**Maine Continuum of Care Board of Directors Bylaws**

**Revised July 2022**

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**Maine Continuum of Care Board of Directors Bylaws**

**Revised July 2022**

**Article 1. Purpose**

1. The Maine Continuum of Care (MCoC) Board of Directors (Board) was established by the MCoC to act on its behalf and exists to guide the MCoC in its role of coordinating resources, working in concert with the state, regional and local groups to end homelessness in Maine.
2. The Board’s role is to identify, develop, and ensure the MCoC has access to resources to meet the needs of people experiencing homelessness so each person secures permanent housing with an adequate support network.

**Article 2. Responsibilities**

The Maine Continuum of Care Board of Directors:

1. Serves as the oversight body for the Maine Continuum of Care (MCoC) to ensure compliance with HUD requirements of 24 CFR part 578, and work toward continually improving the homeless system.
2. Serves the geographic area of the entire state of Maine (ME 500 CoC), and exists to:
3. Coordinate a statewide commitment to the goal of ending homelessness;
4. Promote access to, and effective use of mainstream resources for all persons experiencing homelessness; and
5. Promote housing retention, stability, success, and optimize self-sufficiency in the community for people who have experienced homelessness.
	1. Develops policies and procedures conforming to the U.S. Department of Housing and Urban Development (HUD) requirements detailed in 24 CFR part 578.1 to: Identify and recommend priorities for funding projects in the geographic area based on the gaps and needs analysis, and system performance analysis to the MCoC for approval;
	2. Approve MCoC funding recommendations for ending homelessness;
	3. Review and assess system performance;
	4. Establish and oversee the operation of a coordinated entry system that complies with requirements established by HUD by Notice, and as outlined in the Coordinated Entry Policies and Procedures;
	5. Approve the MCoC designation of an organization to serve as the Collaborative Applicant (CA) to assist the MCoC;
	6. Approve the MCoC designation of a lead agency for the Homeless Management Information System (HMIS), and ensure the HMIS is administered in compliance with requirements prescribed by HUD.
	7. Review applicable reports, standards, and documents, pertaining to the MCoC in order to support local year-round MCoC planning for ending and preventing homelessness , and ensure compliance with HUD Regulations. Including by not limited to MCoC Governance, Board Bylaws, MCoC Written Standards, and other pertinent documents for providing CoC assistance;
	8. Provide guidance on HUD topics and policies to the MCoC;
	9. Support continuity in local year-round MCoC planning for ending and preventing homelessness, including:
6. Providing oversight [as the decision-making] body for the MCoC;
7. Creating a systematic response to homelessness, which includes: year-round MCoC planning; managing and monitoring performance and outcomes; continuous improvement; minimizing redundancies, maximizing impacts and improving the efficacy of resources used; and ongoing documentation; and
8. Communicating and advocating to advance the homeless response system in Maine.
9. Identifies and recruits new Board members to ensure its commitment to a diverse board and staff that reflects the communities throughout the state of Maine.

**Article 3. Organizational Structure**

1. **The U.S. Department of Housing and Urban Development** (HUD) oversees federal programs designed to help Americans meet their housing needs, including the management of the Continuum of Care (CoC) program. The CoC Program is designed to promote communitywide commitment to the goal of ending homelessness; provide funding for efforts by nonprofit providers, and state and local governments to quickly rehouse homeless individuals and families while minimizing the trauma and dislocation of individuals, families, and communities caused by homelessness; promote access to and effect utilization of mainstream programs by homeless individuals and families; and optimize self-sufficiency among individuals and families experiencing homelessness.
2. **The Maine Continuum of Care** (MCoC) is established by, and in accordance with, the U.S. Department of HUD regulations. The MCoC covers the entire state of Maine and is led by three (3) tri-chairs. The MCoC shall assume and carry out duties as detailed by the Maine Continuum of Care Governance.
3. **The MCoC Board of Directors** (Board) serves as the oversight body for the Maine Continuum of Care to ensure compliance with HUD requirements and work toward continually improving the homeless response system within the state of Maine.
4. **The Collaborative Applicant** (CA) is responsible for the general coordination, oversight, and planning efforts of MCoC for the purpose of submission of the funding application. The CA also has the authority by the MCoC to certify and submit the annual HUD Homeless Assistance Grant funding application on behalf of the MCoC. More information is available in the Collaborative Applicant Roles and Responsibilities.
5. **The HMIS Lead** ensures consistent participation of recipients/subrecipients in HMIS; ensures that the HMIS is administered in compliance with HUD requirements, and maintain other obligations as laid out in the HMIS Governance.
6. **The Board Committees** are created to help the Board fulfill its mission and work. Additional information is available under the Committees Article.

