

## Commission to End Homelessness Bylaws

### THE MISSION:

“Effectively End Homelessness in Orange County Over the Next Decade.”

### ARTICLE I: NAME, PURPOSE AND FUNCTIONS

- A. The name of this organization shall be the Commission to End Homelessness, ~~(hereinafter referred to as the~~ “Commission.”). It is established pursuant to the Orange County Ten-Year Plan to End Homelessness, ~~(hereinafter referred to as “The the~~ “Plan.”), as approved by the Board of Supervisors and in accordance with Goal 8 of ~~The~~the Plan which is to develop the systems and organizational structures to provide oversight and accountability.
1. The Community Stakeholder Appointing Bodies ~~(hereinafter “Appointing Bodies”)~~ of the Commission are approved by the County of Orange (hereinafter “County”) Board of Supervisors ~~(“BOS.”)~~. As outlined in Article II, Commission Members ~~(hereinafter “Members”)~~ are appointed by their respective ~~Community Stakeholder~~ Appointing Bodies.
  2. The official office location and mailing address of the Commission shall be: c/o Director, OC Community Services, 1300 South Grand Avenue, Building B, Santa Ana, CA 92705.
- B. The purpose of the Commission is to:
1. Work in collaboration with County government, city government, private foundations, advocacy groups, community organizations, and other interested stakeholders to provide strategic leadership, promote best practices, monitor outcomes, and report results to facilitate successful implementation of ~~The~~the Plan. The Commission is advisory to the BOS and has no independent authority to act on matters such as legislation or lobbying.
- C. In accordance with ~~The~~the Plan, the functions of the Commission are as follows:
1. Provide oversight and accountability for the implementation of the goals and strategies as defined in ~~The~~the Plan.
  2. File Annual Reports~~reports from the Commission will be filed~~ with the Orange County Grand Jury—, all Orange County cities, and the Commission’s ~~appointing bodies~~Appointing Bodies for review, ~~presented~~presentation to the Board of Supervisors at ~~a~~regularly scheduled meetings, and made available for public comment.
  3. Promote and support plan strategies with each of the ~~appointing agencies/entities~~Appointing Bodies, all Orange County cities, and professional affiliates to facilitate financial and political support.
- D. Acting as the CoC Board, and in accordance with the HEARTH Act, the functions of the Commission are as follows:

1. Prepare CoC application(s) for funding per HUD regulations including oversight of funding policies, appeals, and/or other administrative application activities
2. CoC planning including but not limited to, holding meetings, HMIS oversight, consultation on performance targets, consultation on emergency solutions grants program, coordination and implementation of a housing and service system, planning for and conducting point and time count of homeless, conducting annual gaps analysis of homeless needs, providing information for consolidated plans
3. Other functions –as needed to comply with HEARTH Act

D.E. In the performance of its responsibilities, the Commission shall not engage nor employ any discriminatory practices in the provision of services or benefits, assignment of accommodations, treatment, employment of personnel or in any other respect on the basis of sex, race, color, ethnicity, national origin, ancestry, religion, age, marital status, medical condition, sexual orientation, physical or mental disability or any other protected group in accordance with the requirements of all applicable County, State or Federal laws, regulations or ordinances.

## **ARTICLE II: APPOINTMENT AND MEMBERSHIP**

- A. Membership of the Commission is to be composed of and appointed by ~~community stakeholders~~Appointing Bodies as follows:
1. Two (2) City Managers who are members of and selected by the Orange County City Managers Association
  2. Two (2) Elected Officials who are members of and selected by the City Selection Committee
  3. Two (2-Members) members of the Orange County Funders Roundtable
  4. One (1-Member) member of the Orange County Board of Supervisors
  5. Two (2) Business Leaders selected by the Orange County Business Council
  6. Two (2) Executive Directors or Presidents from Non-Profit Homeless Service Providers selected by HomeAid Orange County in partnership with the Housing & Community Development Commission
  7. Two (2) Members representing public safety. One Police Chief appointed by the Orange County Police Chiefs and Sheriffs Association and one Fire Chief appointed by the Orange County Fire Chiefs Association
  8. One (1) Executive Manager appointed by the County Executive Officer
  9. Two (2) Appointees made by the Housing & Community Development Commission
  10. One (1) Member from the County Health Care Agency Behavioral Health Department

