

Franklin-Essex Housing Coalition

BYLAWS

Revised 6.16.20

ARTICLE I - NAME

Section 1.1

As set forth in the May 2013 founding documents, the name of this Continuum of Care shall be the Franklin-Essex Housing Coalition, inclusive of Franklin and Essex Counties, hereinafter referred to as the Coalition or FEHC.

ARTICLE II – MISSION/PURPOSE

Section 2.1 Mission

The Franklin Essex Housing Coalition is dedicated to preventing, reducing and combatting homelessness by ensuring that an effective system of care and services is in place.

Section 2.2 Purpose

The purpose of the Franklin Essex Housing Coalition is to:

- 1) Serve as the Continuum of Care as described in the Homeless Emergency Assistance and Rapid Transition to Housing Act and implementing regulations.
- 2) Operate the Continuum of Care in compliance with HUD regulations noted in 24 CFR Subpart B 578.7 in such a manner as to promote inter-agency coordination and collaboration.
- 3) Facilitate dialogue and strategic action among public, private and non- profit sectors to prevent and end homelessness and promote affordable housing.
- 4) Consult and coordinate with the State of New York, the Counties of Franklin and Essex Counties, in developing, updating and implementing their plans and programs to reduce and end homelessness and to provide an effective system of care and services responsive to the needs of at risk and homeless individuals and families.
- 5) Consult and coordinate with governmental entities in developing, updating and implementing their consolidated Plans, including the establishment of goals, objectives and action steps for reducing and ending homelessness, the allocation of Emergency Solutions Grant program funds, the development of performance standards, outcomes and evaluations of projects and activities assisted by Emergency Solutions Grant program and the development of funding, policies and procedures for the operation and administration of HMIS.
- 6) Conduct all business necessary to implement the mission and purposes of the FEHC, including conducting an annual review of these bylaws.

Section 2.3 Written Standards & Policies and Procedures

The FEHC will annually review the Written Standards for funded programs in compliance with HUD regulations. The FEHC Board of Directors will be responsible for ensuring the annual review of the FEHC Written Standards include the following:

- a) Policies and procedures for evaluating individuals' and families' eligibility for assistance;
- b) Policies and procedures for determining and prioritizing which eligible individuals and families will receive transitional housing assistance;

Approved September 10, 2020

- c) Policies and procedures for determining and prioritizing which eligible individuals and families will receive rapid rehousing assistance;
- d) Policies and procedures for determining and prioritizing which eligible individuals and families will receive permanent supportive housing assistance; and
- e) There will be an annual review of policies and procedures to guide the operation of the coordinated entry system to comply with any requirements established by HUD by Notice.
- f) Standards that determine what percentage or amount of rent each program participant must pay while receiving rapid rehousing assistance;
- g) Standards will be reviewed in consultation with Emergency Solutions Grants program funds within the geographic area.
- h) If the FEHC is designated a high-performing community, written standards as well as policies and procedures will be developed in accordance with HUD regulations.

Section 2.4. Coordinated Entry System

The FEHC will operate a coordinated entry system that will provide a comprehensive assessment of the needs of individuals and families for housing and services. It is designed to be easily accessed by individuals and families seeking housing or services, is well advertised, and includes a comprehensive and standardized assessment tool. The system is designed to coordinate program participation intake, assessment, and provision of referrals. The FEHC Board of Directors will oversee the implementation of the coordinated entry system.

ARTICLE III - MEMBERSHIP

Section 3.1

The Coalition is comprised of agencies, faith-based organizations, and/or departments of government and individuals in Franklin and Essex Counties; whose organizations are committed to the mission/purpose of the CoC.

Section 3.2

Any such agency, organization, or individual shall be considered a member in good standing and entitled to all rights and privileges herein granted upon acknowledgment by the Board of Directors and confirmed by a signed registration. A member in good standing is: One who has paid their dues and/or has requested a waiver of dues that was approved by the Board of Directors. Non-dues paying members who do not have Board-approved waivers may attend coalition meetings and sit on committees (at any level) however, they are not eligible to vote on any CoC matter and are not eligible for membership on the Board of Directors.

Section 3.3

Each entity or individual member in good standing shall be entitled to be represented in the Coalition on an individual or agency level. The terms of office of these delegates and the method of their selection shall be determined by each agency, organization. In case a regular delegate is unable to attend a Coalition function, an alternative, appointed by the agency, organization, may attend and act for that delegate. Agencies requesting letters of support must adhere to the letters of support policy and be a member in good standing.

Section 3.4

Each agency or organization delegate and each, individual member shall be entitled to one vote in the affairs of the Coalition.

