

BYLAWS

BOISE/ADA COUNTY COALITION FOR THE HOMELESS

Article I. Name and Principal Business

The name of the non-profit corporation shall be the Boise/Ada County Coalition for the Homeless, Inc., herein referred to as the Coalition, and its principal office shall be in Boise, Idaho.

Article II. Purpose

The Boise/Ada County Coalition for the Homeless is a network of individuals and organizations committed to our mission of ending homelessness through education, advocacy, and coordinated services. The Coalition provides a forum for sharing information among members and other entities to help ensure that no individual or family either at risk or experiencing homelessness shall be without proper services or needed assistance.

Article III. Statement of Nondiscrimination

The Coalition shall not discriminate on the basis of race, sex, sexual orientation, gender identity, color, national origin, religion, age, or mental or physical disability in any matter regarding its members, including Executive Committee members.

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Article IV. Meetings

Section 1. General Meetings

1. There shall be at least five (5) general meetings per year.
2. Meetings shall be open to the public.
3. The President or other Executive Committee member(s) so designated by the President shall facilitate meetings.
4. Advance notice of each meeting shall be given and shall include a tentative agenda.
5. Persons requesting to be on the agenda must make a request to the President prior to the mailing of the agenda.
6. If a special meeting is necessary, notice to members, including place and purpose of the meeting, shall be given at least 48 hours in advance.
7. Nominations for Executive Committee candidates for the following year shall be presented at the last general meeting of the year.

Section 2. Annual Meeting

1. This meeting shall be held in December of each year.
2. This meeting shall be open to the public.
3. An Executive Committee member or a member appointed by the Executive Committee shall preside over the election.

4. The purpose of this meeting is to elect Officers and at least one (1) person experiencing homelessness and/or representing people experiencing homelessness. A candidate forum may precede elections. Philosophy, policy matters, and goals and objectives for the next year may be discussed.
5. Notice of the annual meeting shall include criteria for voting.

Section 3. Quorum

Twenty (20) percent of members, including a majority of Executive Committee members (not including vacancies), shall constitute a quorum.

Section 4. Voting

1. Each member shall have one (1) vote.
2. Each organization shall have one (1) representative as its voting member.
3. Members may not send a proxy to vote in their stead.⁽¹⁾
4. Individual members who also represent a member organization are allowed only one (1) vote.⁽²⁾

Article V. Membership

Section 1. Policies

1. Payment or waiver of dues is a prerequisite for membership.
2. All members shall be individuals or organizations who have demonstrated interest in and support for the purposes of the corporation.
3. Individuals within a member organization may hold a separate, individual membership.
4. No member shall receive compensation from the corporation except as reimbursement for out-of-pocket expenses on behalf of the corporation or for professional services duly authorized and performed.
5. Members must receive approval from the President prior to making public statements about the Coalition.

Section 2. Dues

1. Membership will become effective on the 1st of the month following the month in which dues are paid and will remain in effect for a 12-month period.
2. Payments received before the member anniversary date will be applied on the anniversary date.

1) Robert's Rules of Order states: "Ordinarily (Proxy Voting) should neither be allowed nor required because proxy voting is incompatible with the essential characteristics of a deliberative assembly in which membership is individual, personal, and nontransferable."

(2) Robert's Rules of Order states: ONE PERSON ONE VOTE. It is a fundamental principle of parliamentary law that each person who is a member of a deliberative assembly is entitled to one – and only one-- vote on a question. This is true even if a person is elected or appointed to more than one position, each of which would entitle the holder to a vote. For example, in a convention, a person selected as a delegate by more than one constituent body may cast only one vote. An individual's right to vote may not be transferred to another person (for example, by the use of proxies).

3. Waivers may be granted when individuals or organizations are unable to pay dues. Release from dues is at the discretion of the Executive Committee.

Article VI. Executive Committee

Section 1. Composition, Term, Vacancies

1. The Executive Committee shall be composed of
 - a) four Officers—President, Vice President, Secretary, and Treasurer,
 - b) at least one (1) person experiencing homelessness and/or representing people experiencing homelessness, and
 - c) Past President(s) when available.
2. The term of office shall be one (1) year beginning in January of each year or until a successor is elected.
3. A member may resign by submitting a letter of resignation to the remaining Executive Committee members.
4. Candidates for vacancies during the year shall be recruited from the membership by the remaining Executive Committee members and approved by a membership vote. If no members volunteer to serve, non-members may be recruited, but must demonstrate interest in and support for the purposes of the corporation and, if selected, shall become members before service begins.

