



Bylaws

Article I: Vision, Mission, and Purpose

Vision – Every person in our community has a safe, decent, stable, and appropriate home.

Mission - Kitsap Continuum of Care Coalition provides leadership to end homelessness through planning, coordination among social service providers, advocacy and education.

Purpose -

- 1) To provide a network which shares ideas, concerns and resources applicable to homeless issues and to foster collaboration in addressing the needs of the homeless;
- 2) To increase community awareness of the causes of homelessness, the needs of homeless people and ways to end homelessness.
- 3) To participate actively in state and local advocacy for homeless issues

The Coalition is responsible for:

- 1) Organizing the annual Point in Time Homeless Count.
- 2) Participate in recommending priorities for the Affordable Housing For All Grant Program (2060) and the Homeless Housing Assistance Act Grant Program (2163) to the Kitsap Regional Coordinating Council.
- 3) Making recommendations for members of the Grant Review Committee for the Coordinated Application Program to the Kitsap Regional Coordinating Council.
- 4) Development of the Kitsap County Homeless Housing Plan for recommendation to the Kitsap Regional Coordinating Council.
- 5) Assist in the development of the Homeless element of the Kitsap County/City of Bremerton Consolidated Plan required by HUD and updated every 5 years.
- 6) Other tasks and projects as identified.

Article II: Members and Meetings of Members

Any organization who subscribes to the mission and purposes of the coalition may become a member of the Coalition and designate one or more representatives to participate in Coalition activities. Potential members may obtain a Membership Application from the Continuum of Care Executive Committee or designee. New member organizations must be approved by the Executive Committee at a regularly scheduled Executive Committee Meeting. Each member organization shall have one vote. Meetings of the Coalition are open to all, whether or not they are a member.

Section 2.1: Member

A member is any organization matching the above criteria who agrees to the obligations and privileges of being a member of the Coalition. Such agreement is formalized by completing and signing a Membership Agreement. Each year, in December, a new membership agreement will be sent to each agency for completion. Attendance at 50% of the regular monthly Coalition meetings is encouraged. An organization is defined as a provider of services to assist homeless persons toward self sufficiency. An organization that provides funding for homeless services is also eligible for membership. An organization with over 100 employees may have two representatives, as long as they represent two separate programs. Both program areas should complete a separate membership agreement.

Section 2.1.1: Non-Voting Member

A Non-Voting Member is one who does not have voting rights

- a) A member organization, as identified in Section 2.1, may choose to be a non-voting member. They will retain all other benefits of membership.
- b) An individual or organization that does not meet the organization definition in Section 2.1 may join as a non-voting member, as long as they subscribe to the purposes and basic policies of the coalition.

Section 2.2: Representatives and Alternates

Each member organization may have one or more representatives. Only persons who are listed on an organization's Membership Agreement will be recognized as representatives. Organizations may have more than one individual attend meetings; however the organization must designate a representative for voting purposes.

Section 2.3: Resignation of Members

Any member organization may resign from the Coalition by delivering a written resignation to the Continuum of Care Chair or Vice-Chair.

Section 2.4: Termination of Membership

Membership in the Coalition may be terminated for any action by a member who repeatedly violates the mission and purpose of the Coalition. Removal based on detrimental actions shall require the affirmative vote of three-quarters ($\frac{3}{4}$) of the present voting members. In the event any such termination is contemplated, the Coalition Chair, or his or her designated representative, shall notify the member in writing citing

reasons for the Coalition's actions and the time and place of the meeting at which termination is to be considered. Said notification shall be sent as soon as possible and be received at least ten (10) days prior to such meeting. At the meeting, the member shall be entitled to respond to the stated reasons for the termination, and be heard in his or her own defense.

Section 2.4.1: Reinstatement of Membership

If a member has been terminated, they may reinstate their membership through the following process:

- a) Submitting a letter to the Coalition Chair requesting reinstatement of membership, describing the circumstances under which they were terminated and why they are requesting reinstatement.
- b) The letter shall be circulated to Coalition members in advance of the next Coalition Meeting;
- c) At the next Coalition Meeting the request for reinstatement shall be on the agenda and discussed by the Coalition members.
- d) Coalition members shall vote on reinstatement. A vote may take place following the discussion, or at the next Coalition meeting.

Section 2.5: Rights of Members:

Membership to the Kitsap Continuum of Care Coalition includes receiving updates on issues relating to homelessness, voting privileges on Coalition business, and the opportunity to serve on or lead one of many committees or projects.

