

## Revised Bylaws as of 30 August 2024

### **COC Board Bylaws**

1. **Overview.** Required by HUD, the Board will act on behalf of the El Paso COC (24 CFR part 578.8(a) (3)). The COC Board is the primary decision-making body for the El Paso COC. Board members determine the policy direction of the COC and ensure that the COC fulfills its responsibilities as assigned by HUD. Additionally, the Board oversees and approves the work of COC committees and workgroups and the COC Lead Agency and HMIS Lead Agency. The Board also approves the Consolidated Application for HUD COC Program funding.

#### **2. Requirements.**

- a. Must be representative of the relevant organizations and projects serving homeless subpopulations within the COC. (24 CFR part 578.5(b) (1)) A single Board Member may represent the interests of more than one homeless subpopulation if s/he is willing. Examples of organizations/projects include:
  - Homeless assistance providers
  - Victim service providers
  - Faith-based organizations
  - Government entities
  - Businesses
  - Advocates
  - Public housing agencies
  - School Districts
  - Social service providers
  - Mental health agencies
  - Hospitals
  - Universities
  - Affordable housing developers
  - Law enforcement
  - Veteran organizations
- b. Must include at least one homeless, or formerly homeless, individual. (24 CFR part 578.5(b) (2))

#### **3. Policy**

- a. The Board will consist of up to 11 seats. The COC will strive to ensure broad representation among the positions, utilizing the examples previously given as a reference.
- b. All nominees for Boards seats must live or work in the CoC's geographic area.
- c. No more than one representative from the same agency/organization may be an elected member at a given time. No board members can serve on the COC board who are board members, employees or family members of such persons from COC funded agencies.

- d. Agencies with members serving on the COC and Agency Boards are ineligible for COC funds.
- e. Board Members will serve a 3-year term. They may resign at any time by giving oral or written notice to the Board Chair. Board Members can be removed from the Board by a majority vote of the remaining Board Members for repeated absences or for violation of the Board Member Code of Conduct or Conflict of Interest Policy. (Appendix C)
- f. Elections will be held in September of each year. The COC Board will solicit applications from the Membership and the community at-large and elect a member(s) to serve staggered three-year terms in 3 cohorts. Selection of candidates will be compliant with 24 CFR 578. Those members who have completed a 3-year term and are interested in re-election must re-apply, by submitting an application. New Board Member Orientation shall receive training within the first 30 days of board membership from the Lead Agency.
- g. End of Term Process — Any member who has completed their 3-year term is eligible for reelection to additional 3-year terms as determined through the election process.
- h. If a vacancy occurs due to a Board Member resigning or being removed, the Board may immediately move to fill the position.
- i. Vacancy Process - The COC Board solicits applications from the community at-large and elects a member(s) to fill the vacancy ensuring that representatives of the board are compliant with 24 CFR 578.
- j. A quorum must exist for the Board to conduct business. A quorum is 1/3 of the current number of Board Members. Any one or more of the COC Board members may participate in a meeting of the COC Board by means of a conference telephone or similar communications equipment allowing all persons to hear each other at the same time. Such participation shall constitute presence in person at such meetings.

#### 4. Composition

- a. **Chair** Governs and leads the COC Board. Responsible for scheduling the agenda for Meetings of the COC Board. At a minimum, the Board Chair will attend the annual Texas Homelessness Conference annually.
- b. **Vice Chair** is not an elected position. The Chair chooses the Vice Chair and develops duties and responsibilities in addition to the inherent duties of performing the duties of the Chair in his/her absence.
- c. **Secretary**. Keeps accurate records of every COC Board meeting or designates another person to do so at each meeting, including the names of those in attendance. Additionally, if any actions are taken outside the confines of an "official" meeting, these will also be recorded. Responsible for the timely posting and dissemination of all meeting summaries, minutes, announcements, and notices, or for ensuring that said information is posted and disseminated by the designated entities. In the absence of the Chair and Vice Chair, assumes the Chair's duties. Minutes of a previous meeting shall be submitted for website posting within two business days after meetings that approve the previous board minutes.

- d. **Treasurer.** Keeps the Board informed of any financial events, trends, and/or concerns that may affect the CoC's fiscal health. Review and analyze agency budgets for compliance and fiscal responsibility. Completes required financial-reporting forms in a timely fashion and makes these forms available to the Board.
- e. **Members.** Comprise the remaining Board seats. Participate in basic Board functions. A board member shall attend General Membership meetings by rotation.

