**Commission to Address Homelessness**

**Bylaws**

**THE MISSION:**

The Commission to Address Homelessness is dedicated to providing and promoting an effective countywide response to preventing and ending homelessness through comprehensive coordination and guidance in alignment with the County of Orange Homeless Service System Pillars. By facilitating a unified strategy, the Commission to Address Homelessness empowers government and private sector partners to address homelessness collaboratively.

**ARTICLE I: NAME, PURPOSE, AND FUNCTIONS**

A. The name of this organization shall be the Commission to Address Homelessness, hereinafter referred to as "Commission." It is established pursuant to Resolution #18-007 approved by the Board of Supervisors (hereinafter referred to as "BOS").

   1. The Members of the Commission are approved by the County of Orange (hereinafter referred to as "County") BOS as outlined in Article II.

   2. The official office location and mailing address of the Commission shall be:
      c/o Executive Director, County Administration North, 400 W Civic Center Drive, 3rd Floor, Santa Ana, CA 92701.

B. The purpose of the Commission is to:

   1. Work with public and private stakeholders to promote effective responses to preventing, addressing and ending homelessness within Orange County in alignment with the County of Orange Homeless Service System Pillars, which are prevention, outreach and supportive services, shelter and housing.

   2. Act as an advisory Commission to the BOS on policies and procedures pertaining to homelessness, having no independent authority to act on matters such as legislation, funding or lobbying.

   3. Foster regional leadership and establish partnerships for the purpose of identifying strategies and initiatives to address homelessness within Orange County.

   4. Facilitate communication, coordination and collaboration between public and private stakeholders regarding effective and efficient homelessness prevention and homeless service programming.

C. In accordance with the County's initiatives to address homelessness, the functions of the Commission are as follows:

1. Ensure the philosophy and principles of the Commission are shared and incorporated throughout the Homeless Service System by promoting regional understanding of the complex dynamics underlying homelessness through informed discussions and analysis.

2. Identify gaps in services and resources in Orange County's System of Care and Homeless Service System for people at risk of experiencing homelessness and people experiencing homelessness.

3. Identify, evaluate and recommend strategies to respond to homelessness through review of innovative and/or existing best practices by considering regional policies, social policies and systemic change.

4. Make recommendations to the BOS to promote effective responses to homelessness, in support of addressing gaps in services and resources, improving system efficiencies, facilitating regional collaboration, and encouraging best practices.

5. Support the Office of Care Coordination by providing knowledgeable insights through transparent collaboration.

6. Collaborate with the Continuum of Care (CoC) Board.

7. Support homelessness prevention efforts to keep people stably and permanently housed.

8. Conduct research, evaluation, and education related to its purpose, including collecting information related to people at risk of homelessness, people experiencing homelessness, and Orange County's System of Care.

9. Prepare and submit an annual report to the BOS which shall present the Commission's activities and accomplishments in the preceding year.

10. The Commission is an advisory body to the BOS and does not adopt policies; review or approve individual agency or department staffing and/or budgets; or mandate a course of management services by any agency or department or direct agency or department work.

D. 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 nineteen (19) voting seats. The voting Members of the Commission shall be appointed by a majority vote of the BOS. Except as provided in paragraph

B, all Members of the Commission shall be residents and registered voters in the County of Orange. The membership of the Commission shall be comprised of the following categories of community stakeholders:

1. Voting Members:

    a. One (1) individual who currently serves as an elected municipal official or a City Manager in the North Service Planning Area.

    b. One (1) individual who currently serves as an elected municipal official or a City Manager in the Central Service Planning Area.

    c. One (1) individual who currently serves as an elected municipal official or a City Manager in the South Service Planning Area.

    d. One (1) philanthropic leader funding solutions to address homelessness in Orange County.

    e. One (1) business representative.

    f. One (1) representative who is an affordable housing development expert.

    g. One (1) representative of the Orange County Sheriff-Coroner Department in a leadership and/or command level role with knowledge of the Orange County's System of Care.

    h. One (1) individual who currently serves as the Chief of Police in an Orange County city.

    i. One (1) hospital representative with an expertise in the local hospital emergency room treatment and discharge system.

    j. One (1) behavioral health representative with an expertise in services for people experiencing homelessness with mental health and substance use disorders.

    k. One (1) representative of the faith-based community.

    l. Two (2) members of the Board of Supervisors.

    m. One (1) member who is at-large.

    n. One (1) individual elected to serve as the Orange County District Attorney.

    o. One (1) representative from a Medi-Cal Managed Care Health Plan.

    p. Two (2) individuals who currently serve on the CoC Board.

q. One (1) individual who has current or past lived experience of homelessness.

2. Non-Voting Members:

a. Other System of Care and Homeless Service System stakeholders may be invited to participate at the discretion of the Chairperson and Vice Chairperson as non-voting members.

B. The BOS may, if it finds that the best interests of the County will be served, waive the voter registration and residency requirement of paragraph A.

The Commission shall establish a Membership Committee to recruit, evaluate, and make recommendations for appointments to the Commission to be submitted to the BOS for final approval. When evaluating Commission Members for BOS consideration and approval, the Membership Committee should render an executive level individual that is highly regarded in his/her respective field and community due to his/her knowledge, expertise, achievements, leadership, and commitment to address homelessness within Orange County. If so directed by the Commission, the Membership Committee may seek nominations from community-based professional associations and committees, as appropriate, to nominate for vacancy consideration.

