

Franklin-Essex Housing Coalition

**BYLAWS
Revised November 2025
Adopted:**

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 & Values

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 with a focus on Racial Equity and Social Justice.

To accomplish this mission, the CoC is adopting a set of values that will guide its actions and will orient the CoC in specific ways towards its mission. The CoC (through the Board 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 this Charter:

1. Recommendations and decisions will reflect the diversity of people experiencing homelessness.
2. The CoC will promote equity for communities of color and others disproportionately affected by homelessness.
3. Decisions and recommendations made by the CoC will reflect a cross-sectional and regional approach.
4. The CoC will operate with transparency and inclusiveness.
5. The CoC will take responsibility and accountability for addressing unconscious bias within the CoC.
6. CoC leadership will establish clearly defined roles and responsibilities and communicate decisions openly.

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 implement 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.

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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 review as needed 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;
- 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. Policies and procedures for the Emergency Transfer Plan* for Victims of Domestic Violence, Dating Violence, Sexual Assault or Stalking;
- f. 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.
- g. Standards that determine what percentage or amount of rent each program participant must pay while receiving rapid rehousing assistance;
- h. Standards will be reviewed in consultation with Emergency Solutions Grants program funds within the geographic area.
- i. 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.

**FEHC's Emergency Transfer Plan is clearly outlined in the CoC's Written Standards and meets the requirements under 24 CFR 578.99(j)(8). (24 CFR 578.7(d)).*

Section 2.4. Coordinated Entry System

The FEHC will contain within its projects a Coordinated Entry (CE) System. The CE Project Lead will ensure the CE system 1) includes a comprehensive and standardized assessment tool; 2) is easily accessible to homeless households; and 3) is well advertised. Coordinated Entry is designed to organize program participation intake, assessment, and provision of referrals. The FEHC Board will oversee the operation of the CE system.

ARTICLE III - MEMBERSHIP

Section 3.1

Membership in the FEHC is open to individuals and representatives or relevant public and private organizations committed to the mission and purpose of the FEHC. 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, Emergency Solutions Grant program providers, employment and workforce agencies, and homeless and formerly homeless individualism 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 (see section 3.2) shall be entitled to be represented in FEHC 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.

Section 3.4 Voting

- A quorum is the minimum number of Members who must be present at a properly called meeting in order to conduct business in the name of the group. A quorum is defined as a majority of members.
- Each agency or organization shall delegate a single representative entitled to one vote in the affairs of FEHC.
- A motion will be passed by a majority vote of those casted votes.
- ~~----~~Members may not vote by proxy.
- The Membership may host an electronic meeting (i.e. via email or telephone) to pass a motion. A meeting conducted by electronic means must be a deliberative assembly, providing, at a minimum, conditions of opportunity for simultaneous communication among all participating members equivalent to those of meetings held in one room or area. Under such conditions, an electronic meeting is treated as though it were a meeting at which all the members who are participating are actually present.
- An electronic meeting is only valid if the invitation is sent to all current members.
 - A motion will be proposed by electronic means.
 - Discussion must be made available via electronic means.
 - A quorum is defined by a majority of members.
 - A motion will be passed by a majority vote of members.
 - Votes will be counted and/or verified by the Board Chair and/or Collaborative Applicant.
- Where a matter of procedure is in question, the Membership shall defer to Robert's Rules of Order.
- Membership will have the right to vote on items such as, but not limited to:
 - Annual Board Slate
 - Annual NOFO Application
 - Annual By Laws Review

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. New members shall submit applications upon joining the coalition. Existing members will complete an application at least once per year at the specified time to ensure that member information is accurate and up to date and that annual dues are implemented at the same time each

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year. Applicants must have a current application on file to be considered in good standing. The application can be found on the FEHC website.

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.

All members are encouraged to complete the Diversity Assessment Tool as part of their onboarding. All members will be asked to retake the Diversity Assessment Tool annually on a date of the Board's choosing.

ARTICLE IV – BOARD OF DIRECTORS

Section 4.1 Term of Office

Each Board member will serve a three-year term. There is a term limit of two, 3-year terms of service or a total of six years.

