

# **Bylaws of the Albany County Coalition on Homelessness**

Revised: November 2025

Adopted by Membership: November 2025

## **Article I. NAME**

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The name of this organization shall be the Albany County Coalition on Homelessness.

## **Article II. MISSION and PURPOSE**

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### **Section 1. Mission & Vision**

The Albany County Coalition on Homelessness (ACCH) is dedicated to preventing, reducing and combatting homelessness with a focus on Racial Equity and Social Justice.

The mission of the CoC is to make homelessness in the region rare, brief, and non-recurring. 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 disproportionately affected by homelessness.
- 3) The CoC will operate with transparency and inclusiveness.
- 4) The CoC will promote shared responsibility and accountability in addressing bias at the individual and agency level.
- 5) CoC leadership will establish clearly defined roles and responsibilities and communicate decisions openly.

### **Section 2. Purpose**

The purpose of the Albany County Coalition on Homelessness 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 County and City of Albany and other municipalities 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 ACCH, including conducting an annual review of these Bylaws.

### **Section 3. Written Standards and Policies & Procedures**

As needed, Governance will review the Written Standards for CoC funded programs to ensure compliance with HUD regulations, and confirm inclusion of the following:

- 1) Policies and procedures for evaluating individuals' and families' eligibility for assistance;
- 2) Policies and procedures for determining and prioritizing which eligible individuals and families will receive transitional housing assistance;
- 3) Policies and procedures for determining and prioritizing which eligible individuals and families will receive rapid rehousing assistance;
- 4) Policies and procedures for determining and prioritizing which eligible individuals and families will receive permanent supportive housing assistance;
- 5) An Emergency Transfer Plan\* for Victims of Domestic Violence, Dating Violence, Sexual Assault or Stalking;
- 6) Policies and procedures which guide the operation of the Coordinated Entry (CE) System to comply with requirements established by HUD Notice.
- 7) Standards for determining what percentage or amount of rent each program participant must pay while receiving rapid rehousing assistance;
- 8) Standards are reviewed in consultation with the Emergency Solutions Grants (ESG) program priorities (updated every five years) within the geographic area;
- 9) If the ACCH is designated a high-performing community, written standards as well as policies and procedures will be developed in accordance with HUD regulations.

*\*ACCH'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 4. Coordinated Entry System**

The ACCH 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 ACCH Board will oversee the operation of the CE system.

## **Article III. MEMBERS**

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### **Section 1. Membership**

Membership in the ACCH is open to individuals and representatives of relevant public and private organizations committed to the mission and purpose of the ACCH. Relevant individuals and public and private organizations may include nonprofit providers of assistance to persons who are homeless and/or at risk of homelessness, 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 and public 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 individuals.

### **Section 2. Public Invitation**

At least once annually, the ACCH will issue a public invitation for new members.

### **Section 3. Application/Renewal Process**

Individuals interested in joining the ACCH will submit an application to be reviewed by the Governance Committee. Governance will welcome new members on behalf of the CoC. All current members are required to submit an application to the Collaborative Applicant on an annual basis to renew their membership. The Annual Membership application will include a Code of Conduct that must be reviewed and accepted by members each year upon submitting their membership application.

ACCH's membership year shall begin on the date of the 1<sup>st</sup> annual membership meeting and continue until the date of the next annual membership meeting. Should an application be submitted after the 1<sup>st</sup> annual meeting, that membership will be valid through the remainder of the membership year.

ACCH members or prospective members can [complete their annual membership application](#) on the CARES of NY, Inc. website. Applications are accepted on a rolling basis.

In addition to the membership application, the Diversity Assessment Tool will be administered to new members as a part of their onboarding. All members will be requested to retake the Diversity Assessment Tool annually. Completion is strongly encouraged but will not impact membership standing.

### **Section 4. Dues and Fees**

Annual dues and other fees may be established by the Board of Directors. The Treasurer shall notify, in writing, any member two months in arrears that failure to pay arrears within one month of the date of notification will result in removal from membership. Removal or resignation from

ACCH Membership shall not relieve a member from liability for dues and fees incurred prior to resignation or removal. Payment of outstanding dues and fees shall be required for reinstatement to membership.

### **Section 5. Removal of Members**

Members shall be removed for failure to pay dues and fees after notification by the Treasurer as required in Section 4. The Secretary shall notify members in writing of their removal.