Section 3.5

The Coalition’s membership year shall begin on the first day of January and continue through the last day of December within that calendar year.

Section 3.6

Public Invitation- At least annually, the FEHC will issue a public invitation for new members.

Section 3.7

Members will apply for or renew their membership annually by submitting an application to the Board of Directors. All applications/renewals of membership will be reviewed and approved by the Board of Directors.

ARTICLE IV – BOARD OF DIRECTORS

Section 4.1

There shall be a Board of Directors, empowered to: create Standing and Ad-Hoc Committees; review the plans of work of the committees and make recommendations to the Coalition for action; take action on the necessary business of the Coalition in the intervals between meetings of the Coalition; and conduct such other business as the Coalition shall direct. The primary function of the Board of Directors shall be to move forward the goals and objectives of the strategic plan. All committee terms begin on January 1.

Section 4.2

The Board of Directors is the primary decision-making body for the CoC. Decisions will be made by majority vote and will bring motions forward to the Franklin-Essex membership for a majority vote process.

Section 4.3

The Board of Directors shall consist of 6-10 individuals: Coalition Chair, Vice Chair, Secretary, Treasurer, and (1-2) Coalition Members representing each county, as well as one individual to serve as a representative of the homeless population. If the Board of Directors does not have a member that currently is, or formally has, been homeless, an additional seat will be added to the Board of Directors to ensure that there is consumer representation. If the Board is unable to seat an individual currently or formally homeless individual, they will make every effort to consult with a representative within the homeless population. The Board of Directors will be elected by the members of the Coalition to staggered three-year terms, Officers will be elected by the Board at the Organizational Board Meeting following the Annual Meeting. The Board of Directors elections will be held at its Annual meeting, in such manner that the term of the County Representatives shall expire on the last day of December of each year. a.) Term Limits: Board of Directors may serve a limit of (3) concurrent two (2) year terms of service or a total of six (6) years. All other members of the Board of Directors may serve two (2) concurrent three (3) year terms of service for a total of six (6) years. Board of Directors members may be eligible for re-nomination to this Board of Directors after a one-year absence.

Section 4.4

The Chair and Vice Chair of the Coalition shall both be Officers of the Board of Directors.

Section 4.5

The Board of Directors shall hold an organizational meeting during the month of December and shall hold monthly additional meetings via conference call or face to face, at a time as fixed by the Board. Officer seats will be set during this meeting.

Section 4.6

A quorum of the Board of Directors shall consist of a majority of the Board members.

Section 4.7

Vacancies on the Board of Directors which occur prior to the expiration of the normal term shall be filled by appointment from the Chair following a report of the Governance Committee.

Section 4.8

Any appointed member agency representative or individual member in good standing is eligible to be elected as an Officer or Board of Directors Member, to ensure the broadest possible representation. A member in good standing is one who has paid their dues and/or has submitted a waiver request to the Board that was approved, and regularly attends meetings and actively participates in subcommittee work.

Section 4.9

Any Board of Directors member who misses three (3) meetings without excuse shall be notified of such absence by the Secretary, and upon a fourth absence without excuse as determined by the Committee, shall forfeit their position as a Committee Member.

Section 4.10

Any Board member wishing to apply for housing funding on behalf of their agency must adhere to the same standards as any other CoC member. A Board member shall only apply for housing grant funding through the Coalition after notice of the funding has been distributed to all members.

ARTICLE V - OFFICERS

Section 5.1

The Officers of the Coalition shall be Chair, Vice Chair, Secretary and Treasurer to be elected by the membership on an alternating biannual basis (every other year). Any two or more offices may be held by the same person, except the offices of Chair and Secretary. Vice Chair and Secretary shall be elected at the annual meeting to serve two-year terms. The year after the election of the Vice Chair and Secretary, the Chair and the Treasurer shall be elected at the Board meeting following the annual meeting to serve two-year terms. Thereafter, each year, two officers shall be elected to two-year terms. Officers shall serve as Board of Directors members for the duration of their terms in office. New officers may be created and filled at any meeting of the board if deemed desirable by the board.

Section 5.2

The Officers shall be chosen from the Coalition's participating delegates representing member Coalition agencies, organizations, government departments or individuals.

Section 5.3

The Officers shall serve for two years, from the first day of January until the last day of December of the following year, or until their successors have been elected. In the event that an Officer abdicates his/her appointment prior to the end of his/her term, the Board of Directors shall appoint a temporary Officer until a successor has been elected. Terms shall be limited as per section 7.2.