11. One (1) Homeless/Formerly Homeless member of the community, appointed by the Housing and Community Development Commission in collaboration with 211 OC
12. One (1) Member representing Education which shall be the Superintendent of Schools or appointed by the Superintendent of Schools

The ~~appointing bodies~~Appointing Bodies, as identified in ~~The~~the Plan, shall submit the name of their representative(s) to the Director of OC Community Services. The names and affiliations of the initial members will be included in ~~The~~the Plan. When there is a vacancy, the ~~appointing bodies~~Appointing Bodies will be notified of the vacancy and will follow their internal process to fill the vacancy consistent with the criteria below.

When making appointments of Commission Members, ~~appointing bodies~~Appointing Bodies should render an executive level individual that is highly regarded in his respective field and community due to his knowledge, expertise, and achievements and should consider the following qualities and characteristics:

- Executive level position (i.e. Board Chair, President, CEO, Executive Level Manager);
- Effective leader capable of generating support from his constituencies, working effectively with people outside his sphere of influence;
- Commitment to ~~The~~the Plan and ~~The~~the Plan's core values of "preservation of human dignity, a safe, decent, sanitary housing opportunity for everyone, innovation, courage, and expectation of success;"
- Demonstrated ability to successfully lead and affect regional and ~~systems~~systemic change;
- Passion and an understanding of how ending homelessness can benefit all of Orange County and its various interest groups;
- Commitment to consistent attendance at bi-monthly (every other month) Commission meetings;
- Commitment to participation in ~~implementing groups~~Commission Committees; and
- The ability to dedicate time to participate effectively as no alternates or delegates will be permitted.

### **ARTICLE III: TERMS OF OFFICE**

- A. For the initial term of office (the "Initial Term"), each member shall be randomly assigned a term of two (2) years or three (3) years. After the ~~initial~~Initial termTerm, all members will

have two-year terms; terms of office may be renewed at the discretion of the ~~member~~Member and ~~agency~~Appointing Body . The Commission shall, at its first meeting, confirm the initial, randomly selected two (2) and three (3) year terms.

- B. In the event an elected official's term of office expires prior to the completion of his term of service on the Commission, his or her ~~appointing agency~~Appointing Body may nominate a replacement candidate who would serve for the remainder of the term.
- C. Appointments made to fill a vacancy left by a non-elected ~~member~~Member, before the expiration of the term of that ~~member~~Member, shall be for the remaining term of that ~~member~~Member.
- D. A ~~member~~Member, who has not been reappointed or replaced at the termination date of appointment, shall serve as a ~~member~~Member until reappointed or replaced with no lapse of representation unless the ~~appointing authority~~Appointing Body rules otherwise. The Executive Director or designated staff will notify ~~appointing bodies~~Appointing Bodies that ~~members'~~Members' terms will expire 60 days before the terms end.

#### **ARTICLE IV: STAFFING SUPPORT**

A minimum of one (1) ~~full-time~~ Executive Director with staff support from OC Community Services and 211OC (and/or a designated non-profit organization) shall be required to support the Commission. The Executive Director ~~and the public/private staff teams~~support will be responsible to facilitate an active flow of communication and coordination between the ~~Implementing Groups~~Commission Committees and the Commission. Additionally, the Executive Director ~~and the public/private staff teams~~support will also be responsible for engaging and updating other countywide homeless service groups and other stakeholders on implementation of ~~The~~the Plan.

**ARTICLE V: COMMISSION OFFICERS**

A. Commission officers shall consist of:

1. Chairperson

- (a) The Commission Chairperson shall be appointed by the majority of the Commission. The duties of the Chairperson shall be to preside at meetings, decide points of order, announce all business, entertain motions, put motions to vote, and announce vote results.
- (b) The Chairperson may call special meetings of the Commission.
- (c) The Chairperson or his or her designee may represent the Commission at public functions.

2. Vice-Chairperson

- (a) The Vice-Chairperson shall be appointed by the majority of the Commission.
- (b) The Vice-Chairperson shall perform the duties of the Chairperson in his or her absence.
- (c) If the Chair becomes vacant, the Vice-Chairperson shall succeed to the Chair until the Commission has appointed its replacement for the Chair.

