ordinance Code"), as amended, and other applicable laws.

2.2. Number. Pursuant to Section 159.605, Florida Statutes the JHFA shall consist of at least five (5) Members. All Members of the JHFA shall be residents of Duval County, Florida.

2.3. Appointment of Members. Pursuant to Section 52.106, Ordinance Code, the Authority shall consist of seven Members, four of whom shall be Members appointed by the Mayor and confirmed by Council, and three of whom shall be appointed and confirmed by Council. All seven Members shall represent one of the following organizations: labor, finance or commerce. A certificate of the appointment or reappointment of any member of the Authority shall be filed with the Clerk of the Circuit Court of the County, and the certificate shall be conclusive evidence of the due and proper appointment of the member. The Members shall be Duval County residents. Each member shall serve a term of four years. Members shall serve for the term of their respective offices until their qualified successors have been appointed and confirmed. No member may serve more than two consecutive terms. All terms shall begin on July 1.

2.4. Vacancies. An Authority member's term shall automatically expire and his or her office shall be deemed vacant for purposes of appointment of a new member if, while in office, he or she shall cease to be qualified for membership under the provisions herein, or any other laws or regulations. All appointments of the Authority shall be confirmed by the Council. Each vacancy shall be filled for the remainder of the unexpired term.

2.5 Removal of Members. An Authority member may be removed without cause by a three-fifths vote of the Council, or for neglect of duty or misconduct in office by a majority vote of the Council, and in accordance with the removal procedures under the Act.

2.6 Office Holding. The Authority membership shall be considered an office and limited by the office holding provisions as provided for under the Florida Constitution. No Authority member shall be eligible to serve as a member of the Authority while holding other office or being an employee of the City. All Authority Members shall be required to take an oath of office required by the City and found in Chapter 2 (Oaths), Section 2.101 (Oaths of public officials), Ordinance Code.

2.7 Place of Meetings. Meetings of the Members, regular or special, shall be held in the City of Jacksonville, Florida.

2.8 Regular Meetings. Regular meetings of the Members shall be held monthly at such time and at such place as shall from time to time be determined by the Members. All meetings, whether regular or special, shall be held in accordance with Section 286, Florida Statutes, and other applicable laws.

2.9 Special Meetings and Notice. Special meetings of the Members may be called by the Chairman. Written notice of special meetings of the Members shall be given to each Member of the Board at least forty-eight (48) hours before the meeting, unless such special meeting has been determined by the Chairman to be an emergency meeting in which case the notice shall be given to each Member immediately. Unless as otherwise provided by applicable law, notices to the Members shall be in writing and delivered personally or electronically delivered to the Members at their addresses appearing on the books of the JHFA. Notice shall also be given in accordance with Chapter 286, Florida Statutes and other applicable laws.

2.10 Quorum; Required Vote. Pursuant to Section 159.605, Florida Statutes and Section 52.106, Ordinance Code, all business of the JHFA shall be conducted at meetings wherein a majority of the Members are present and voting. A quorum shall consist of four (4) members physically present. The act of a majority of the Members present at a meeting at which a quorum is present when the vote is taken shall be the act of the JHFA. Pursuant to Chapter 286, Florida Statutes, no Member who is present at any JHFA meeting may abstain from voting except when there appears to be or is a possible conflict of interest whereupon such non-voting Member shall comply with the disclosure requirements of Chapter 112, Florida Statutes.

2.11 Compensation of Members. No Member of the JHFA shall receive compensation for his or her services. However, Members shall be entitled to necessary expenses, including travel expenses, incurred in the discharge of duties pursuant to the City of Jacksonville Ordinance Code and other applicable law.

2.12 Chairman. Pursuant to Chapter 52, Ordinance Code, the Mayor of the City of Jacksonville shall appoint a Chairman who shall serve a two (2) year term, provided however, that the Chairman may be re-appointed by the Mayor as such for an additional consecutive two-year term. The Chairman of the JHFA shall preside at meetings of the Members and shall have such other powers and shall perform such other duties as shall be designated by the Members.



