

BY-LAWS OF THE LAND REUSE AUTHORITY

ARTICLE I – THE AUTHORITY

Section 1. Name of Authority. The name of the Authority shall be the “City of Nitro Land Reuse Authority.”

Section 2. Office of the Authority. The office of the Authority shall be in the city of Nitro, West Virginia, at a suitable location as designated by the Authority.

ARTICLE II – OFFICERS

Section 1. Officers. The officers of the Authority shall be Chairman, Vice Chairman, Secretary and Treasurer. The officers of the Authority shall serve without compensation, except that they may be reimbursed for expenses incurred in connection with the performance of their duties.

Section 2. Chairman. The Chairman shall preside at all meetings of the Authority. The Chairman shall sign all contracts, deeds and other instruments made by the Authority. In the absence or incapacity of the Chairman or when authorized by resolution of the Authority, the Vice Chairman shall sign contracts, deeds and other instruments made by the Authority. At each meeting the Chairman shall submit such recommendations and information, as he/she may consider proper concerning the business, affairs and policies of the Authority.

Section 3. Vice Chairman. The Vice Chairman shall perform the duties of the Chairman in the absence or incapacity of the Chairman; and in case of the resignation or death of the Chairman, the Vice Chairman shall perform such duties as are imposed on the Chairman until such time as the Authority shall select a new Chairman.

Section 4. Treasurer. The Treasurer shall have the care and custody of all funds of the Authority and shall deposit the same in the name of the Authority in such bank or banks as the Authority may select. He/She shall sign all orders and checks for the payment of money and shall pay out and disburse such moneys under the direction of the Authority. In the absence or incapacity of the Treasurer, the Chairman may sign orders and checks for the payment of money when such action expedites the business affairs of the Authority.

Section 5. Finance Director. The Finance Director of the City of Nitro shall keep such accounts of the Authority’s receipts and expenditures and shall render to the Treasurer such periodic financial statements as the Authority may direct.

Section 6. Director. The Authority may, in its discretion, appoint a Director who shall be the chief administrative officer of the Authority. The Director shall have general supervision over all of the Authority’s operations, shall direct the activities of the staff, and shall carry out all of the Authority’s functions in accordance with policies and procedures established by the Authority.

The City of Nitro shall approve and compensate the Director commensurate with the duties and responsibilities that the Director will oversee on a daily basis.

Section 7. General Counsel. The Authority may, in its direction, appoint a General Counsel who shall be an attorney-at-law. He/She shall prepare all legal instruments required by the Authority, shall represent the Authority in all litigation, and shall furnish all legal advice concerning the conduct of the Authority's affairs. The City of Nitro shall determine the compensation of the General Counsel.

Section 8. Election or Appointment. The Chairman, Vice Chairman, Secretary and Treasurer shall be elected at the annual meeting of the Authority from among the commissioners of the Authority and shall hold office for one year or until later successors are elected and qualified.

Section 9. Vacancies. Should the office of the Chairman, Vice Chairman, Secretary or Treasurer become vacant, the Authority may elect a successor from its membership at the next regular meeting, and such election shall be for the unexpired term of said office. When the office of Executive Director or General Counsel becomes vacant, the Authority shall appoint a successor to fill the respective vacancies.

Section 10. Rules, Regulation, Administrative Policy and Practice. The Authority may, as circumstances require, adopt such rules and regulations, or administrative policies and practices, as it deems suitable, for the administration of its technical and salary personnel.

ARTICLE III – MEETINGS

Section 1. Annual Meetings. The annual meeting of the Authority shall be held on the 3rd Monday of December at 2:00 p.m., at the regular meeting place of the Authority.

Section 2. Regular Meetings. Regular meetings of the Authority shall be held on the 3rd Tuesday of each month at 7:00 a.m., at the regular meeting place of the Authority. The regular meeting in each December shall be held immediately after the annual meeting adjourns.

Section 3. Special Meetings. The Chairman of the Authority may, when he/she deems it expedient, and shall, upon the written request of two members of the Authority, call a special meeting of the Authority for the purpose of transacting any business designated in the call. The call for a special meeting may be delivered to each member of the Authority or may be mailed to the business or home address of each member of the Authority at least two days prior to the date of such special meeting. At such special meeting, no business shall be considered other than as designated in the call, but if all of the members of the Authority are present at the meeting; any and all business may be transacted at such special meeting.

Section 4. Quorum. The powers of the Authority shall be vested in the Commissioners thereof in office from time to time. Four commissioners shall constitute a quorum for the purpose of conducting its business and exercising its powers and for all other purposes, 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 Authority upon a vote of a majority of the commissioners present.

Section 5. Order of Business. At the regular meetings of the Authority the following shall be the order of business:

1. Roll Call
2. Read and approval of the minutes of the previous meeting
3. Review of financial transactions and statements
4. Unfinished Business
5. New Business
6. Adjournment

All resolutions shall be copied in a journal of the proceedings of the Authority. Resolutions may be presented by any officer or Commissioner of the Authority, and the privilege of the floor shall be extended to all officers and Commissioners.

Section 6. Manner of Voting. The voting on all questions coming before the Authority shall be by roll call, and the yeas and nays shall be entered upon the minutes or such meeting, except in the case of elections when the vote may be by ballot. Only Commissioners of the Authority may vote on resolutions.

ARTICLE IV – AMENDMENTS

Amendments to by-laws. The by-laws of the Authority shall be amended only with the approval of at least four of the commissioners of the Authority at a regular or a special meeting.