3. Secretary

- (a) For the purposes of the Commission, the Executive Director is the Secretary of the Commission. The Executive Director-/Secretary is a non-voting member of the Commission and his or her duties are to prepare all of the Commission agendas with related materials, maintain any meeting minutes in accordance with the Ralph M. Brown Act, and perform any other Commission related administrative matters. The Executive Director/Secretary may delegate his or her duties to other individuals, upon approval of the Commission.

**ARTICLE VI: EXECUTIVE COMMITTEE**

A. Members of the Executive Committee will be composed of the Chairperson, the Vice Chairperson, the Secretary and three (3) or more Designated Chairs of Committees, as determined by the Commission and consistent with the Committee structure.

B. The Executive Committee shall meet bi-monthly (every other month) but no less than three (3) times per year.

C. Quorum and voting requirements for meetings are as follows:

1. General Meetings – Quorum shall be no less than fifty percent (50%) plus one (1) of the seated Executive Committee membership.

~~ARTICLE VI:~~ **ARTICLE VII: DUTIES OF MEMBERS**

- A. Members shall attend meetings of the Commission and of ~~implementing groups~~Commission Committees and ~~ad hoc~~Ad Hoc committees to which they are appointed. The Commission shall routinely review member attendance at the Commission and ~~committee~~Committee meetings.
- B. ~~Commission~~ Members shall notify the Chairperson of the Commission of any expected absence for a meeting by 5:00 PM of the day before a regularly scheduled meeting, indicating good and sufficient reasons for the absence. Such notification may be direct or through staff of the Commission.

~~ARTICLE VII:~~ **ARTICLE VIII: REMOVAL AND RESIGNATION OF MEMBERS**

- A. The Chairperson may recommend to the Commission the removal of any ~~member~~Member(s) based on cause or absenteeism.
  1. Removal for Cause - Cause shall be defined as the ~~member~~Member is unable effectively to represent the categorical seat to which he/she is appointed due to change of employment, or status, or, at the discretion of the ~~appointing body~~Appointing Body, or other reasons that substantially alters the ~~member's~~Member's qualifications which were present and considered in making the initial appointment or interfere with the individual's ability to properly function as a ~~member~~Member of the Commission.
  2. Removal for Absenteeism - Members may be removed from membership of the Commission if the ~~member~~Member is absent from more than three (3) consecutive regular Commission or standing working group meetings.
  3. Removal of a ~~member~~Member shall require a majority vote of the Commission, a quorum being present.
    - (a) Upon removal, the Executive Director or designated staff will notify the ~~appointing body~~Appointing Body of the Commission's action within 30 days. The ~~appointing body~~Appointing Body will then nominate a new ~~member~~Member.
- B. Resignation of Commission ~~members~~Members shall be effected by a written letter of resignation submitted to the Chairperson of the Commission.

~~ARTICLE VIII:~~ **IMPLEMENTING GROUPS**

- ~~A. Implementing groups will be formed around eight (8) goals included in the Ten-Year Plan.~~

- ~~1. Prevent Homelessness—Ensure that no one in our community becomes homeless.~~
- ~~2. Outreach to those who are homeless and at-risk of homelessness.~~
- ~~3. Improve the Efficacy of the Emergency Shelter and Access System.~~
- ~~4. Make Strategic Improvements in the Transitional Housing System.~~
- ~~5. Develop Permanent Housing Options Linked to a Range of Supportive Services.~~
- ~~6. Ensure that people have the right resources, programs, and services to remain housed.~~
- ~~7. Improve data systems to provide timely, accurate data that can be used to define the need for housing and related services and to measure outcomes.~~
- ~~8. Advocate for community support, social policy, and systemic changes necessary to succeed.~~

