

Dutchess County Continuum of Care (CoC)
By-Laws

Approved by DCCoC Membership November 25, 2025

ARTICLE I

Name

The name of this organization shall be the Dutchess County Continuum of Care (DCCoC).

ARTICLE II

Mission and Purpose

Section 1. Mission and Vision

The Dutchess County CoC mission is to prevent and end homelessness by facilitating collaboration through data collection, planning, education, and advocacy efforts that promote and preserve resources.

The DCCoC is committed to creating a homelessness response system that centers on customer voice with the goal of ensuring the CoC focus includes responding to customer needs. The centering of voices of people with lived experience is integral to the work of the CoC.

The CoC (through the Steering Committee and its committees) will endeavor to make funding, program and policy actions that are aligned with its stated values. These values will guide the actions of all CoC bodies established under these bylaws:

- The CoC will promote equity for communities disproportionality affected by homelessness.
- Decisions and recommendations made by the CoC will reflect a cross-sector of key stakeholders.
- The CoC will operate with transparency.
- The CoC will promote shared responsibility and accountability.
- CoC leadership will establish clearly defined roles and responsibilities and communicate decisions clearly and widely.

Section 2. Purpose

The purpose of the CoC:

- A. Serve as the CoC as described in the Homeless Emergency Assistance and Rapid Transition to Housing (HEARTH) Act and implement regulations.
- B. Operate the CoC 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.

- C. Facilitate dialogue and strategic action among public, private, and non-profit sectors to prevent and end homelessness and promote affordable housing.
- D. Consult and coordinate with the State of New York, Dutchess County, and other municipalities, with a particular focus on the City of Poughkeepsie as the largest city in the CoC, 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.
- E. 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 (ESG) program funds, the development of performance standards, outcomes and evaluations of projects and activities assisted by ESG program and the development of funding, policies and procedures for the operation and administration of HMIS; and
- F. Conduct all business necessary to implement the mission and purposes of the CoC, including conducting an annual review of these Bylaws.

Section 3. Written Standards and Policies & Procedures

The CoC shall establish, and review as needed, the Written Standards for CoC funded programs to ensure compliance with HUD regulations, and confirm inclusion of 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.
- 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.
- E. An Emergency Transfer Plan for Victims of Domestic Violence, Dating Violence, Sexual Assault or Stalking.
- F. Policies and procedures which guide the operation of the Coordinated Entry (CE) System to comply with requirements established by HUD by Notice CPD-17-01
- G. Standards for determining what percentage or amount of rent each program participant must pay while receiving rapid rehousing and permanent supportive housing assistance.
- H. Standards are reviewed in consultation with the Emergency Solutions Grants (ESG) program priorities (updated every five years) within the geographic area; and
- I. CoC written standards will be developed in accordance with HUD Regulations and will be approved by the Steering Committee.

Section 4. Coordinated Entry System

The CoC will contain within its projects a Coordinated Entry (CE) System. The CE Project Lead will ensure the CE system:

- A. Includes a comprehensive and standardized assessment tool.
- B. Is easily accessible to homeless households; and is well advertised.

Coordinated Entry is designed to organize program participation intake, assessment and provision of referrals. The CoC Steering Committee will oversee the operation of the CE system.

ARTICLE III General Membership

Section 1. Purpose and Function

The general membership will carry out the mission of the CoC by sharing relevant information, providing data as requested, identifying needs and trends, reviewing the work of the CoC committees, and voting on their recommendations, and approving any changes to the mission and structure of the CoC. Relevant individuals and public and private organizations shall include nonprofit at-risk and homeless assistance providers, victim service providers, faith-based organizations, governments, businesses, advocates, public housing agencies, school districts, social service providers, legal services providers, mental health agencies, hospitals, other health care providers and related entities, universities, nonprofit affordable housing developers, law enforcement, veteran service organizations, Department of Social Services (known as the Dept. of Community and Family Services (DCFS), Emergency Solutions Grant providers, and homeless and formerly homeless individuals.