Section 2.6: Meetings

- a) **Monthly Meetings:** Monthly meetings of the Coalition will be held on a date established by the Coalition. Notices of each meeting shall be distributed to each member, electronically or by mail, and publicly posted on the Coalition web site and other locations as necessary.
- b) **Conduct of Business:** Members present shall constitute a quorum (a quorum is at least 30% of voting membership) to conduct business at any regular meeting. Business may be conducted and issues voted on at any scheduled monthly meeting. Passage of any motions will be by simple majority of those voting members present. In rare situations when an urgent need arises that cannot wait for the next scheduled meeting of the Coalition and a vote of members is required, a vote by email may be conducted. A quorum of responses is still required, and all members must be contacted and their responses posted to all members.
- c) **Balloting:** Voting shall be conducted by show of hands or written ballot of voting members. No proxy votes are allowed.

- d) Conflict of Interest: No member shall cast a vote on, nor participate in, any decision-making capacity on the provision of services by such member (or any organization which that member directly represents), nor on any matter which would provide any direct financial benefit to that member. If a matter arises which places a member in a conflict of interest situation or a potential conflict of interest situation, that member will notify the Coalition Chair and abstain from voting.
- e) Minutes: Minutes of all meetings shall be promptly recorded and a copy provided to each Coalition member by email prior to the next regularly scheduled meeting.
- f) Attendance: Records of attendance, reports and the names of motion makers will be included in the minutes.
- g) Special meetings of the membership may be called by the Coalition Chair upon written notice to all members at least ten (10) days in advance of the meeting.
 - i. 30% of voting membership shall constitute a quorum to conduct business at any special meeting.
 - ii. No business shall be transacted at a special meeting other than that identified for which the meeting was called.

Article III: Officers, Nominations, Elections, and Terms of Office

The officers of the Coalition shall consist of the Chair, Vice Chair, Secretary, Immediate Past-Chair, and three (3) Members-at-Large.

Section 3.1: Nomination for Officers:

At the regular meeting of the Coalition held in July the Chair will facilitate the selection of a Nominating Committee. The Nominating Committee will consist of an odd number of members of the coalition, totaling no less than three (3), nor more than seven (7) members. Any member of the Coalition may serve on the nominating committee with the exception of the Chair and Vice Chair of the Coalition.

- a) The Nominating Committee will solicit recommendations for officers from the membership of the Continuum of Care Coalition. It will submit a slate of officers to the Coalition by mail or email one month prior to the election date in September.
- b) Nominees will indicate their willingness and eligibility to serve for each position. The Coalition will accept a slate of nominees and entertain nominations from the floor for each position.
- c) The Chairperson, Vice Chairperson, Secretary, and Members-at-Large shall be elected by a majority vote for one (1) year term beginning on Oct. 1st and ending on Sept. 30th. The Chairperson, Vice Chairperson, Secretary and Members-at-Large can serve for up to three consecutive one-year terms. The Immediate Past-Chair is automatically appointed by the virtue of serving as Chair during the previous term.

Section 3.2: Elections and Voting for Officers

Voting members of the Coalition present at the meeting in September will vote for a candidate. Votes are limited to one or two votes per membership organization (one per program). No proxy votes are allowed. Voting will be done by secret ballot. The candidate with a simple majority of votes from those voting members present at the meeting will become the new officer. In the event of a tie, additional votes will be taken until a winner is determined. Terms of office begin Oct. 1st.

Section 3.3: Duties of the Chair, Vice-Chair, Secretary and Member-at-Large:

- a) The Chair of the Coalition shall preside at all regular Coalition meetings and Executive Committee meetings and shall have such other powers and duties consistent with these bylaws as may be assigned from time to time by the members. The Chair shall also appoint interim chairs for new committees.
- b) The Vice Chair shall be responsible for the actions described in Section 3.3 a. in the absence of the Chair.
- c) The Secretary, or their designee, shall take notes at all Coalition meetings and distribute them to the membership. The Secretary shall have all duties and responsibilities usually associated with this position including distribution of agendas, meeting minutes and other materials.
- d) The Members-at-Large represents the general membership on issues of interest or concern, particularly those that arise outside of the standing committee structure.

Section 3.4: Resignation

Any officer may resign at any time by delivering a written resignation to the Coalition Chair. The acceptance of such resignation, unless required by the terms thereof, shall not be necessary to make the resignation effective.

Section 3.5: Removal

Any officer may be removed from office by a two-thirds (2/3) majority vote of the voting members at a duly held meeting of the membership. A quorum of voters must be present at this meeting. Proper notice specifying the proposed removal shall be given one week prior to any meeting of the membership in which removal shall be considered.

Section 3.6: Vacancies

If a vacancy occurs on the Executive Committee (described in Section 4.2), that vacancy shall be filled as follows:

- a) If the Chair position is made vacant, the Vice-Chair will become the Chair and will assume all duties and responsibilities of this position.
- b) If the Vice-Chair position is made vacant, it will remain unfilled until the next election. Should a Vice-Chair be needed to fill the role of the Chair during this vacancy, the immediate Past Chair will assume this duty.