#### **ARTICLE IX: COMMISSION COMMITTEES**

- A. Commission Committees (“Committees”) will be formed around developing a system of care to end homelessness with consideration of the Plan goals, HUD direction, evidence-based best practices and best practices. At any given time, there will be three (3) or more Committees, as determined by the Commission. These do not include any Ad Hoc Committees.
- B. The Commission shall have the authority to establish Commission Committees (“Committees”), and to combine implementing groups to cover more than one of the above goals provided that each goal is still adequately addressed and change Commission Committees.
- C. Each implementing group Committee shall have a minimum of one (1-member) Member of the Commission and that member Member shall act as the Designated Chair of the implementing group Committee to which he/she is appointed. Nominations for the Designated Chair of the implementing group Committee will be agendized by the Chair of the Commission annually. Implementing Group Committee Officers, other than the position of Designated Chair and Implementing Group Committee general membership, may also include members of the public. Implementing Group Committee Officers that are members of the public shall be nominated by the Implementation Group Committee’s Chair and agendized by the Chair of the Commission for approval by the Executive Committee of the Commission to End Homelessness.
- G.D. General membership of each Implementing Group Committee is open to the public. General Members do not need to be approved by the Commission or its Executive Committee. Implementing groups Committees must meet at least once annually and may hold two (2) or more public workshops annually four (4) times a year.

D.E. If updates to ~~The~~ Plan are needed, the ~~implementing group~~ Committees for that goal shall draft the recommended update(s). The revisions shall be approved by the Commission and subsequently approved by the Board of Supervisors.

E.F. Ad Hoc Committees - The Chairperson may establish ~~ad hoc~~ Ad Hoc committees to accomplish time-limited tasks that support the goals of the Commission and the ~~Ten-Year Plan to End Homelessness~~.

F.G. ~~Quorum—There are no quorum requirements~~ for ~~implementing group~~ Committee meetings ~~are as follows:~~

1. Quorum requirements are as follows:

- (a) ~~Implementing Groups~~ Committees - Quorum shall be the majority members present.
- (b) Ad hoc Committees – Quorum shall be the members present, but no less than three (3).

G.H. Responsibilities of the ~~implementing groups~~ Committees are as follows:

1. Coordination of ~~the Plan plan~~ activities ~~under each goal~~;
2. Implementation of strategies ~~for each goal~~;
3. Reporting results of those strategies (successes and barriers);
4. Recommendations to the Commission.

H.I. All ~~Implementing Group~~ Committee meetings shall be open, public and noticed in conformance with the provisions of the Ralph M. Brown Act, California Government Code Section 54950 et seq., as amended and held at a location within Orange County, California that satisfies the access requirements of the Americans with Disabilities Act. ~~– to be reviewed.~~

## ~~ARTICLE IX:~~ **ARTICLE X: COMMISSION MEETINGS AND ACTIONS**

The Commission shall meet bi-monthly (every other month) but no less than three (3) times per year to receive reports on progress made on each of the goal areas set forth in the ~~Orange County Ten-Year Plan to End Homelessness~~ Plan. The initial meeting shall take place once ~~The~~ Plan has been approved by the County Board of Supervisors. As a matter of public business during the first meeting, the Commission shall set its next public meeting. All meeting agendas shall be posted and distributed no less than 72 hours prior to the meeting.

- A. The Commission shall, at its first meeting of each year, adopt a schedule of regular meetings and transmit that schedule in writing to members, the County, and the public at large.
- B. All Commission meetings shall be open, public and noticed in conformance with the provisions of the Ralph M. Brown Act, California Government Code Section 54950 et seq.,



as amended and held at a location within Orange County, California that satisfies the access requirements of the Americans with Disabilities Act.

C. Special meetings of the Commission may be called either by the Chairperson or at the request of a majority of Commission ~~members~~Members.

1. Notice of special meetings shall be delivered to ~~members~~Members personally, by mail or electronically, and must be received no later than twenty-four hours in advance of the meeting.
2. Said notice must state the business to be considered and whether alternative technological means may be used such as telephone or video conferencing, as technological resource availability permits and as permissible by the Ralph M. Brown Act.

D. Quorum and voting requirements for Commission meetings are as follows:

1. Quorum requirements are as follows:

(a) General Meetings – Quorum shall be no less than fifty percent ~~+(50%) plus one (1)~~ of the seated Commission membership.

2. Voting Majority – Decisions and acts made by majority vote of the ~~members~~Members at any duly constituted meeting shall be regarded as acts of the Commission, except as otherwise provided by these Bylaws.

(a) Members choosing to abstain from voting on specific actions will not affect majority requirements. Abstentions are considered a “non-vote” - neither a vote in the affirmative nor in the negative. However, in order for an action to be passed, a majority of the quorum casting votes must vote in the affirmative.