### **Section 6. Voting**

ACCH Members are entitled to vote for the annual Board of Directors, as well as on amendments to these Bylaws and the annual application for Continuum of Care funds.

Each individual member shall have one vote, however, representatives of organizations shall have one vote to be cast by the designated representative or the alternate designated in the organization's application unless the representative has been determined by the Governance Committee to be part of the same organization as another voting member.

The Membership may host an electronic meeting and vote (i.e. via email, telephone, or video conference) to pass a motion during the meeting. A meeting conducted by electronic means must be a deliberative assembly, providing, at a minimum, conditions of opportunity for simultaneous communications 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. 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).

A quorum must be present in order for motions to be considered by membership. A quorum is 50% plus one. member

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:

- 1) Annual Board Slate
- 2) Annual NOFO Application
- 3) Annual Bylaws Review

When a vote is held electronically, it will be recorded at the following meeting by announcement and in the minutes to appropriately capture the vote.

Members who are in arrears in dues and fees, do not have a current (within the last 18 months) membership application on file, or who have missed 3 or more of the last 6 membership meetings shall not be permitted to vote until these issues are resolved.

### **Section 7. Resignation**

Member resignations shall be submitted in writing to the Governance Committee.

## **Article IV. MEMBERSHIP MEETINGS**

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### **Section 1. Regular Meetings**

Regular meetings of the ACCH will be held at a minimum four times per year, unless otherwise established by the Board of Directors.

### **Section 2. Annual Meeting**

The ACCH Membership shall meet once per year for the purpose of electing the Board of Directors; receiving reports from the Board of Directors, the Secretary, the Treasurer and all committees; reviewing the ACCH Bylaws, Written Standards and other policies and procedures as required by HUD; and for any other business that may arise.

### **Section 3. Special Meetings**

Special meetings may be called by the Co-Chairs of the Board of Directors, or a majority of the Board of Directors, or written request by ten members of the ACCH. The purpose of the meeting shall be specified in the call for the meeting, which shall be sent to all members at least three days before the meeting. A quorum of the full membership required in order to take action on any item.

### **Section 4. Quorum**

A quorum shall consist of fifty percent (50%) plus one (1) of the total voting members of the ACCH membership.

### **Section 5. Agendas and Minutes**

Agendas and prior meeting minutes shall be distributed electronically at least one week in advance.

### **Section 6. Attendance & Participation**

Attendance (in-person or via virtual platform) is strongly recommended, when possible. Members who have missed 3 or more of the last 6 membership meetings shall not be permitted to vote until they have met this requirement.

It is the expectation of the CoC that members share publicly available agency information that may impact within the CoC in a timely manner.

## **Article V. BOARD OF DIRECTORS**

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### **Section 1. Purpose and Powers of Board of Directors**

The Board of Directors shall conduct any and all business necessary to the implementation of the ACCH mission and purpose, including setting objectives and plans for the achievement of the

ACCH purpose and mission, implementing HUD Continuum of Care requirements, recommending the collaborative applicant or unified funding agency HMIS and CE lead, designing and implementing a collaborative process for the development, submission and approval of the annual application for HUD funding and ensuring that planning, systems development and implementation, and program performance reviews occur and are conducted in a collaborative and constructive manner.

The Board of Directors is primarily responsible for developing a plan for the coordinated implementation of a housing and service system that meets the needs of homeless individuals and families.

The Board of Directors shall determine annual dues and fees as may be required to accomplish the mission and purpose of the ACCH.

The Board of Directors shall report to the membership at membership meetings; and shall solicit input and advice from the membership on matters affecting the membership.

The Board of Directors may appoint special, ad hoc committees composed of members and nonmembers of the ACCH.

The Board of Directors shall appoint its own members to participate in standing committees and determine and appoint an adequate number of committee members to the standing committees as set forth in Article VII. At least one committee member per committee will be a current member of the Board.

The Board of Directors shall annually review and approve project Ranking and Tiering for New and Renewal Projects, per the NOFA/NOFO Committee's Written Process for Rank & Review.

## **Section 2. Board of Directors Composition**

The Governance Committee will 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. This process will be completed by making available year-round [nominations form](#) to all members requesting interest to serve and nominations of others. This written process to select the Board will be reviewed, updated, and approved by the CoC at least once every 5 years.

The Board of Directors shall be composed of an odd number of members elected by a majority vote of the members at the Annual Meeting.