Section 4.2 Eligibility and Declaration of Candidacy

- The Board of Directors shall consider any and all candidates recommended as nominees for Board of Directors by any members of the CoC, provided that in the case of member recommendations, such recommendations comply with the noted requirements set forth in the CoC Bylaws for a member's nomination to be properly brought before an annual meeting of members and any other applicable notice requirements set forth in the CoC Bylaws. Nominations for board candidates will be requested at membership meetings when a board vacancy exists. Board applications will also be available on the Collaborative Applicant website year-round and will be reviewed by the Governance committee when board positions become available. This written process to select the Board will be reviewed, updated, and approved by the CoC at least once every 5 years.
- Candidates should be individuals who live or work in the CoC geographic area; should be knowledgeable about the Continuum of Care; and should possess leadership qualities.
- Board members should reflect clients served in the CoC's geographic area as it pertains to race, ethnicity, gender, etc.
- There will be at least one person on the Board who has lived homelessness experience.
- The CoC Nominations Form shall identify any candidates recommended by member/s and identify the member/s making such recommendation/s.
- This Nomination Form will also be used as a proxy for member/s unable to attend the Annual Meeting.
- All nominations will be verified by the Governance Committee, prior to creating the slate of directors to be voted on at the Annual Meeting.

Section 4.3 Voting on the Board

- The proposed Board of Directors slate will be voted on at the Annual Meeting.
- This slate will be provided to the members one week prior to the Annual Meeting with all other materials for said meeting
- In the case of receiving more nominations than available seats, a paper ballot vote will be conducted at the meeting. In the case of an electronic or hybrid meeting, virtual votes will be cast.

Voting as a Board

- A quorum is the minimum number of Board members who must be present at a properly called meeting in order to conduct business in the name of the group. A quorum is defined as a majority of Board members.
- Each Board member will have one vote.
- A motion will be passed by a majority vote of those cast votes.
- Members may not vote by proxy.

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- The Board may host a vote via email to pass a motion when necessary. Votes taking place outside of a formal meeting must have two thirds majority approval of all seated Board members in order for the issue being considered to be approved.
- Where a matter of procedure is in question, the Board shall defer to Robert's Rules of Order.
- The Board will have the right to vote on items such as, but not limited to:
 - Annual Officer Slate
 - Rank & Review Application Tiering

Section 4.4 Selection:

- The proposed slate will be created after the Board of Directors reaches out to those nominated to ensure their willingness to serve.
- New Board seats will become active the first day of the month following the Annual Meeting.

Section 4.5

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.

The Board must work to ensure that its membership maintains a level of diversity that is proportional to the population it serves.

Section 4.6

The Board of Directors shall consist of 6- 16 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. Additionally, Board members may appoint a proxy to vote in their place on matters relevant to the Board if necessary. 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 Board of Director members shall expire on the last day of December of each year. a.) Term Limits: 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 4.7

The Chair, Vice Chair, Secretary, and Treasurer of the Coalition shall make up Officers of the Board of Directors.

Section 4.8

The Board of Directors shall hold an organizational meeting at the Board meeting following the Annual Meeting and shall hold additional monthly 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 4.9

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 4.10

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

Section 4.11

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. The Chair may choose to leave the seat vacant until the next election, unless the vacant seat leaves five or less Board members.

Section 4.12

Any delegate or individual member in good standing (see section 3.2) is eligible to be elected as an Officer or Board of Directors Member, with respect to ensuring the broadest possible representation.

Section 4.13

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 Board Member.

Section 4.14

The primary function of the Board of Directors shall be to move forward on the goals and objectives of the strategic plan. The Board of Directors is the primary decision-making body. Decisions will be made by majority vote and will bring motions forward to the Franklin Essex membership for a majority vote process.

Section 4.15

Members of the Board of Directors may participate in any meetings by conference telephone, electronic video screen communication or similar communications equipment. Participation by such means shall constitute presence in person at a meeting of the Board of Directors.

Section 4.16

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.

Section 4.17

The Board 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 diverse and competent board. It is the responsibility of the Board of Directors 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 board 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 diversity and 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.

ARTICLE V - OFFICERS

Section 5.1

The Officers of the Coalition shall be Chair, Vice Chair, Secretary and Treasurer to be elected by the Board 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 Board meeting following the annual meeting to serve two-year terms. The year after the election of the Vice Chair and Secretary, the Chair and the

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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.

Section 5.2

Terms of office shall be two years, there is a term limit of three, 2-year terms of service or a total of six years.

Section 5.3

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

Section 5.4

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 or leave the seat vacant until the next elections. Terms shall be limited as per section 5.1.

Section 5.5

• Voting

- Elections shall be conducted during the Board meeting that follows the Annual Meeting and officers will immediately assume their elected role.
- There are no proxy votes for officer elections.
- The Collaborative Applicant shall assist the CoC Board in conducting the election by providing ballots, tallying votes and reporting results.

