



MUSKEGON COUNTY HOMELESS CONTINUUM OF CARE NETWORK

## **BY-LAWS**

### **ARTICLE 1 – NAME AND PLACE OF BUSINESS**

#### **Section 1. Name**

The name of this organization shall be The Muskegon County Homeless Continuum of Care Network, hereinafter referred to as the MCHCCN, and as the Network.

### **ARTICLE 2 – PURPOSE AND RESPONSIBILITIES**

#### **Section 1. Purpose**

As a MCHCCN of the forum for identifying problems and advocacy for needed services, the MCHCCN exists to identify and address urgent need services, sheltering, transitional and long-term housing needs of homeless in Muskegon County. The MCHCCN is a community-based association of concerned individuals and organizations operating within the Muskegon County area.

#### **Section 2. Responsibility**

The MCHCCN integrates and evaluates the delivery of services to the homeless and the prevention of homelessness.

### **ARTICLE 3 - MEMBERSHIP**

#### **Section 1. General Membership**

Except as otherwise provided in these Bylaws, the business of the MCHCCN shall be managed by the membership. At least 65% of the membership shall be composed of representation by the private sector including tenants/homeless individuals or participants in services. There shall be three categories of membership: Agency, Individual, and Advisory. The Membership committee is an ad-hoc committee of the Steering Committee and shall maintain a roster of the names and addresses of all agency and individual members.

#### **Section 2. Agency Membership**

A member agency is a public or private agency or organization that can or does address short and longer-term housing needs, health needs, case management, education, or other support services related to homelessness in Muskegon County.

Agency membership requires completion of the standard membership form.

An agency or organization may have more than one member in the MCHCCN, but have only one vote.

### **Section 3. Individual Membership**

An individual member is a concerned community member or has a personal interest in the needs of the homeless in Muskegon County.

Individual membership requires completion of the standard membership form.

### **Section 4. Advisory Membership**

An advisory membership is for those individuals who are interested in participating in the MCHCCN, but unable to fulfill membership duties.

Advisory membership requires completion of the standard membership form.

Advisory members will not be given the power to vote at any MCHCCN meetings.

### **Section 5. Duties of Membership**

Agency and individual members are required to perform the following duties.

- a. Sign a Conflict of Interest Disclosure Statement.
- b. Collaborate with other members to work toward the MCHCCN mission, goals, and objectives.
- c. Abide by the MCHCCN Bylaws, policies, and procedures.
- d. Actively serve on at least one sub-committee per calendar year.
- e. Active members missing three consecutive meetings could be subject for placement on Advisory status.
- f. Endeavor to recruit and retain MCHCCN members.
- g. Work to insure accountability of programs financed by the MCHCCN funds.
- h. Participate in Point-in-Time Studies and Training sessions.
- i. Work, in collaboration with the Steering Committee, to ensure proper data collection of the homeless population to realize gaps in services, new programming, effectiveness of current programming and towards the development of a comprehensive Continuum of Care plan.
- j. Participate in the HMIS system.
- k. Sign the Code of Conduct in order to fully participate in the MCHCCN activities.
- l. Sign and agree to the functions and duties outlined in the Memorandum of Understanding between the members of the MCHCCN.

### **Section 6. Powers of the MCHCCN Membership**

- a. Elect officers.
- b. Develop, adopt, and amend the MCHCCN Bylaws.
- c. Develop, adopt, and amend the MCHCCN policies and procedures.
- d. Develop and adopt MCHCCN plans, including goals, objectives, and priorities which are consistent with funding legislation.
- e. Define Subcommittee formation to further the mission of MCHCCN.

### **Section 7. Members Rights**

- a. Except as otherwise provided in these Bylaws, the business of the MCHCCN shall be managed by the membership.
- b. Membership entitles an agency or individual to pursue participation as a voting member, to receive minutes and other related material, and to participate in MCHCCN activities.
- c. Members have the right to run for MCHCCN office, and to serve on sub-committee and in other functions.
- d. Members have the right to file grievances about the MCHCCN policies, procedures, plans, or activities, utilizing the grievance procedures adopted by the membership.
- e. Members who have documented conflicts of interest have the right to vote.

## **Section 8. Voting Members**

For the purpose of these Bylaws, “voting” means voting in the membership and sub-committee meetings.