The Board of Directors shall be composed of a majority of member representatives of organizations funded in any one of the last two years of Continuum of Care funding or of organizations whose mission, purpose and work are to provide housing and/or services to at risk or homeless households.

The Board of Directors shall be representative of relevant organizations and of projects serving homeless subpopulations in Albany County. Only one person from any individual agency may serve on the Board at any given time. Board members must primarily reside in, conduct business, and/or primarily serve residents of Albany County in order to maintain a position on the board.

Per the CoC Interim Rule, a CoC Board must be (1) representative of the relevant organizations and of projects serving homeless subpopulations; and (2) include at least one homeless or formerly homeless individual.

To support partners for whom regular meeting attendance may pose a hardship, required seat holders may designate a proxy from their organization. The proxy will hold full voting rights when acting on behalf of the designated representative.

The Board must work to ensure that its membership maintains a level of diversity that is proportional to the population it serves. The completion of a board matrix is done annually and at the inception of new board members.

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.

The Board of Directors takes office at the close of the Annual Meeting.

### **Section 3. Terms of Office**

Members of the Board of Directors shall serve two-year staggered terms of office with the exception of the first term as outlined in Article VI section 3.

### **Section 4. Board of Directors Meetings**

Unless otherwise ordered by the Board, the Board shall meet and conduct the business of the ACCH at least four times per year.

### **Section 5. Voting**

Motions shall be approved by a majority of the board, if a quorum exists to consider a motion at that time. The exception to the majority rule for motions is when the Board must vote on removing a Board member. This action requires a two-thirds majority vote by the Board to move forward.

The Board may host an electronic meeting and vote (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 communications 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.

Additionally, motions may be proposed via email and may be voted on by the board via email or 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).

The Board will have the right to vote on items such as, but not limited to:

- 1) Annual Officer Slate
- 2) Rank & Review Application Tiering
- 3) UFA Redirected Funds Applications
- 4) UFA Budget Amendments

### **Section 6. Special Meetings of the Board of Directors**

Special meetings of the Board of Directors may be called by any four members of the Board. The purpose of the meeting shall be specified in the call for the meeting, which shall be sent to all Board members in writing at least three days before the meeting. A quorum of the BOD must be present in order to take action on any item.

### **Section 7. Quorum**

A majority of the Board of Directors present shall constitute a quorum. The quorum is fifty percent (50%) plus one (1) of the total voting members. **Section 8. Attendance**

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 9. BOD Conflict of Interest Statement**

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

ACCH 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.).

For any transaction in which a board member or agency member has a financial or personal interest, the conflicted member shall recuse and abstain from participating in the board'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.

### **Section 10. Vacancies and Removal**

Any Board member who wishes to resign shall submit a resignation to the Governance Committee who shall present it to the Board.

A Board member may be removed for violating the Code of Conduct or the nondiscrimination policy, failing to disclose a conflict of interest and/or by a two-thirds vote of the Board. The Code of Conduct is included in the Membership Application and completed annually by members. A Conflict of Interest form must be signed by Board members.

A Board Member may be removed for missing three consecutive meetings of the Board of Directors in any twelve-month period.

Following a resignation or removal of a Board member, the Governance Committee will issue an announcement to Membership and call for Board Member Applications. Governance will hold a meeting to review applications received, conduct interviews, and make recommendations to the ACCH Board. A majority of the Board may appoint a member of the ACCH to complete the remainder of the vacated Board member's term according to the requirements of Board of Director membership set forth in these Bylaws. The member appointed will be subject to the annual Board member application process at the end of the term.

In the event that a board position is filled more than halfway through a term year, the board member will be automatically included on the upcoming board slate proposed to the board at the annual meeting to begin a full 2-year term, as long as the board member remains in good standing.

## **Article VI. BOARD OF DIRECTORS OFFICERS**

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### **Section 1. Officers and Duties**

The Officers of the Board of Directors of the ACCH shall be two Co-Chairpersons one representative from a funded agency and one from a non-funded agency, a Secretary and a Treasurer. The Board officers also make up the Executive Committee.

### **Section 2. Selection Process**

At the Board of Directors meeting following the Annual Meeting, four members of the Board shall be selected by majority vote to serve as co-chairpersons of the Board of Directors, the Secretary and the Treasurer.