Section 5.4

The Chair or Vice Chair shall: preside at all meetings of the Coalition and of the Board of Directors; execute in the name of the Coalition all agreements entered into by the Coalition and see that these agreements are properly carried out; consult with Chairs of Coalition committees to ensure that committee deliverables are carried out and perform other duties as directed by the Coalition.

Section 5.5

The Vice Chair shall, during the absence of the Chair, perform the duties of the Chair; and shall perform such other duties as the Coalition shall direct.

Section 5.6

The Secretary, or his/her designee, shall be the custodian of all of the Coalition's records, except as may be assigned otherwise by these bylaws; shall record the minutes of the Coalition and of the Board of Directors; shall maintain the roll of members and delegates; shall conduct all of the correspondence of the Coalition; and shall perform such other duties as the Coalition shall direct.

Section 5.7

The Treasurer shall be the custodian of all of the Coalition's funds; shall collect dues on behalf of the Coalition; shall maintain full and accurate accounts of the Coalition's grant finances; shall see that no disbursement is made except as authorized by the Coalition or its Board of Directors; and shall perform such other duties as the Coalition shall direct.

Section 5.8

Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors if they decide it is in the best interest of the Coalition. Any removal will be done without prejudice and in accordance with Board of Director procedures.

ARTICLE VI - NOMINATIONS

Section 6.1 (Board of Directors)

Nominations to the Board of Directors shall be made at the Coalition's Annual meeting. Nominations will be distributed 30 days prior to the annual meeting.

Section 6.2

Nominations shall be made by report from the Governance Committee with additional nominations permitted from the floor.

Section 6.3

Only persons who have given their consent to serve if elected shall be nominated.

Section 6.4

There shall be a Governance Committee of three members preferably covering all counties one who shall be appointed by the Chair or Vice Chair with the advice and consent of the Board of Directors. The Committee members shall select a Chairperson.

Section 6.5 (Board Officers)

Nominations for Board Officers of the Coalition shall be made at the Board meeting preceding the Annual meeting. Officers will immediately assume their role. There are no proxy votes for Officer elections.

ARTICLE VII - STANDING COMMITTEES

Section 7.1

There will be 3 Standing Committees and other special, ad hoc, committees as may be established by the Board of Directors. All such Committees shall follow the directives of and report to the Board of Directors on all matters assigned to them by these by-laws and the Board of Directors. Members of Standing Committees shall be members of the community at large, shall be recruited by the Chair or Vice Chair and shall serve for the program year or until their successors are appointed. The Standing Committees shall be: Operations, Systems and Governance Committee.

Section 7.2 Governance Committee

A Governance Committee comprised of at least 3 members appointed by the Board of Directors shall develop and present a slate of candidates for election to the Board of Directors at the Annual Meeting, shall conduct reviews of and recommend, as needed, actions to be taken with respect to these bylaws and governance charter related issues, shall ensure compliance

with HUD requirements regarding membership and Board of Directors composition. This committee will also be responsible for reviewing and approving letters supporting agency housing grants.

Section 7.3 Operations Committee

Shall review and prepare plans and recommendations for review and approval by the Board of Directors. The Committee will also carry out action plans approved by the Board of Directors with respect to HUD related tasks, including those related to:

- Rank and Review of funded agencies and the funding application
- Point In Time annual survey of homelessness
- Monitoring performance of funded agencies
- HMIS data review

The committee shall also carry out action plans approved by the Board of Directors with respect to community wide data including but not limited to HMIS, PIT, and school districts data to identify needs, trends, gaps, and emerging issues, the designation of the HMIS and oversight of the operation of the HMIS.

Section 7.4 Systems Committee

This committee will focus on creating a plan to facilitate communication between systems of care to streamline discharge protocol and avoid discharging clients into homelessness. The systems committee will collaborate with corrections, foster care, and behavioral health/primary healthcare. In addition, the committee will identify emergency and permanent homeless housing needs in the community, assess best practices in addressing these needs, and push forward action items to increase the amount of and access to appropriate emergency and permanent housing for persons who are homeless.

ARTICLE VIII- AD HOC COMMITTEES

Section 8.1

Ad Hoc Committees may be created by the Board of Directors to carry out specific activities to further the purpose of the Coalition. Such Ad Hoc Committees shall prepare a work plan which shall specify the task to be performed by the Committee and the term of the Committee. Ad Hoc Committees will be reviewed on an annual basis to determine continuation.

Section 8.2

Chairpersons, membership and reporting requirements for Ad Hoc Committees shall follow those rules laid out in Article VII, Section 7.1 for Standing Committees.