- c) If the Secretary position is made vacant, the Vice Chair will assume this role in addition to the Vice-Chair role or the Chair will appoint another member of the Executive Committee to assume this role.
- d) If any Member-at-Large position is made vacant, it will remain unfilled until the next election or until the Chair can call for the special nomination and election of a new Member-at-Large to complete the current term.

Article IV: Committees

Section 4.1: Standing Committees:

The Kitsap Continuum of Care Coalition shall have the following standing committees: Executive Committee, Nominating Committee, and Point in Time Homeless Count Committee. All meetings shall be announced and open to any Coalition member who wishes to attend.

Section 4.2: Executive Committee:

The purpose of the Executive Committee is to direct and manage the activities of the Coalition. The Executive Committee reviews all action items from the other committees and recommends action to the Coalition. The Executive Committee may take action on behalf of the Continuum of Care Coalition between regular monthly meetings. All such actions shall be consistent with Coalition obligations, policies, and plans and shall be subject to Coalition ratification at the next regular or special meeting.

Membership: The Executive Committee shall consist of no more than seven (7) voting members including the Chair, Vice-Chair, Secretary, Immediate Past-Chair, and three (3) voting Members-at-Large elected from the Coalition.

Duties: The duties of the Executive Committee include:

- a) Organizing committees and assigning responsibility to ensure that essential information on the status of Coalition activities is available.
- b) Providing leadership to the Coalition and to carry out the responsibilities of the Coalition.
- c) Ensuring membership representation from the broad network of Kitsap County service providers concerned with the mission of the Coalition.
- d) Providing oversight of committee actions in carrying out the *Kitsap County Homeless Housing Plan*.
- e) Education of the broad Kitsap Community on the various issues of homelessness

- f) Advocacy of homelessness issues to a broad spectrum of elected and government officials at all levels.
- g) Increased awareness among agencies of their missions as they relate to homelessness.

Section 4.3: Nominating Committee

The Nominating Committee will consist of an odd number of members of the Coalition, totaling no less than three (3), nor more than seven (7) members. Any member of the Coalition may serve on the nominating committee with the exception of the Chair and Vice-Chair of the Coalition. The Nominating Committee will carry out duties per Section 3.1.

Section 4.4: Point in Time Homeless Count Committee

The mission of the Point in Time Homeless Count Committee is to organize and conduct the annual Point in Time Homeless Count annually. The Point in Time Homeless Count Committee will abide by limitations and rules described in Section 4.6.

Section 4.5: Ad Hoc Committees:

Mission specific ad hoc committees may be created at the discretion of the Executive Committee or by a vote of the membership at a regularly scheduled Coalition meeting. All such committees shall cease to exist when their specified tasks have been completed. Each of these committees will create a work plan, keep minutes, and provide a monthly update to the Executive Committee during Executive Committee meetings and to the Coalition during Coalition meetings for the duration of the Committee's existence. The Chair or Chair's designee will serve as the interim Chair of any new committee until members of that committee elect a chairperson during their first meeting. Ad hoc committees will abide by the limitations and rules described in Section 4.6.

Section 4.6: Rules and Limitations of Committees

All permanent and ad hoc committees will provide a written report to the Executive Committee each month prior to the Executive Committee meeting. The chair of the ad hoc committee can deliver this report in writing or in person at the committee meeting. The Executive Committee must approve all recommendations of the Standing and Ad Hoc Committees before action can be taken. No commitments on behalf of the Continuum may be made by any committee chairperson or any member of any committee without the approval of the Executive Committee. Executive Committee approval can be granted via email, if needed.

Section 4.7 Quorum

A quorum for a committee shall be fifty-one (51) percent of the Coalition members on the committee who are present at any given meeting.

Article V: Miscellaneous Provisions

Section 5.1: Amendment of Bylaws

These Bylaws may be altered, amended or repealed by the affirmative vote of two-thirds (2/3) majority of the Voting Members at any annual or monthly meeting of the Coalition. Proposals to amend the Bylaws may be made at any monthly meeting. The proposed amendment will be sent to all Coalition members in writing fifteen (15) days before the next regularly scheduled meeting and a vote on the proposal will occur at the next meeting of the Coalition.

Section 5.2: Rules of Procedure

When not inconsistent with the provisions in these Bylaws, Parliamentary Procedures shall govern all meetings of the Continuum of Care Coalition.

Section 5.3: Compensation

Members of the Coalition shall serve without compensation.

Article VI. Nondiscrimination

The Continuum of Care is a non-discriminatory organization and does not discriminate on the basis of age, sex, race, ethnicity, religion, creed, disability, sexual orientation, familial status, or natural origin in accordance with all state and federal regulations.