• Selection

- If no Board member submits written intent to run for officer positions, nominations may come from the floor at the Board meeting prior to the vote.
- Results of the election shall be immediately reported to the Board, then shared with full Membership at the next scheduled meeting.

• Election Disputes

- Any disputes regarding the election process shall be forwarded to the Board of Directors to be addressed at the next scheduled meeting.

• Officer Position Removal

- In the event an Officer misses two (2) consecutive Board meetings without proper notification, is not fulfilling their duties, demonstrates a conflict of interest or resigns, the Board of Directors will determine a plan of action, which may include directing the Board to hold an election to replace the vacated position.

Section 5.6

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 and partner with the Collaborative Applicant to ensure that committee deliverables are carried out and perform other duties as directed by the Coalition.

Section 5.7

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 5.8

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. Such activities may be carried out by the Collaborative Applicant as agreed by the Collaborative Applicant and the Secretary.

Section 5.9

The Treasurer shall be the custodian of all of the Coalition’s funds; 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 5.10

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 - STANDING COMMITTEES

Section 6.1

There will be 5 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: Fiscal, Operations, Systems, Governance and Coordinated Entry.

Section 6.2 The Fiscal Advisory Committee

This Committee is comprised of financial representatives from each CoC funded agency. Committee Members shall assist the Unified Funding Agency (UFA) in the annual review of the Standard Operating Procedures (SOP) manual; adherence to financial policies and procedures as outlined in the SOP; and annual fiscal monitoring of CoC programs.

Section 6.3 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 (including reviewing and updating at least annually), 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 using the guidelines in the letter of support Policy and Procedures.

Section 6.4 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 being responsible for annual development of the rank and review tool based on HUD priorities and local needs, the PIT count, performance of funded agencies, review of aggregate data of funded agencies with respect to performance targets and the funding application. This committee shall review and prepare plans and recommendations for review and approval by the Board of Directors and 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 6.5 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.

Section 6.6 Coordinated Entry

The Coordinated Entry Committee is a policy-based committee that works to design and implement HUD requirements and community priorities for the CoC's Coordinated Entry System. The Coordinated committee meets regularly to review applications, case conference, and make referrals for housing opportunities within the CoC.

ARTICLE VII- AD HOC COMMITTEES

Section 7.1

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 7.2

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 7.3 Ad-hoc Committee Officer (Chairperson & Secretary) Election Policy

The following is the process by which FEHC committee chairs/co-chairs are selected. This Sub and Ad-Hoc Committee Officer Election Policy may be amended and/or restated from time to time by the Board in accordance with the CoC Bylaws and as provided herein.

- **Term of Office**
 - There are no term limits.
 - In the event a chairperson or secretary is unable to complete a term of office, a new chair/secretary shall be elected to serve for the remainder of the unexpired term. In such a case, the timelines below will be adjusted accordingly.
- **Eligibility and Declaration of Candidacy**
 - All committee members in good standing (see section 3.2) are eligible to run for chair/secretary of the committee.
 - The committee shall announce the election of officers at least one meeting prior to election.
 - Interested member/s shall declare their candidacy via email to the Collaborative Applicant who will share with the Committee.
- **Voting**
 - Elections shall be conducted at the first meeting following the Annual Meeting, officers will assume office immediately.
 - All election/voting dates shall be shared with the committee in advance via emails from the Collaborative Applicant.
 - Only committee members in good standing (see section 3.2) are eligible to vote.
 - There are no proxy votes for Chair and Secretary elections.
 - The Collaborative Applicant shall assist the CoC in conducting the election.
- **Selection**

- If no committee member submits written intent to run for officer positions, nominations may come from the floor at the committee voting meeting.
- If no one chooses to run for officer positions, the Board of Directors (in consultation with current committee chairs) shall recruit a committee member to serve.
- Results of the election shall be reported to the Board and full Membership at the next scheduled meetings.
- **Election Disputes**
 - Any disputes regarding the election process shall be forwarded to the Board of Directors to be addressed at the next scheduled meeting.

ARTICLE VIII- MEETINGS

Section 8.1

All meetings of FEHC are open to the public. Meetings may be held in person, via telephone, or video conferencing or a combination thereof

Section 8.2

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. The Annual Meeting of the Coalition shall be made public and posted on the FEHC website.

Section 8.3

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 8.4

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.

Section 8.5

A quorum of FEHC shall consist of a majority of all delegates and individual members in good standing (see section 3.2), as recorded in FEHC's records, maintained by the Secretary.

ARTICLE IX – CONFLICT OF INTEREST STATEMENT

Section 9.1 Conflict of Interest/Recusal Process

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.).