Section 8.3

The Ranking and Evaluation Committee is an Ad Hoc Committee designated each year by the Operations Committee. Any application resulting from a response to a HUD notice of funding availability (NOFA) shall be forwarded to the Ranking and Evaluation Team for review. If a member of the Ranking and Evaluation Committee is an employee of an applicant agency, he/she shall recuse themselves from review of that project application. In this instance the Ranking and Evaluation Committee will ask a non-applicant representative from the Franklin-Essex Membership to join the review of that year's NOFA applications. Applications and rankings will be sent to the Board of Directors for final review. The Board of Directors shall have a vote to approve the final ranking position on the applications.

ARTICLE IX- MEETINGS

Section 9.1

The Board of Directors shall hold an organizational meeting during the month of December and shall hold monthly additional meetings via conference call or face to face, at a time as fixed by the Committee.

Section 9.2

A meeting of the Board of Directors may be called by the Chair or Vice Chair or by a majority of the members of the

Board of Directors.

Section 9.3

The annual meeting of the Coalition shall be held at the last quarterly meeting of each year at such time and place as the Board of Directors may determine; and at which time Officers for the ensuing year shall be elected, and such other business transacted as is either herein specified or as may be necessary.

Section 9.4

The Coalition shall hold at least four meetings during the year, inclusive of the annual meeting. Agendas and prior meeting minutes shall be distributed electronically at least one week in advance.

Section 9.5

Meetings may be called by the Chair or Vice Chair, Board of Directors or at the request of one-fourth of the delegates or individual members in good standing.

Section 9.6

All meetings of the Coalition are open to the public.

Section 9.7

A quorum of the Coalition shall consist of a majority of all delegates and individual members in good standing, as recorded in the Coalition's records, maintained by the Secretary.

ARTICLE X – CONFLICT OF INTEREST STATEMENT

Section 10.1

The Coalition is committed to maintaining the highest standard of conduct in carrying out its fiduciary duties of care, obedience and loyalty in pursuit of the Coalition's mission. The Committee must be aware of and fully abide by the bylaws and policies of the Coalition. The purpose of this Committee's conflict of interest policy is to protect the Coalition's interests whenever contemplating entering into a transaction or arrangement that might benefit the private interests of the committee Member/Member Agency that might result in a possible excess benefit transaction.

1. The Coalition must disclose all interest(s) that may result in a conflict. Full disclosure of any situation in doubt should be made so as to permit an impartial and objective determination. Every member of the CoC with the authority to vote must, on an annual basis, file in writing a conflict of interest statement with the collaborative applicant (CARES of NY, Inc.).
2. For any transaction in which a Committee member or agency member has a financial or personal interest; the conflicted member shall recuse and abstain from participating in the Committee's discussion and vote on the issue.
4. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

ARTICLE XI - CONTRACTORS

Section 11.1

Franklin-Essex Housing Coalition, via contract, shall authorize a designated entity to fulfill administrative, data collection and evaluation, administration of allocated funding for the purposes of grant application administration and monitoring or to support other necessary furtherance of the strategic plan. The Chair and Vice Chair shall be responsible for executing any contract approved by a majority of the minimum quorum for the Coalition. The Chair shall be responsible to present at the annual meeting (or as required) an updated status report on such contracts.

ARTICLE XII - COALITION AUTHORITY

Section 12.1

Any actions, programs or public statements of Coalition position represent the efforts, thinking and consensus of those individuals representing the members of the Coalition, having acted within the affairs of the Coalition. No actions, programs or public statements of Coalition's position represent or purport to represent policies or positions of member agencies or organizations, unless the governing authorities of those member agencies and organizations specifically and individually endorse those actions, programs or public statements of Coalition position.

ARTICLE XIII - PARLIAMENTARY AUTHORITY

Section 13.1

Robert's Rules of Order, Newly Revised shall be the Parliamentary Authority for rules of the Coalition in all matters, not otherwise provided for in these Bylaws.

ARTICLE XIV - AMENDMENTS

Section 14.1

These bylaws may be amended by the affirmative vote of a majority of those in attendance. The majority must equal at least the quorum number as recorded in the Coalition records. The proposed amendment(s) shall have been distributed to the Coalition at least 30 days prior to the next scheduled quarterly meeting.

ARTICLE XV- DISSOLUTION STATEMENT

Section 15.1

Should the Coalition be dissolved, any assets shall be given to other nonprofit agencies with the mission of ending/preventing homelessness. This action may allow distribution of funds throughout Franklin and Essex Counties. At this time the Coalition will choose, vote and approve a local public charity for the distribution of funds.