**Article 4. Meetings**

The Board shall:

* 1. Conduct at least four (4) meetings per year, at such times and places as agreed to by the members. Meetings may take place remotely, in whole or in part. Remote participation is considered valid for purposes of attendance and voting.
	2. Host an annual meeting each April to conduct the requirements of the Board, including but not limited to review of documents, voting on officers and filling board vacancies, as applicable.
	3. Require a quorum for voting to take place. A simple majority of the Board membership shall constitute a quorum.
	4. Host meetings limited to Board members and invited guests.
	5. Review and approve the minutes and consider recommendations from Board committees.
	6. Be guided by the provisions of [*Robert’s Rules of Order Newly Revised (11*th *ed.)*](http://www.robertsrules.com/) *– Simplified and Applied* (A Webster’s new World Book © 1999 by Robert McConnell Productions).
	7. Members must attend at least six (6) of the previous twelve (12) meetings or member may be subject to removal unless absences have been approved by the Board.
	8. Special Meetings: Any majority of Officers can call for a special meeting of the Board.

**Article 5. Membership**

1. **Appointments –** The MCoC shall nominate candidates to the Board by a simple majority vote of MCoC members present at a scheduled MCoC meeting. Nominees shall be ratified by the Board at its next scheduled meeting.
2. **Membership - -**The Board shall consist of no fewer than thirteen (13) members and no more than twenty two (22) members. Board members are elected as individuals, not as representatives of their organizations. Therefore, even if a member leaves an organization, they may continue to serve on the Board. See Appendix A: CoC Board Composition. A coordinated effort should be made to abide by the MCoC Diversity, Equity, and Inclusion Policy for the purposes of ensuring diverse Board composition.
3. **Terms –** The members of the Board shall serve three (3)-year staggered terms and expiring terms may be renewed at each Annual Meeting.
4. **Resignation** - Board members can resign at any time with written notice to the Board. A resignation shall trigger a nomination by the MCoC.
5. **Vacancies** – There shall be at least an annual call for nominations to fill any vacancies that may exist at the regular MCoC meeting in March. Vacancies may be filled immediately or through the annual nominating process. MCoC shall nominate replacement membership for Board, to be ratified by the Board by a simple majority vote.
6. **Removal of Board Members** - The MCoC can at any point during the three (3)-year term, through a formal two-thirds (2/3) majority vote, direct any Board member to step down.
7. If a Board member has been directed to step down, that member may appeal the MCoC’s decision by written notification to the tri-chairs of the MCoC within ten (10) business days of the removal decision. The tri-chairs will make a decision within ten (10) days. Upon review of the appeal, the MCoC tri-chairs will make a decision based on the merits of the appeal. If the tri-chairs uphold the removal and the person wishes to further appeal the decision, they can appeal in writing to the Board President within ten (10) days. The Board President has ten (10) days to respond to the appeal. Return to the Board will be contingent on the final decision of the tri-chairs of the MCoC or Board President.
8. Any Board member removed by the MCoC will be replaced by another nominee of the MCoC, following the nomination process. This replacement process will require at least one (1) month’s notification and placement as a formal action item on the agenda of a scheduled MCoC meeting.
9. Members removed from the Board must surrender all documents or files of the MCoC to the Collaborative Applicant.

**Article 6. General Voting Rights and Procedures**

The Board shall:

* 1. Voting Member Eligibility: Each individual Board member maintains one (1) vote.
	2. Simple majority will be used for decision making, unless otherwise indicated.
	3. There must be a quorum of members present to hold a vote at regular Board meetings. A quorum shall be greater than 50% of the number of eligible voting members and determined prior to the start of each meeting. If a quorum is not present at a meeting, discussion may still take place, but voting will not be conducted. The Secretary, or their designee, shall track attendance and voting member status to determine a quorum for meetings.