- a. Each agency member of the MCHCCN shall have a maximum of one vote to be exercised by the designated voting representative.
- b. Each agency member may designate in writing, a voting representative if unable to attend meetings. The written proxy will be given to the Communication Coordinator(s) prior to the meeting.
- c. A potential voting member must attend two consecutive MCHCCN meetings before being vested with the right to vote at the third consecutive general meeting and following meetings.
- d. A voting member or their designated proxy must attend the two previous consecutive MCHCCN meetings to maintain their voting privileges on funding issues.
- e. Names of individual voting members, agency voting members, agency voting alternatives, and voting MCHCCN officers shall be on file with the MCHCCN Communication Coordinator(s). The Communication Coordinator(s) must receive changes in writing.

## **ARTICLE 4 - VOTING**

### **Section 1. One Vote**

Each voting member of the MCHCCN shall have one vote in meetings at which they are present. Members may designate a proxy in their absence.

Each voting member serving on a sub-committee shall have one vote on that sub-committee. Sub-committees may develop their own procedures that permit absentee, proxy, phone, or mail votes to effectively conduct their work.

### **Section 2. Quorum**

One half of the any Steering or Subcommittee Committee members entitled to vote must be present at the meeting to constitute a quorum. If less than a quorum is present, a meeting may be conducted, but no votes on action items or motions can be taken. A motion to query the appropriate committee membership with a proxy will constitute an alternate means of attaining a Quorum.

### **Section 3. Majority Carries**

Except as otherwise provided in these Bylaws for MCHCCN and subcommittee meeting, a simple majority of votes cast shall carry the motion.

## **ARTICLE 5 – MEETINGS OF THE MEMBERSHIP**

### **Section 1. Open Meetings**

Except as otherwise provided for in these Bylaws, MCHCCN meetings shall be open to the public.

### **Section 2. Notice and Agenda**

Items of action will be put on the agenda. Additional items may be added to the agenda at the beginning of the meeting by vote of the membership at the meeting. Failure to receive notification of a general meeting shall in no way affect the validity of proceedings held in accordance with these Bylaws.

### **Section 3. Conduct of Meeting**

The Chair shall conduct Steering Committee meetings of the MCHCCN. The meeting shall be ordinarily conducted in an informal manner, but may be conducted by Robert's Rules of Order (revised edition), as deemed appropriate by the Chair-elect. The Communications Coordinator or delegate representative shall take minutes of every meeting.

### **Section 4. Frequency**

Except as otherwise provided in these Bylaws, meetings shall be held monthly.

### **Section 5. Special Meetings of the Membership**

Special meetings beyond regularly scheduled monthly meetings may be called by a majority decision of the Steering Committee. Special meetings shall cover only matters of business, which have been stated in the call to meeting. Members shall be provided with a minimum of forty-eight hours notice of a special meeting.

### **Section 6. Executive Session**

General and special meetings of the MCHCCN may be closed to the public at the discretion of the Chair, or upon majority vote of the members.

## **ARTICLE 6 – ELECTED OFFICERS**

### **Section 1. Title of Elected Officers**

The officers elected by the MCHCCN membership shall be: (1) One Chairperson, (1) One Co-Chair and (2) Communications Coordinators – one for the Steering Committee and the other for the Strategy and Planning Committee and (1) One Coordinator

### **Section 2. Terms of Office**

The MCHCCN Chair, Co-Chair and Communication Coordinators shall be elected for a two-year term and may not serve more than two consecutive terms. The Co-Chair positions will be staggered two-year terms and will rotate between the private and public sectors. The Co-Chair automatically assumes the position of the Chair after the two year term of the Chairperson is completed or by special appointment by Steering Committee. At such time the out-going chairperson will complete at least one-year Advisory position to assimilate the in-coming Chairperson to the planning and procedural elements of this position. Appointments will be used as an "act of last resort" if there is lack of volunteers to fill officer positions.

The Co-Chairs of the MCHCCN, members of the Executive Committee and Coordinator may not participate in decisions concerning awards of grants or provision of financial benefits to such member or the organization that such member represents. These individuals must recuse themselves from considering projects in which they have interests by completing and filing the Conflict of Interest form with the Coordinator.

### **Section 3. Nominations**

Any MCHCCN member may submit names of other MCHCCN members as candidates for the elected offices to the Nominating Ad-hoc committee. The Steering Committee shall serve as the ad-hoc Nominating committee where there is not adequate volunteers to serve as a Nominating Sub-committee. The Nominating Sub-committee shall follow policies and procedures adopted by the MCHCCN to review the candidates, make recommendations, and present the candidates and recommendations to the membership.