The following guidelines shall apply to the general membership:

- A. Anyone who completes the DCCoC membership application, signs the CoC Code of Conduct, and attends 50% of the CoC's general meetings or actively participates in a committee and subscribes to the CoC's mission shall qualify for membership.
- B. Members may participate as representatives from public or private agencies or as private individuals. Consumer participation is strongly encouraged; and
- C. All agencies that receive HUD funding or intend to apply for any funding that requires CoC approval must be a CoC member in "good standing" to receive CoC support, defined as having attended at least 75% of the meetings in the past 12 months.

Section 2. Public Invitation

At least once annually, the CoC will issue a public invitation for new members. All DCCoC members will complete the CoC assessment and the membership application annually. This ensures the CoC tracks its strengths and deficits to provide the most effective leadership and that the membership reflects the demographics of Dutchess County.

Section 3. Voting

Voting may occur when a quorum exists. A quorum is defined as a majority (51%) of agencies, government departments or individuals in good standing. A motion will be passed by a majority vote of those of those present. Each agency, entity or individual may have multiple representatives but only one vote is permitted. All members are eligible to vote at the CoC, but there is only one vote permitted per agency or government department. The CoC may host a vote via email to pass a motion when necessary. Motions may be proposed via email and may be voted on by membership via email/virtual ballot, providing, at a minimum, conditions for members to participate in communications and engage in debate

before casting a vote (such as an email thread). Membership will have the right to vote on items such as, but not limited to: Annual Steering Committee Slate, updates and amendments of By-Laws and Written Standards.

DCCoC's membership year shall begin on the first day of January and continue through the last day of December within that calendar year. Should an application be submitted after the first of January, that membership will be valid through the last day of December. On-line Membership Application [Here](#). Applications will be accepted on a rolling basis during the year.

Section 4. Meetings

Regular Meetings

Members are requested to attend all meetings of the general CoC membership, which shall be held quarterly throughout the year.

Annual Meeting

The CoC will have an Annual meeting for the purpose of receiving reports from Committee Chairs and Coordinated Entry and vote on any revisions to the Bylaws or other policies and procedures as required by HUD; and for any other business that may arise.

Section 5. Agendas/Minutes

All CoC meetings will have written agendas and minutes. Agenda and minutes will be distributed electronically with the meeting invitation prior to the meeting.

Section 6. DCCoC Co-Chairs

- A. The CoC will be led by co-chairs. One co-chair will represent a government agency and one co-chair will represent a human service agency. In the event the CoC is unable to identify co-chairs in accordance with this section, the CoC may appoint co-chairs from the same entity type (government or non-profit). Such an appointment shall be limited to a one-year term, with the option for annual renewal, and the CoC shall continue to actively identify a co-chair from the other entity type.
- B. Co-chairs shall be recommended by the Steering Committee and approved by a vote of the full CoC Membership.
- C. The term for co-chairs shall be 2 years. The co-chairs may serve consecutive terms; and
- D. The co-chairs shall jointly consider the annual goals of the CoC and together, with the input from the steering committee, if necessary, consider the necessary presentations and the slate of speakers to ensure both HUD and local needs are addressed. The human service co-chair shall be responsible for the functions of the quarterly CoC meeting including developing agendas and chair meetings.

- i. The government co-chair shall be responsible for the activities of the Steering Committee including developing agendas and chairing meetings.
- ii. Co-chairs will be supported by CARES of NY, Inc, the CoC Collaborative Applicant, to develop agendas and ensure the distribution of agendas, as well as taking and distributing of minutes.

ARTICLE IV
Steering Committee

Section 1. Purpose and Function

The Steering Committee is expected to take a leadership role in carrying out the mission of the CoC. The Steering Committee shall be empowered to act on behalf of the CoC's immediate needs, search and respond to funding opportunities, act as a planning body, monitor the activities of the CoC's committees, and nominate CoC Co-chairs to be voted upon by the full CoC membership. The following criteria shall apply to the CoC Steering Committee:

