

# Southwest COC Bylaws

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Drafted 04/04/2019

**Approved**

**Review due:**

## Mission Statement

Southwest Continuum of Care's (SCOC) our mission is to provide emergency shelter and supportive services to individuals and families who are at risk or currently homeless and to advocate for locally driven solutions to end homelessness. Improve access and availability of emergency and transitional housing, along with affordable permanent housing. Provide safe housing for families and individuals in our communities for up to 90 days. Coordinate community networks to promote self-sufficiency and stabilize families, connecting families & individuals to services.

## General Strategies

Southwest COC's strategies to achieve our mission are to:

- Maintain optimal funding for the homeless programs in our service area of Grant, Green, Iowa, Lafayette and Richland Counties;
- Develop and implement responses and directives from the WI Balance of State Continuum of Care (WI BOSCOG);
- Promote ending homelessness in our area;
- Collaborate on Southwest COC activities.

## Membership

Southwest COC is open to agencies, organizations and institutions with an interest in becoming involved in addressing issues facing those that are homeless in our service area. The membership strives to include a variety of people to represent homeless service providers, faith-based groups, local businesses, substance abuse and mental health counselors, law enforcement, schools, hospitals, health care providers, elected officials, consumers or former consumers, and representatives of specific populations: veterans, elderly and youth. Persons interested in attending SCOC meetings are welcome, but will not be considered members for voting purposes.

In order to be a member of the Southwest COC, an agency will need:

- A signed Memorandum of Understanding (MOU) and commitment to the SCOC mission on file. This pledge maintains an agency's active membership and reserves the right to vote.
- Membership is held by an organization, agency or institution rather than individually by employees or members of those entities.
- Members of agencies will be expected to attend a minimum of 2 or 3 meetings per year (dependent upon membership level) in order to maintain their membership privileges as indicated in the signed MOU and designated membership category.
- Membership privileges include voting rights.
- Members agree to maintain updated contact information with Secretary.

## Voting

Voting is based on membership held by an organization, not an individual person. Each agency is entitled to one vote.

All members must refrain from voting on matters where there is a conflict of interest.

A quorum shall be considered as over 50% membership.

## Officers

The SCOC will keep in office 4 positions:

### Chair

The Chair of the SCOC shall be responsible to:

- Preside over all SCOC meetings;
- Work with the Vice-Chair in all matters of the SCOC;
- Represent the SCOC at any community or public event where such representation is required; to include cooperative efforts with media partners to promote community events;
- Communicate any issues and all matters to the SCOC;
- Create an agenda and forward to Secretary for distribution;
- Serve as the **Delegate** (COC Lead) to the Corporation (referred to as the WI Balance of State);
- Attend membership meetings;
- Vote on the Southwest COC's behalf when permitted.

### Vice-Chair

The Vice-Chair of the SCOC shall be responsible to:

- Preside over all SCOC meetings in the absence of the Chair;
- Work with the Chair in all SCOC matters;
- Represent the SCOC at any community or public event where such representation is required; to include cooperative efforts with media partners to promote community events;
- Communicate any issues and all matters to the SCOC.
- In the absence of the Chair, serve as the Delegate to the Corporation and assume the responsibilities of the Chair for voting and attendance at quarterly membership meetings.

### Recording Secretary

The recording secretary of the SCOC shall be responsible to:

- Record the minutes of each meeting and submit to Chair or Vice-Chair for review;
- Maintain and update the membership roster;
- Distribute the agenda and the prior month's minutes to all SCOC members (unless another member volunteers their services).

### Director

The Southwest COC membership will nominate and vote for 1 candidate to serve as Southwest COC **Director** on the Balance of State's Board of Directors.

Their responsibilities shall include:

- Attend quarterly Balance of State meetings;
- Be actively involved in the Southwest COC;
- Advance the mission of the Balance of State by working in partnership with the Balance of State;
- Participate in or Chair Balance of State committees as necessary;
- Additional responsibilities as deemed in the Balance of State Restated Bylaws in Article IV, Section 1.