**5. Duties.** The COC Board will execute the following duties:

- a. Review, provide guidance as needed, and approve the following areas of recommendations for action that are developed by the COC Committees and/or workgroups: The prioritization of funding need for housing and services for people experiencing homelessness ii. The emphasis or direction of service delivery approaches for the COC iii. Appointing subcommittees or workgroups may be necessary to perform its duties and responsibilities.
- b. Develop policies and procedures conforming to HUD requirements detailed in 24 CFR part 578.1 to:
  - i. Develop and approve for execution the Memorandum of Understanding (MOU) for the COC Lead Agency to operate the El Paso COC, the Collaborative Applicant, and the HMIS Lead Agency. Best strategy to solicit for new Lead Agency/Collaborative Applicant during two-year CoC Competition?
  - ii. Conduct year-round COC planning of homelessness prevention and homeless assistance housing and services.
- c. Review the COC Strategic Plan annually and recommend adjustments, as needed. Asked for a copy numerous times, haven't received it. Don't think there is one.
- d. Review the COC Governance Charter annually and make any recommended changes to the General Membership every five years.
- e. Ensure a fair and transparent process is established to assist with the Consolidated Application for HUD COC Program funding.
- f. Review and approve the COC Policies and Procedures (i.e. Coordinated Assessment Oversight Committee, Performance Committee, Planning Committee, etc.) needed to comply with requirements associated with establishing and operating a COC and HMIS requirements prescribed by HUD. We have no access to or control over any committees or their function. It's all controlled by the LA/CA.
- g. When a vote is necessary, the majority vote will be the final decision. All votes shall be "by voice", ballot, or email; the Chair has discretion in this matter. Each Board Member is allowed one vote. The Secretary will be responsible for recording all votes.
- h. The COC Board shall hold a minimum of eight (8) regular meetings each year, the day and time to be set by the Chair with the approval of the COC Board.

**6. Expectations**

- a. **Code of Conduct and Conflict of Interest Policy.** To maintain the highest ethical standards, all Board Members, as well as any person acting on behalf of the COC Board, must comply with the Code of Conduct and Conflict of Interest Policy. These can be found in Appendix C. All Members will be asked to sign these forms prior to assuming their position. The Secretary will be responsible for maintaining these records.
- b. **Executive Session.** These discussions are confidential and should only be had between sitting board members. Failure to maintain confidentiality of those discussions is cause for immediate removal from the board.
- c. **Eligibility/Recusal Policy.** No member of the COC (Board, Committee, Member, Agent or employee of Agent) shall vote or make recommendations on funding decisions that directly benefit them or any organization in which they have a direct fiduciary interest. To that end, neither Board nor Committee members whose organizations are submitted in the HUD COC Application and ranked for that application are eligible for Board membership. Conversely, this policy extends to individuals of Funded Agencies who sit on the Board of other Funded Agencies. In order to receive COC funding an individual cannot sit on the Board of a Funded Agency other than its own.  
However, such members may participate on committees in the development of performance targets and the evaluation tool. Members of the COC will disclose potential conflicts of interest that they may have regarding any matters that come before the COC Board.
- d. **Attendance.** To maintain a high-functioning and effective Board, Members are expected to attend every meeting. An attendance problem will occur if any of the following conditions exist:
  - The Member has two unexcused absences in a row. (An unexcused absence includes anytime the Member did not notify the Chair prior to the meeting.)
    - The Chair will decide whether a member’s absence is excused or unexcused.
    - The Member misses 30% of the total number of Board meetings in a consecutive twelve-month period.
    - Members with attendance problems are subject to removal with a majority vote of the COC Board.

**COC Committees:** In addition to its Board, the El Paso COC will carry out its responsibilities through the work of Committees. COC Members and/or Stakeholders will comprise these Committees. The COC Board shall appoint committee chairs and may replace them with nonparticipation. Availability permitting, Members may sit on more than one committee. Procedural rules instituted by Committees must first be approved by the Board. Each Committee will be responsible for recording its minutes and must be report them to the Board. The COC may establish as many Committees as it deems necessary.

Review and Advise:

	Who is reviewed	How Often is it reviewed	How is the review done and reported
--	-----------------	--------------------------	-------------------------------------

Spend rate of agencies funded by COC	All funded programs	Quarterly (from HUD)	Report from Agencies to the Board
Strategic Planning	Work of Planning Committee	Bi-monthly	Planning Committee reports to Board for comments/input.
Stakeholder Conference	Lead Agency Coordinates meeting with Board Secretary	Semi-Annually	Board approves and authorizes sending to City
Program objectives	Funded programs	Quarterly	Board reviews based on presentations from agencies.
How have agencies participated in collaborative approaches to expand services?	Stakeholder Conference results	Annually	Deals made in the conference reported as part of the strategic plan

Sherene Curry-Hunt  
Board Secretary