2.13 Officers. Pursuant to Chapter 52, Ordinance Code, the Authority Members shall elect additional officers, as deemed necessary, and, pursuant thereto, the Authority Members shall elect a Vice Chairman, Secretary and one or more Assistant Secretaries, all for one calendar year terms.

### ARTICLE THREE

#### CONTRACTS, CHECKS, DEPOSITS AND CENTRAL SERVICES

3.1. Contracts and other Documents. All instruments in writing necessary to carry out the powers, duties and obligations of Chapter 159, Part IV, Florida Statutes, and in connection with the purposes for which the JHFA was created, shall be executed in the name of the JHFA. All instruments in writing necessary to be executed in the name of the JHFA, including but not limited to any bond documents, shall be executed by the Chairman, Vice Chairman, or other officer authorized by the Board, without any attestation by the JHFA Secretary or Assistant Secretary.

3.2 Checks, Drafts, Loans, etc. All checks, drafts, loans or other orders for the payment of money, notes or other documents evidencing or securing indebtedness issued in the name of the JHFA shall be executed by the Chairman , Vice Chairman, or other officer authorized by the Board, without any attestation by the JHFA Secretary or Assistant Secretary.

3.3 Deposits. All funds of the JHFA shall be deposited to the credit of the JHFA pursuant to the JHFA's policies and procedures.

3.4 Central Services. Pursuant to Section 52.107, Ordinance Code, except as the Council of the City of Jacksonville may provide, the JHFA shall utilize the central services of the City of Jacksonville and shall pay for them on a cost-accounted basis. The JHFA may utilize such other services of the City of Jacksonville as may be mutually agreed upon from time-to-time and may pay for them on a fair and reasonable basis. The JHFA shall be required to use the legal services of the City of Jacksonville except in those cases when the General Counsel determines that the legal staff cannot provide legal services in the required legal area and as set forth by applicable law.

### ARTICLE FOUR

#### CONFLICTS OF INTEREST

Pursuant to Section 159.606, Florida Statutes, no Member or employee of the JHFA shall acquire any interest, direct or indirect, in any qualifying housing development or in any property included or planned to be included in such a development, nor shall a Member or employee have any interest, direct or indirect, in any contract or proposed contract for materials or services to be furnished or used in connection with any qualifying housing development. If any Member or employee of the JHFA owns or controls an interest, direct or indirect, in any property included or planned to be included in any qualifying housing project, the Member or employee shall immediately disclose the same in writing to the JHFA. Such disclosure shall be entered upon the minutes of the JHFA. Failure so to disclose such interest shall constitute misconduct in office.

For purpose of this Article Four, a “qualifying housing development” means any work or improvement located or to be located in Duval County, including real property, buildings, and any other real and personal property, designed or intended for the primary purpose of providing decent, safe, and sanitary residential housing for four or more families, at least sixty percent (60%) of whom are eligible persons, whether new construction, the acquisition of existing residential housing, or the remodeling, improvement, rehabilitation, or reconstruction of existing housing, together with such related non-housing facilities as the JHFA determines to be necessary, convenient, or desirable”.

**ARTICLE FIVE**

**EMPLOYEES AND AGENTS**

Subject to applicable law, each and every employee and agent of JHFA shall possess, and may exercise, such power and authority, and shall perform such duties, as may from time to time be assigned to him or her by the Members.

**ARTICLE SIX**

**FISCAL YEAR**

The fiscal year of the JHFA shall end on September 30.

**ARTICLE SEVEN**

**BOOKS AND RECORDS**


The JHFA shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Members and the JHFA in accordance with Chapter 119, Florida Statutes, and other applicable law. The JHFA shall also keep at the principal office a record giving the names and addresses of the Members. All books and records of the JHFA may be inspected by any Member or his agent or attorney, for any proper purpose at any reasonable time, or by any other person in accordance with applicable law.

**ARTICLE EIGHT**

**AMENDMENTS OF BYLAWS**

Unless otherwise provided by law, these Bylaws may be altered, amended or repealed or new Bylaws may be adopted by the affirmative vote of two-thirds of the Members at any regular or special meeting, provided such subject has been announced in the notice of the meeting.

ADOPTED AND APPROVED this 2nd day of April, 2018

  
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William L. Gulliford, Chairman

April 2, 2018  
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Date