Directors will be nominated and voted on by the Southwest COC as directed by the Balance of State and dependent upon terms of office identified by the Balance of State.

Vacancies and resignations may be filled by the member organization at its own discretion. Elected positions are considered to be represented by an individual, not an organization or agency. Vacancies and resignations will be brought to the SCOC Chair and/or Vice Chair and a new election will be held. Elections will be held as part of a regular meeting or electronically via email or another electronic system.

In an attempt to maintain diversity, officer positions should include representatives from differing organizations and will not include more than 2 representatives from the same agency.

Removal from office may be performed by the Board with a majority of voting members voting as such. Reasons for removal include, but are not limited to:

- Misconduct;
- Inability to perform the required duties;
- Unexcused absences (as defined by no notification to another Board member for a regular board meeting. 2 unexcused absences shall trigger consideration of removal), and/or;
- Violation of law, illegal activity and unethical behavior.

Officers will be elected for 2 year positions and new elections will be held at the first quarterly meeting of the calendar year starting in March.

## **Nominations**

Nominations will be accepted during the first quarterly meeting of the calendar year and nominees will be provided a brief opportunity to describe their experience and qualifications. Nominations can be made for one self or by another member of the membership body.

Voting will be conducted via paper or electronic ballot.

## **Committees**

Committees will be created on an ad-hoc basis. Possible committees include: Bylaw, nomination and outreach. Committees shall be appointed to accomplish a task-specific assignment on a time-specified basis.

## **Meetings**

General meetings will be held:

- Quarterly on the 2<sup>nd</sup> Wednesday of the months of September, December, March, & June, starting September, 2019. The Chair will send out a reminder with notice of meeting, date, time, location, agenda, and previous minutes.
  - If Chair and Vice Chair have an excused absence, an alternative meeting date will be set.
- Attendance need not be in person, but may be made via speaker phone or conference call or other technologies as long as all members can effectively communicate.
- Minutes will be recorded by the secretary and be made available upon request. In the event the Secretary is unable to attend a meeting, a Secretary Pro Tempore shall be elected for that meeting only and shall be charged with taking appropriate minutes of the meeting and sending the minutes to the Secretary.
- Attendance will be recorded by Secretary.

## Anti-Discrimination Policy

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The Southwest Continuum of Care (COC) does not tolerate discrimination on the basis of race, color, national origin, ancestry, religion, age, familial status, veteran status, disability, sex, actual or perceived sexual orientation, genetic information, gender identity or expression, marital status, source of income, or other reasons prohibited by law. The Southwest COC and all sub-recipient organizations receiving COC or Emergency Solutions Grant (ESG) Program funds must comply with applicable equal access and nondiscrimination provisions of federal, state and local civil rights laws.

## Conflict of Interest Policy

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No member may participate in or influence discussions and/or decisions concerning the award of a grant or other financial benefits to the organization that the member represents or to themselves as individuals. Therefore, any individual participating in or influencing decision making must identify actual or perceived conflicts of interest as they arise and comply with the letter and spirit of this policy. Disclosure should occur at the earliest possible time and if possible, prior to the discussion of any such issue. Individuals with a conflict of interest should abstain from discussion and voting on any issue in which they may have a conflict.

The Southwest COC Member Conflict of Interest Policy **applies to all COC Members** (inclusive of Voting Members, COC Board Members and Committee Members). In their activities on behalf of and in their dealings with the COC it is the responsibility of each COC Member to avoid any actual conflict of interest and the appearance of a conflict of interest. Each person to whom this policy applies must be free of any activity, association or investment which might influence, or give the appearance of interfering with, the independent exercise of his or her judgment in conducting the COC's activities or in dealing with the COC.

## By-Law Review and Amendments

These By-laws may be amended at any general meeting provided members are notified by email of the proposed change. The proposed amendments shall be approved by a majority vote of members.

The by-laws will be reviewed annually for approval.