

Summary of Proposed Changes to Bylaws/Governance Charter

- Proposed changing “Bylaws” to “Governance Charter” throughout the document, but kept Bylaws in the title at the suggestion of a Board Member.
- Will add a clickable Table of Contents when revisions are approved/final
- On the first and second pages, under Overview- Method, added the list of activities the CoC is required to complete annually (per the Interim Rule) so that these are easier to track.
- Moved the HMIS and CES Sections up from the bottom of the document into the Overview section
- Changed references to the VI-SPDAT to “standardized assessment tool”
- Changed the “Dual Government” section to clarify that the CoC General Membership approves most items of business and the CoC Board reviews items of business and sets the CoC General Membership meeting agenda, but does not always formally vote on items of business.
- Removed the distinction between “Members” and “Representatives”
- Added a Recordkeeping section that aligns with the Interim Rule
- Updated the list of agencies that are eligible to become a General Member (additions align with additions in the 2019 and 2021 NOFA/Os)
- Obligations of Membership:
 - o Added language that special consideration for hardship waivers of dues will be given to: (i) Organizations led by and serving Black, Brown, Indigenous and other People of Color, (ii) Organizations led by and serving LGBT persons, (iii) Organizations led by and serving people with disabilities. This is aligned with the 2021 NOFO encouraging CoCs to ensure they are partnering with these organizations.
 - o Added language that clarifies that homeless or formerly homeless (within the past 7 years) members can indicate their status on the application to have their dues waived (vs. needing to request a formal hardship waiver).
 - o Added how due amounts are decided and how they are prorated for new members and added application and dues deadlines for existing members.
 - o Clarified the process to request an excused absence from a CoC meeting.
 - o Added additional requirements for members to be in “good standing”, including participation in the PIT Count and CES Committee (if the agency has funding that mandates participation in CES).
- Rights of Membership: clarified the process to request letters of support and the process to designate an alternate.
- Added a “Preparing Applications for Funds” section that designates the Housing Authority as the Collaborative Applicant for CoC funds and the County of Fresno as the Administrative Entity for State and Local funds that go through the CoC. This section includes a process to change these designations as needed.

- Quorum: changed quorum for General Membership meetings to 50%+1 member and added a short associated conflict of interest section that governs when Members must abstain from voting.
- Updated and formalized the Conflict of Interest/Recusal Process
- Board of Directors:
 - o Made the Immediate Past Chair position advisory and non-voting with a maximum 2-year term.
 - o Clarified that jurisdictional representative seats are not elected, but appointed.
 - o Immediate Past Chair: made this position an advisory, non-voting position and kept the two-year term.
 - o Clarified that the Homeless/Formerly Homeless Member at Large position is nominated by the CoC's Lived Experience Advisory Board (LEAB)
 - o Clarified that Board Members do not have Alternates.
 - o Added that Board Member elections should occur on or by the April CoC General Membership meeting at the latest
 - o Changed quorum to be 50%+1 member with abstentions for conflicts.
 - o Moved the responsibility for tracking membership and good standing from the Vice Chair to the Secretary and Treasurer roles
- Committees:
 - o Changed Standing Committees to formalize them and improve transparency. These changes includes:
 - Requiring that Fixed Members, and the Chair or Co-Chairs be CoC Members (except for the LEAB)
 - Requiring that at least 1 CoC Board Member be a Fixed Member or Officer position for each Committee
 - That the Committee will have 3-15 Fixed Members who vote, are included in 50% + 1 member quorum requirements, and who are required to attend at last 75% of meetings within a 12 month period.
 - Adds meeting procedures: agendas must go out in advance, meeting summaries must go out within 2 weeks.
 - Adds Chair/Officer responsibilities
 - Clarified that Ad Hoc Workgroups do not need to follow Standing Committee requirements
 - References that Committees may have their own Bylaws, elect their own Chairs, etc.
- Removed the Order of Priority section under Article V. – this is already in the Written Standards
- Moved the minor emergencies section regarding funding applications to the “Preparing Applications for Funds” section and deleted the major emergencies language.