- A. The Steering Committee shall be comprised of standing and other members. Standing members are defined as those who are members by virtue of their position. Standing members shall include: the CoC Co-Chairs, Chairs of each CoC sub-committee, the Executive Director/designee from each Dutchess County NOFO recipient agency, the Executive Director/designee for Grace Smith House, representatives from the County Departments of Mental Health, Community and Family Services and Planning and Development, three elected public officials, two representatives of law enforcement, and one representative of the business community. Other members shall include a person with lived experience, up to 3 other members necessary to ensure broad representation on the Steering Committee. Youth are represented on the Steering Committee as part of the Youth to End Homelessness Committee.
- B. The Steering Committee will work to ensure that its membership maintains a level of participation that is proportional to the population it serves.
- C. The CoC's government Co-Chair shall lead the activities of the Steering Committee as described in Article 3 - Section 6.
- D. No agency or government department shall have more than one vote on the Steering committee.
- E. The Steering Committee shall meet at least six times a year. The Steering Committee will ensure that the level of diversity within the committee will be proportional to the populations served by the CoC.
- F. The Board/Steering Committee Matrix is a strategic tool designed to document the demographics, knowledge, skills, and abilities of current board members. This tool helps identify gaps in board representation and informs the recruitment process to ensure a competent board. It is the responsibility of the Steering Committee to complete and maintain the Board Matrix annually. Each board member is expected to provide accurate and up-to-date information regarding their demographics, professional background, skills, and areas of expertise that they represent in the space. The Board Matrix shall be reviewed and updated at completion of Steering Committee slate vote. The insights gained from the Board Matrix will be used to guide the recruitment and nomination process, ensuring that new board members bring the necessary expertise to the board. All personal information collected through the Board Matrix will be kept confidential and used solely for the purpose of board development and recruitment

Section 2. Voting

A quorum is the minimum number of Members who must be present at a properly called meeting to conduct business in the name of the group. A quorum is defined as a majority of Steering Committee members who are eligible to cast a vote (only one vote per agency is accepted). A motion is considered passed by a majority vote of the Steering Committee members. For unanticipated items, the CoC may host an e-mail vote under the same requirements as an in-person vote. Steering Committee members must attend 50% of membership and/or committee meeting to be in good standing.

Steering Committee will have the right to vote on items such as, but not limited to annual updates and amendments of By-Laws and Written Standards, Project Tiering for Priority Listing, submission of CoC application, and for any other business that may arise.

The Steering Committee shall consider any candidates recommended as nominees by general members of the CoC. This process will be coordinated with the CoC Annual Meeting. **When Steering Committee vacancies occur**, Nomination forms will be sent to members to fill at large Steering committee positions prioritizing those with lived experience with the intention to increase the expertise of the Committee. This written process to select the Board will be reviewed, updated, and approved by the CoC at least once every 5 years.

In the event the Steering Committee has open seats, the CoC Nominations Form shall identify any candidates recommended by member/s and identify the member/s making such recommendation. All nominations will be verified by the Steering Committee, prior to adding them to the Steering Committee slate. The proposed slate will be created after the Co-Chairs reach out to those nominated to ensure their willingness to serve. New Steering Committee seats will become active upon approval by the existing Steering Committee.

Section 3. Certificate of Consistency

The Steering Committee is authorized to review and sign the Certificate of Consistency for agencies who apply for funding of programs consistent with the mission of the CoC. The co-chair (s) is authorized to approve any request which clearly meets the mission of the CoC. Any questionable requests shall be brought to the Steering Committee for review and approval. An agency requesting the letter of support must be a member in “good standing” and attend 75% of the CoC’s general membership and/or committee meetings. CoC has discretion in approving support for projects that align with the CoC mission.

Section 4. Terms of Office

Standing members shall retain their terms so long as they maintain their roles as outlined in Article V, Section 1, A. Other members shall serve two-year terms and may serve consecutive terms.

Section 5. Steering Committee Conflict of Interest Statement

DCCoC is committed to maintaining the highest standard of conduct in carrying out its fiduciary duties

of care, obedience and loyalty in pursuit of the CoC's mission. The Steering Committee must be aware of and fully abide by the bylaws and policies of DCCoC. The purpose of this conflict-of-interest policy is to protect DCCoC's interests whenever contemplating entering a transaction or arrangement that might benefit the private interests of a Steering Committee Member/Member Agency that might result in a possible excess benefit transaction.

DCCoC must disclose all interest(s) that may result in a conflict. Full disclosure of any situation in doubt should be made to permit impartial and objective determination. Every member of the CoC, with the authority to vote on an annual basis, must file in writing a conflict-of-interest statement with the collaborative applicant (CARES of NY, Inc.).