For example: If, at a standing committee meeting, six (6) voting ~~members~~Members of the committee are present to vote, and on a particular motion, three (3) vote in the affirmative, two (2) vote in the negative, and one (1) ~~member~~Member abstains, the motion passes.

3. Conflict of Interest – Members of the Commission and any of its committees or subcommittees shall abstain from voting on any issue in which they may be personally interested to avoid a conflict of interest in accordance with County, State and Federal laws, regulations and ordinances and shall refrain from engaging in any behavior that conflicts with the best interest of County.

(a) Members of the Commission shall not vote nor attempt to influence any other Board member on a matter under consideration by the Board or any of its committees or subcommittees as follows:

- (1) Regarding the provision of services by such member (or by an entity that such member represents); or
  - (2) By providing direct financial benefit to such member or the immediate family of such member; or
  - (3) Engaging in any other activity determined by County, State or Federal law, regulations and ordinances to constitute a conflict of interest.
- (b) If a question arises as to whether a conflict exists that may prevent a member from voting, the Chairperson or designee may consult with designated County Staff to assist them in making that determination.
- (c) In order to avoid a conflict of interest or the appearance of such conflict, all nominees to become members of the Commission shall disclose on forms provided by the County information regarding their private economic interests and shall fully comply with County, State or Federal laws, regulations and ordinances, as applicable.
- (d) Neither Commission nor any of its members shall promote, directly or indirectly, any political party, political candidate or political activity using the name, emblem or any other identifier of Commission.
- (e) No assets or assistance provided by County to Commission shall be used for sectarian worship, instruction, or proselytization, except as otherwise permitted by law.
- ~~(f) Each Commission to End Homelessness Member must file an AB 1234 Ethics Training Proof of Completion Certificate upon completion of the Ethics training prior to December 31 in the year of appointment. After the initial training, the Commission to End Homelessness Member must complete training every even numbered year thereafter. The training must cover both ethics laws and ethics principals.~~

**ARTICLE X: ARTICLE XI: COMMISSION AUTHORITY**

- A. Parliamentary Authority – The latest available edition of *Robert's Rules of Order* shall govern the meetings of the Commission and its ~~committees~~Committees and subcommittees in all cases in which it is applicable and in which it is not inconsistent with these Bylaws, any special rules of order the Commission may adopt, or any applicable County, State and Federal laws, regulations and ordinances.
- B. ~~Implementing Groups~~Committees and Ad Hoc Committees

1. ~~Implementing Groups~~Committees and Ad-Hoc committees shall have no independent authority and shall be limited to exercising only those specific functions granted to them by the Commission.
2. No standing or Ad-Hoc ~~committee~~Committee shall have independent authority to commit the Commission to any policy or action without the prior approval of the Commission.
3. ~~Implementing Groups~~Committees and Ad-Hoc ~~committee~~Committees shall be advisory to the Commission.

**ARTICLE XI: ARTICLE XII: ADOPTION AND AMENDMENT OF BYLAWS**

- A. Adoption – Affirmative vote of at least fifty percent ~~+1(50%)~~ plus one (1) of those voting, a quorum being present, shall be required to propose changes to these Bylaws.
- B. Amendments
  1. Any ~~member~~Member of the Commission may propose amendments to these Bylaws.
  2. Proposed amendments shall be submitted in writing and made available to each ~~member~~Member of the Commission no less than five (5) days prior to consideration before a vote can be taken.
- B. Bylaws and any amendments to the Bylaws must be approved by the Board of Supervisors.

**ARTICLE XII: ESTABLISHMENT AND ADOPTION OF OPERATING PROCEDURES**

The Commission will establish and adopt operating procedures pertaining to the routine business of the Commission (i.e. meeting dates, order of business, etc.)

**ARTICLE XIII: SEVERABILITY**

Should any part, term, portion or provision of these Bylaws be determined to be in conflict with any law, regulation or ordinance or otherwise unenforceable or ineffectual, the remaining parts, terms, portions or provisions shall be deemed severable and their validity shall not be affected thereby provided such remaining portions or provisions can be construed in substance to constitute the provisions that the members intended to enact in the first instance.