### **Section 3. Terms of Office**

Officers shall serve two-year, staggered terms to ensure a smooth transition of the board each year. If an Officer resigns or is removed pursuant to Article V Section 10, the Board of Directors shall appoint a member of the Board to fill the unexpired term.

### **Section 4. Officer Responsibilities**

The Co-Chairpersons shall set the agenda for and preside over membership and Board meetings and ensure that the Board and the standing and other committees are pursuing the mission and purpose of the ACCH; execute in the name of ACCH all agreements entered into by it and see that these agreements are properly carried out; consult with Chairs of committees and partner with the Collaborative Applicant to ensure that committee deliverables are carried out and perform other duties as directed by ACCH.

The Treasurer shall collect dues and fees (if applicable) and act as a fiduciary with respect to such funds to be placed in a bank account opened by a willing member agency, requiring two signatures for disbursement of said funds, in amounts and for purposes to be established by the Board of Directors. The Treasurer shall make a full financial report to the membership at the Annual Meeting and quarterly to the Executive Board. The Treasurer shall also report immediately to the Board if a member is more than two months in arrears on any dues and fees.

The Secretary serves as Chair of the Governance Committee. The Secretary communicates with the designated representative of the Collaborative Applicant to serve as the custodian of records of the ACCH, including all agendas, minutes, and reports of all committee and Board meetings and activities, keep the membership roll, take minutes of Board and membership meetings, keep records of committee and Board membership and activities, maintain mailing/contact lists, and ensure timely and proper agenda distribution. The Collaborative Applicant designated representative shall also maintain up to date membership records available at all times to members.

#### **Section 5. Office 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 revert to the process outlined in the bylaws to replace the vacated position.

### **Article VII. COMMITTEES**

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#### **Section 1. Standing and Ad Hoc Committees**

There shall be a Governance Committee and Standing Committees as set forth in this Article and other special, ad hoc committees as may be established by the Board of Directors to carry out specific activities to further the purpose of the ACCH. Ad hoc committees will be reviewed on an annual basis to determine continuation. All such Committees shall report regularly to the Board of Directors and at the Annual Meeting of the membership, unless directed to report otherwise by the Board of Directors.

#### **Section 2. Governance Committee**

A Governance Committee shall facilitate development and monitoring of policies and procedures and Bylaws; processing of membership and Board of Director applications; facilitate elections; encourage leadership, membership development and diversity in all ACCH activities.

#### **Section 3. Standing Committees**

The following Standing Committees shall be composed of an adequate number of committee members as determined and appointed by the Board of Directors. Persons or representatives of entities who are not members of the ACCH may be appointed to serve on these Committees. All such committees shall report regularly to the Board of Directors and at the Annual Membership Meeting, unless directed to report otherwise by the Board of Directors.

1) The Fiscal Advisory Committee (comprised of financial representatives from each CoC funded agency) 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.

2) The NOFA Committee shall 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 the design, operation and following a collaborative process for the development of funding applications, including funding priorities and the number and type of applicants.

3) The Coordinated Entry (CE) Advisory Committee is a group of funded and non-funded partners that work collaboratively to support the development and success of the larger Coordinated Entry system. The CE Advisory Committee is responsible for updating policy and procedures, ensuring compliance, and supporting the overall structure of the full Coordinated Entry committee for Albany County.

4) The HMIS Advisory Committee works with the HMIS System Administrator to ensure proper and effective HMIS policies and procedures.

## **Article VIII. PARLIMENTARY AUTHORITY**

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The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the ACCH 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 ACCH may adopt.

## **Article IX. LETTERS OF SUPPORT POLICY**

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The Albany County Coalition on Homelessness (ACCH) may provide letters of support to agencies or projects that align with its mission and strategic goals. Requests must be submitted using the [ACCH Letter of Support Request Form](#), which outlines eligibility, review, approval, and notification procedures. ACCH reserves the right to handle exceptions on a case-by-case basis.

## **Article X. AMENDMENT OF BYLAWS**

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The Bylaws may be amended at any regular meeting of the membership of the ACCH by a two-thirds vote, provided the proposed amendment/s are shared with Membership at least thirty days prior to the meeting when voting is scheduled. The Bylaws are reviewed and approved annually at the annual membership meeting.

FINAL

## **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 Albany County Coalition on Homelessness 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.\*

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*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.*

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Name

Organization

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Signature

Date