For any transaction in which a Steering Committee member or agency member has a financial or personal interest, the conflicted member shall recuse and abstain from participating in the Steering Committee's discussion and vote on the issue.

The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval. Board members shall annually sign a Conflict-of-Interest form.

ARTICLE V Committees

Section 1. Standing Committees

There shall be six Standing Committees as set forth in this Article. All such Committees shall report regularly to the Steering Committee and at quarterly Membership Meetings of the membership, unless directed to report otherwise by the Steering Committee.

Unsheltered Homeless Count Committee
Data Committee (HMIS)
Program Review Committee
Coordinated Entry Committee
Committee to End Youth Homelessness
Persons with Lived Experience

Section 2. Ad Hoc Committees

Ad Hoc Committees may be formed as needed by a vote of the Steering Committee. Attendance and participation will be determined at the time of committee formation.

Section 3. Function

Standing and ad-hoc committees will carry out the mission of the CoC by working on specific projects in focused areas as defined by the full membership.

Section 4. Chairs/Co-Chairs

- A. Each Committee will have a chair/co-chair that is/are responsible for scheduling, setting the agenda, facilitating meetings, and reporting to the full CoC. The chair/co-chair is/are responsible for working with the Collaborative Applicant (CA) to ensure upcoming committee meetings and/or events are posted on the CoC website and distributed as appropriately, maintenance of the committee's e-mail list, the recording and distribution of minutes.
- B. Chairs shall be responsible in coordination with CA for notifying the Committee of upcoming meetings.
- C. Chair roles may not be delegated to another individual.
- D. Chairs will serve 1-year terms.

ARTICLE VI

Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Dutchess County CoC in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the CoC may adopt.

ARTICLE VII – AMENDMENTS

Bylaws will be updated at least annually as needed. 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 DCCoC records.

ARTICLE VII

Conflict of Interest Statement and Code of Conduct

- A. CoC members and participants must abide by the following rules to avoid conflicts of interest and promote public confidence in the integrity of the CoC and its processes. Failure to honor these rules will be grounds for removal from the CoC, Steering Committee, and any committees.
- B. Members may not participate in or influence discussions or resulting decisions concerning the award of a grant or other financial benefit to:
 - a. Any organization that they or a member of their immediate family represents; or
 - b. Any organization from which they or a member of their immediate family derives income or anything of value.
 - c. Whenever CoC members or any of their immediate family members have a financial interest or any other personal interest in a matter coming before the Board or one of its committees, they must:
 - i. Fully disclose the nature of the interest; and
 - ii. Withdraw from discussing, lobbying or voting on the matter.
- C. Disclosure – DCCoC must disclose all interest(s) that may result in a conflict. Full disclosure of any situation in doubt should be made to permit an impartial and objective determination. Every

Steering Committee member of the CoC with the authority to vote must, on an annual basis, file in writing a conflict-of-interest statement with the CoC Administrator (CARES, Inc.). See Attachment 1.

- D. Abstention from Decision-Making - Any matter in which position(s) of the CoC member has an actual or potential conflict of interest will be decided only by a vote of disinterested individuals. In addition, the minutes of any meeting at which such a vote is conducted must reflect the disclosure of interested members' actual or potential conflicts of interest and their abstention; and
- E. Conflict of Interest for CoC Program Review Committee - No person serving on the Program Review Committee shall vote on any ranking or funding recommendation for which they have a conflict of interest. For this section only, a conflict of interest exists if:
 - a. The person serves, or has served within the past year, as a Board member, staff member or paid consultant of an organization making a funding proposal; or
 - b. The person's employer or organization on whose Board of Directors the person sits has, or has had within the last year, a contractual relationship with an organization making a proposal for funding. However, no conflict exists if the person's employer, or the organization on whose Board of Directors the person sits, is a funding entity whose mission includes providing funding to other service providers; or
 - c. Any other circumstance exists which impedes a person's ability to review and rank the proposals for funding objectively, fairly and impartially.
- F. Code of Conduct - DCCoC members shall agree to a Code of Conduct, as noted in the CoC Membership Application.