Section 2. Responsibilities

The Executive Committee

1. Shall manage the affairs of the corporation, including fiscal affairs.
2. Shall review, modify, and approve the corporation's Financial Policies document.
3. Shall approve expenditures or forward proposals for expenditures to membership for approval, according to Financial Policies document.
4. May appoint, coordinate, and oversee the work of committees.

*Dues amounts are listed in the Coalition's Financial Policies Document.

Article VII. Officers

Section 1. Eligibility

1. Paid or waived membership.
2. Demonstrated commitment to Coalition mission and goals. Examples include, but are not limited to
 - a) attending a majority of meetings during the year prior to beginning of term,
 - b) participating in the work of a committee,
 - c) participating in implementation of a Coalition event or other related service.

Section 2. Responsibilities

1. The President shall
 - a) preside at all meetings,
 - b) sign all legal documents authorized by the Coalition,
 - c) coordinate the work of Officers,

- d) perform other duties as may be prescribed in these Bylaws or assigned by the Executive Committee.
- 2. The Vice-President shall
 - a) assist the President,
 - b) serve in the place of the President as may be necessary to carry out the functions and purpose of the Coalition, and
 - c) perform other duties as may be prescribed in these Bylaws or assigned by the Executive Committee.
- 3. The Secretary shall
 - a) maintain records of all proceedings of the Coalition,
 - b) keep the official membership roll,
 - c) send to membership notice of each meeting and conduct the general correspondence of the corporation,
 - d) file reports as required by state or federal law,
 - e) perform other duties as may be prescribed in these Bylaws or assigned by the Executive Committee.
- 4. The Treasurer shall
 - a) maintain an accurate accounting of funds received and disbursed,
 - b) present a statement of account at every meeting and at other times as requested by Executive Committee,
 - c) prepare and issue financial statements as required,
 - d) file reports as required by state or federal law,
 - e) perform other duties as may be prescribed in these Bylaws or as directed in the Financial Policies Document.

Section 3. Removal

Officers may be removed for cause by a majority of the general membership or a 2/3 vote of the Executive Committee, provided a 7-day notice is given before a vote is taken. Cause may include any of the following:

- 1. Use of the position for any activity deemed a conflict of interest.
- 2. Inability to follow through with duties of the position.
- 3. Engagement in behavior that conflicts with the mission and purposes of the Coalition.
- 4. Repeated and unaccounted for absences at regularly scheduled meetings.

Article VIII. Fiscal Year and Financial Policies

The fiscal year shall be a calendar year for purposes of annual reporting, audits, and dues requirements. A Financial Policies document shall be reviewed, modified, and approved by the membership annually.

Article IX. Committees

As the need arises, the Executive Committee shall appoint special or ad hoc committees to serve until the purpose(s) of the committee has been fulfilled.

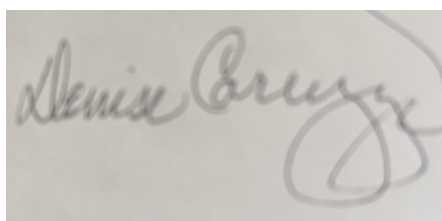
Article X. Amendments to By-Laws

These Bylaws may be altered, amended, or repealed by a resolution receiving a two-thirds (2/3) vote of members present at any duly called Coalition meeting, provided there is a quorum and a 30-day advance notice of the vote.

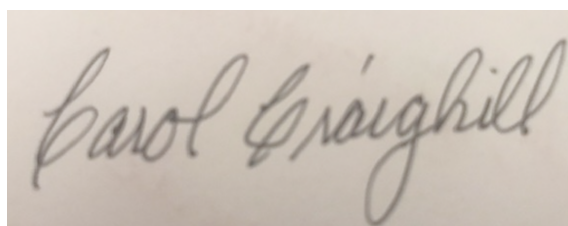
Article XI. Parliamentary Authority

Robert's Rules of Order shall govern the conduct of business in all applicable cases that are not in conflict with these bylaws.

Dated this 8th day of June, 2022 at a duly called Coalition meeting.



Denise Caruzzi, President



Carol Craighill, Secretary