#### **Section 4. Elections**

Each elected officer shall be chosen by majority vote of the membership. If no quorum or majority is obtained for an office, a proxy shall be distributed to the entire membership.

#### **Section 5. Duties / Responsibilities of Chair**

- A. Conduct Steering Committee meeting as the lead for the MCHCCN
- B. Set agenda in collaboration with Network membership and sub-committees for the MCHCCN Steering meetings
- C. Communicate with Chairs of MCHCCN subcommittees, non-member agencies and individuals as needed to promote the mission and needs of the Network and its membership.
- D. Negotiate and promote essential Memorandums of Understanding to further the mission and needs of the Network.
- E. Establish and maintain an organizational structure to implement policies and procedures of the Network.
- F. Ensure coordination of the Network's essential plans including the yearly Continuum of Care Plan, grants and all other endeavors to raise funds for the mission and need of the Network and its membership
- G. Serve as advisor to the community's Multi-Purpose Collaborative Body

#### **Section 6. Duties / Responsibilities of Co-Chair**

- A. Work in direct collaboration with the Network Chair in all duties to promote the mission and needs of the Network and its membership
- B. Act as Pro-tem Chair in the absence of the Chair
- C. Communicate endeavors and generate ideas within the Network and community to market and build community awareness of the mission and the needs of the Network and its membership

#### **Section 7. Duties of Coordinator**

- A. Work in collaboration with the Network Chair and Co-chair in all duties to promote the mission and needs of the Network and its membership
- B. Coordinate communication between the Network's Steering and sub-committees to ensure and promote the on-going effort and action plan in support of the Continuum of Care plan at its activities including Point-in-Time studies, Point-in-Time Training, and Gaps Analysis
- C. Coordinator's Agency must be willing to act as the fiscal agent designated to receive funds from HUD

#### **Section 8. Duties of Communications Coordinators**

- A. The Communications Coordinators shall perform all duties incident to the office, as may be assigned by the Chair, Co-Chair or by majority vote of the Steering Committee
- B. Maintain record of meetings, those in attendance, and annually compile minutes from Steering Committee and also other sub-committees for inclusion in Continuum of Care Plans or other Network submissions.

#### **Section 9. Vacancies**

Holding a special appointment election before the term has expired shall fill a vacancy in the office of Chair, Co-Chair, Coordinator or Communications Coordinators by the voting membership for the remainder of the term of the vacant office.

#### **Section 10. Resignation or Removal**

The resignation of any elected officer shall be in writing and addressed to the Steering Committee.

Any officer who, in the opinion of the membership, has substantially violated the MCHCCN policies, procedures, Bylaws, or whose conduct is otherwise detrimental to the welfare of the MAHC, may be removed by the MCHCCN at any properly convened meeting of the membership by majority vote. This vote shall be taken by a secret ballot.

**Section 11. Code of Conduct**

Members of the Steering Committee and the Co-Chairs and officers of the MCHCCN will adhere to the MCHCCN Code of Conduct.

**ARTICLE 7 – EXECUTIVE COMMITTEE**

**Section 1. Members of the Executive Committee**

The members of the Executive Committee shall consist of the Chair, elected by the general membership; the Co-Chair, elected by the general membership; the Communications Coordinators, elected by the general membership; and the Chairperson of each standing sub-committee, selected by each sub-committee’s members.

**ARTICLE 8 – STANDING AND AD HOC SUB-COMMITTEES**

**Section 1. Members of Sub-committees**

Every member of the MCHCCN shall serve on either the Executive Committee, or at least one standing or ad hoc sub-committee per calendar year. Except as otherwise provided in these Bylaws, a member of the MCHCCN shall volunteer for service on the sub-committee(s). The Communication Coordinator shall maintain a list of the members and chairpersons of all sub-committees.

**Section 2. Attendance and Participation**

Except as otherwise provided by these Bylaws, regular attendance at sub-committee meetings and active participation in sub-committee work is required of committee members. A pronounced lack of active participation in the sub-committee’s work may cause termination of sub-committee membership, following policies and procedures adopted by the MCHCCN.

**Section 3. Sub-committee Chairperson**

The Review/Nominating Committee shall accept nominations for the position of the sub-committee chairperson and make recommendations to the Steering Committee for the position of chairperson. The Steering Committee will appoint the sub-committee chairperson. The MCHCCN Chair may also appoint a temporary chairperson pending a sub-committee chairperson who shall serve a one-year term. Ad hoc committee chairperson shall serve for the length of that committee’s existence.