**Article 7. Officers & Officer Elections**

1. **The Board shall have four (4) officers**: President, Vice President, Secretary, and an At-Large Officer.
2. **Board Officer Roles and Responsibilities**:
	1. The President shall chair meetings of the Board.
	2. The Vice President shall serve as chair in the President’s absence.
	3. The Secretary, or their designee, shall ensure that minutes of all meetings are recorded, and such minutes are maintained for public review upon request.
	4. The At-Large Officer is reserved for persons with former or current lived experience of homelessness.
3. **Board Officer - Election** - Officers shall be elected by a simple majority of the Board.

**Terms of Office** - Officers shall serve three (3)-year renewable terms, and can be replaced or renewed by simple majority of the Board.

**Article 8. Committees**

The Board may create committees and working groups as necessary to accomplish its purpose, roles, and responsibilities.

1. Committees already established through the MCoC may carry out the functions of the Board committees as deemed appropriate and advantageous.
2. Each committee is guided by its charter that describes its purpose, scope of work, timeline, resources, members, and leadership.
3. Standing committees of the Board are listed below:
	1. **MCoC Notice of Funding Opportunity (NOFO) Committee** – The NOFO Committee is a joint committee of the MCoC and the Board and conducts a year-round effort to ensure the MCoC continues to meet or exceed the requirements of the NOFO.
	2. **Coordinated Entry Committee**
	3. **Document Review Committee**
	4. **Data Sharing Committee**
4. The Board, at its choosing, may designate individuals from the MCoC to participate in working groups. Working groups may focus on specific time-limited tasks. Each working group’s workplan must be defined and submitted to the board for approval.

**Article 9. Code of Conduct and Conflict of Interest Policy**

As members of the MCoC, Board members must comply with the Code of Conduct and Conflict of Interest Policy defined in the MCoC Governance.

**Article 10. Adoption and Amendment of Bylaw Document**

1. The Board bylaws [including all appendices] shall be reviewed annually by the Board.
2. Proposed amendments must be in written form, distributed to and approved by the members of the Board prior to MCoC review and approval.
3. The Board may choose to fully revise the bylaws to include an agreed upon change or an amended article may be added for insertion into the existing document.
4. Final approval must be approved by a simple majority (greater than fifty percent (50%)) affirmative vote of the MCoC members present and eligible to vote. The Board shall provide final approval to any changes by simple majority.

**Appendix A: MCoC Board Composition**

Board composition shall include at least one (1) individual with current or prior lived experience of homelessness, at least one (1) Youth Action Board member, at least one (1) member of the BIPOC community, and at least one (1) veteran. The remaining Board seats shall be comprised of some combination of the following representatives.

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| --- |
| Statewide Homeless Council  |
| Local Government Staff/Officials |
| CDBG/HOME/ESG Entitlement Jurisdiction |
| Law Enforcement |
| Local Jail(s) |
| Hospital(s) |
| EMS/Crisis Response Teams |
| Mental Health Service Organizations |
| Substance Use Service Organizations |
| Affordable Housing Developer(s) |
| Disability Service Organizations |
| Disability Advocates |
| Public Housing Authorities |
| MCoC Funded Youth Homeless Organizations |
| Non-MCoC Funded Youth Homeless Organizations |
| Youth Advocates |
| School Administrators/Homeless Liaisons |
| MCoC Funded Victim Service Providers |
| Non-MCoC Funded Victim Service Providers |
| Domestic Violence Advocates |
| Street Outreach Team(s) |
| Lesbian, Gay, Bisexual, Transgender, Queer, Intersex (LGBTQ+) Advocates |
| LGBTQ+ Service Organizations |
| Agencies that serve survivors of human trafficking |
| Other homeless subpopulation advocates |
| Homeless or Formerly Homeless Persons |
| Mental Illness Advocates |
| Substance Use Disorder Advocates |
| Veteran Service Providers |
| State Government Agencies |
| BIPOC: Black/African American; Indigenous/Native American/Tribal; Other People of Color Communities. |

\* Board composition should include representation from HUD-identified sub-populations, including Domestic Violence, Youth, Veterans, and persons who are or have previously experienced homelessness.

\*\*The Board encourages participation from persons with lived experience.

**Appendix B: Business Address and Website Information**

**MCoC Business Address**

Maine Continuum of Care (MCoC)

MaineHousing

26 Edison Drive

Augusta, Maine 04330

**MCoC Web Address**

www.mainehomelessplanning.org