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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.
3. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

The Conflict-of-Interest form (Attachment 1) will be signed by Board members annually.

Section 9.2 – Code of Conduct

FEHC members shall annually agree to a Code of Conduct, as noted in the CoC Membership Application and Attachment 2 of these bylaws.

ARTICLE X - CONTRACTORS

Section 10.1

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 for presenting at the annual meeting (or as required) an updated status report on such contracts.

ARTICLE XI - COALITION AUTHORITY

Section 11.1

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 XII - PARLIAMENTARY AUTHORITY

Section 12.1

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 XIII - AMENDMENTS

Section 13.1

Bylaws will be updated at least annually. 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

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records. The proposed amendment(s) shall have been distributed to the Coalition at least 14 calendar days prior to the next scheduled quarterly meeting.

ARTICLE XIV- DISSOLUTION STATEMENT

Section 14.1

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.

Continuum of Care Representatives Conflict of Interest Statement

Representatives from relevant organizations within a geographic area shall establish a Continuum of Care for the geographic area to carry out the duties of this part. Relevant organizations include nonprofit homeless assistance providers, victim service providers, faith-based organizations, governments, businesses, advocates, public housing agencies, school districts, social service providers, mental health agencies, hospitals, universities, affordable housing developers, law enforcement, and organizations that serve veterans and homeless and formerly homeless individuals.

The Continuum of Care must establish a Board to act on behalf of the Continuum using the process established as a requirement by § 578.7(a)(3) and must comply with the Conflict-of-Interest requirements at § 578.95(b). Board members will be required to sign the following Conflict of Interest statement on an annual basis, and/or at the start of their next term.

Conflicts of Interest:

a. Procurement. For the procurement of property (goods, supplies, or equipment) and services, the recipient and its subrecipients must comply with the standards of conduct and conflict-of-interest requirements under 2 CFR 200.317 and 200.318.

b. Continuum of Care board members. No Continuum of Care board member may participate in decision making concerning direct financial benefits to the organization that the member represents, or any personal benefits that financial decisions made by the CoC board may yield. Board members shall identify potential conflicts of interest that may arise at the start of each term year.

Please describe any potential conflicts of interest you anticipate in your role as a board member for the Franklin Essex Housing Coalition in the space below:

Conflict of Interest Statement

Check one in this section

- I am not a recipient/subrecipient of CoC Funding. I will not influence discussions or resulting decisions concerning other financial benefits to the organization I represent.
- I am a recipient/sub recipient of CoC Funding. I will not influence discussions or resulting decisions concerning the award of a grant or other financial benefits to the organization I represent.

Check this box if you agree to the following statement

- I will recuse myself from voting on matters that may be deemed as conflicts of interest for myself or my organization.

**Board members can participate in discussion and vote on issues related to CoC funding, including Ranking & Tiering, the Rank & Review process, and other funding decisions related to the CoC. Board members should recuse themselves from votes that pertain directly and/or solely to the organization they represent. If a board member is unsure whether to recuse themselves from a vote, they should consult with the rest of the board before voting.*

Name	Organization
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Signature	Date
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Attachm
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Code of
Conduct

**Franklin Essex Housing
Coalition Code of Conduct**

Members of the **Franklin Essex Housing Coalition** (FEHC) shall maintain the highest standard of conduct; act with fairness, integrity and dignity and in a manner not detrimental to the interest of the public, their employer or the FEHC. Members shall not violate any laws in the performance of their duties within the FEHC.

Coalition Members shall:

- Serve their coalition faithfully, respect confidentiality, and avoid conflicts of interest and activities for personal gain at the expense of the coalition or fellow members.
- Communicate in a manner that is respectful and honest and refrain from making disparaging remarks toward or about fellow FEHC members
- Serve all members of the coalition impartially, provide no special privilege to any individual member, and accept no personal compensation from a member except with the knowledge of consent of the coalitions governing board
- Foster an environment where the interaction among members is conducted fairly, and avoid discrimination, harassment or abuse of any sort
- Maintain competence in promoting coalition objective through continued professional development
- Support the coalition in its efforts to advance the profession of housing and services for the homeless
- Advise the coalition Chair concerning any contemplated action or decisions which they know to be illegal or unethical, and shall further advise the Chair of the possible consequences of proceeding with such actions or decisions

The Code of Conduct serves to enhance public confidence in the integrity and service of coalition members. Adherence to this code is required for membership in the coalition, and formal discipline process as specified in the coalition's By-Laws.

As a member of the coalition, I agree to abide by this code.

Signature *