**Section 4. Standing Sub-committees**

The MCHCCN shall maintain the following standing sub-committees:

- I. Steering Committee
- II. Emergency Needs Committee and its sub-committees Case Managers, Emergency Food/Pantry
- III. Strategy and Planning Committee
- IV. Discharge Planning Committee
- V. Review Committee/Nominating Committee
- VI. Permanent Housing Committee

The Chair, as necessary, may create additional ad-hoc committees to address the needs of the Network.

**Section 5. Ad Hoc Sub-committees**

Ad hoc sub-committees may be created to complete temporary or limited assigned tasks- such as Personnel committee for review and evaluation of contracted service providers, Gaps Analysis, Point in Time, Fund raising, Homeless Awareness, Public Policy/Legislative, or other working committees.

**ARTICLE 9 – SUB-COMMITTEE MEETINGS**

**Section 1. Open Meetings**

Except as otherwise provided by these Bylaws, meetings of standing and ad hoc sub-committees shall be open to the general public.

**Section 2. Executive Session**

Meetings of standing and ad hoc sub-committees may be closed to the general public, subject to the provisions of the Open Meetings Act.

**Section 3. Notice and Agenda**

The Chairperson of each sub-committee shall be responsible for the compiling, mailing of meeting notices, and providing a copy to the Communication Coordinators.

**Section 4. Conduct of MCHCCN Meetings**

The sub-committee’s chairperson shall conduct meetings of standing and ad hoc committees. Sub-committee meetings shall be ordinarily conducted in an informal manner, but may be conducted by Robert’s Rules of Order (revised edition), as deemed appropriate by the sub-committee chairperson. Minutes of every sub-committee meeting shall be taken and maintained by the sub-committee chairperson or their appointed assistant. The minutes must be forwarded to the Communication Coordinator of the Steering Committee within 10 business days of the meeting.

**Section 5. Frequency**

Except as otherwise provided in these Bylaws, standing sub-committees shall meet as necessary. Ad hoc committees shall meet at the frequency determined by their chairperson.

**Section 6. Composition and Duties of the Review Committee/Nominating Committee**

Due to the nature of the activities of the Review/Nominating Committee, the By-Laws will establish the composition and duties of the Review/Nominating Committee. Frequency of meetings shall be established by the Coordinator contingent on the funding schedules.

The Review/Nominating Committee will be comprised of representatives from the following stakeholders: Government, non-profit housing developer, faith based organization, community action agency, Community Coordinating Council (the multi-purpose collaborative body).

The Review/Nominating Committee shall:

- A. Evaluate, score and prioritize projects for funding
- B. Review HUD and MCHCCN monitor findings
- C. Review the HUD APR of each applicant
- D. Review independent audits of the agencies submitting applications for funding
- E. Review unexecuted grants
- F. Conduct site visits of agencies receiving funds
- G. Survey participants in the various housing programs
- H. Evaluate project readiness for each agency
- I. Assess the spending on the projects
- J. Assess cost effectiveness of projects
- K. Assess provider organization experience
- L. Assess provider organization capacity
- M. Evaluate project presentation
- N. Review match of each project
- O. Review leveraging of each project
- P. Review participation of organization seeking funds in the MCHCCN's activities
- Q. Present a slate of nominees as needed to fill vacancies to the Steering Committee

## **ARTICLE 10 - BYLAWS**

### **Section 1. Adoption**

Adoption of these laws by the MCHCCN shall require a two-thirds majority in attendance as outlined by Voting Rights.

### **Section 2. Amendments**

Proposed alterations, amendments or additions to these Bylaws may be initiated by any one officer or any individual. Proposed alterations, amendments or additions shall be presented to MCHCCN members at least two weeks prior to the next regularly scheduled meeting or special meeting at which the changes are to be considered.

Alterations, amendments or additions to these Bylaws shall require a two-thirds majority vote of those attending voting members.

**First Revision Approved on May 13, 2004 by MCHCCN Steering Committee**

**Second Revision Approved on: May 11, 2006, MCHCCN Steering Committee**

**Second Revision Approved on: August 12, 2010, MCHCCN Steering Committee**

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Stacey Vandenberg, Co-Chair

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Date

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Reatha Anderson, Co-Chair

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Date