## ARTICLE III: TERMS OF OFFICE

A. The voting Members of the Commission shall have the following terms of office:

1. Member's term of office shall be two (2) years. No person may serve as a Member for more than two (2) consecutive full terms beginning after the adoption of the revised Bylaws, unless otherwise stated by details within the membership seat.

2. Appointments made to fill a vacancy left by a Member before the expiration of the term of that Member shall be for the remaining term of that Member.

3. A Member, who has not been reappointed or replaced at the expiration of his or her term, shall serve as a member of the Commission until reappointed or replaced.

B. Non-voting Members of the Commission shall only serve at the discretion of the Chairperson and Vice Chairperson.

## ARTICLE IV: STAFFING SUPPORT

A. A minimum of one full-time Executive Director with staff support from the Orange County Office of Care Coordination shall be required to support the Commission's work. The Executive Director will be responsible for facilitating an active flow of communication and coordination with the Commission. Additionally, the Executive Director will also be responsible for engaging and updating other

countywide homeless service groups and other stakeholders on the progress of the Commission's efforts.

B. For the purposes of the Commission, the Orange County Clerk of the Board of Supervisors is the Clerk of the Commission. The Clerk's duties are to prepare all the Commission agendas with related materials, maintain any meeting minutes in accordance with the Ralph M. Brown Act, and with the assistance from the Orange County Office of Coordination perform any other Commission-related administrative matters.

**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, a quorum being present. Appointment shall be held annually during the Commission's first meeting of each calendar year. 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/her designee may represent the Commission at public functions.

    d. Term of the Chairperson shall be for one year. No person, except a member of the BOS, may serve as Chairperson for more than three (3) consecutive terms. No person, except a member of the BOS, may serve simultaneously as Chairperson for two (2) or more board, commission, or committee that is subject to the jurisdiction of the BOS.

2. Vice-Chairperson

    a. The Vice-Chairperson shall be appointed by the majority of the Commission, a quorum being present. Appointment shall be held annually during the Commission's first meeting of each calendar year.

    b. The Vice-Chairperson shall perform the duties of the Chairperson in his/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.

    d. The term of the Vice-Chairperson shall be for one year.

**ARTICLE VI: DUTIES OF MEMBERS**

A. Members shall attend meetings of the Commission and committees to which they are appointed. The Commission shall routinely review Member attendance at the Commission and committee meetings.

B. Members shall notify the Chairperson of the Commission of any expected absence for a meeting by 5:00 P.M. 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 and/or the Orange County Clerk of the BOS.

C. Members shall comply with the County Equal Employment Opportunity (EEO) and Anti-Harassment Policy and Procedures.

D. Members shall comply with the County Code of Ethics.

E. Members shall discharge their duties strictly within their scope of duties as stated in these bylaws.

F. Members shall guide and inform the actions of the Commission by providing advice on recommendations, policies, and strategies which address homelessness.

G. Members shall contribute their feedback and expertise when identifying gaps in services and resources of the homeless services system in Orange County.

H. Members shall work collaboratively with the Office of Care Coordination to facilitate the work and initiatives of the Commission.

I. Members shall support safe space for engagement and respectful dialogue and act in an equitable and inclusive manner to encourage participation in discussions at the Commission and committees.

J. Members shall share local and professional perspectives and experiences with the Commission to expand the collective understanding of homelessness issues facing Orange County and local communities and inform discussions and decisions.

K. Members shall support opportunities for alignment and connection among County, multidisciplinary, and local systems addressing homelessness that are creative and responsive to the needs of the target population.

L. Throughout the course of their term, Members shall periodically provide the Commission with updates on efforts, resources, and collaboration they are participating in outside of their role as Commissioner to achieve the mission of the Commission, as well as seek partnership, coordination, and guidance on those efforts.

M. Members shall be ambassadors in the Orange County community ensuring the philosophy and principles of the Commission are shared and incorporated throughout the Homeless Service System.

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

A. The BOS may, at any me and without cause, remove any Commission Member from office by majority vote of the BOS.

B. Resignation of Commission Members shall be effected by a written letter of resignation submitted to the Chairperson of the Commission and to the BOS.

**ARTICLE VIII: COMMITTEES AND SUBCOMMITTEES**

A. Ad Hoc Committees

1. The Chairperson of the Commission may establish Ad Hoc Committees, comprised of less than a quorum of the Commission, to accomplish time-limited tasks that support the goals of the Commission.

2. The terms of the appointment for the Ad Hoc Committee are for the period of time required to fulfill the Ad Hoc Committee's purpose.

3. Ad Hoc Committees may be established to serve as a resource to assist in the functions of the Commission.

B. Subcommittees

1. The Commission may establish subcommittees to accomplish the purposes and functions set forth in Article l.

2. Subcommittees will be comprised of less than a quorum of the Commission and may include other knowledgeable individuals who are not Commission members. Said individuals shall be subject to the conflict-of-interest statutes, regulations, ordinances, bylaws, and guidelines.

3. Subcommittee appointments, roles, responsibilities, and authority will be determined by the Chairperson of the Commission.

C. Ad Hoc Committees and Subcommittees shall have no independent authority and shall be limited to exercising only those specific functions granted to them by the Commission.

D. Ad Hoc Committees and Subcommittees shall have no independent authority to commit the Commission to any policy or action without the prior approval of the general membership of the Commission.

**ARTICLE IX: MEETINGS AND ACTIONS**

The Commission shall meet bi-monthly (every other month) but no less than three times per year to receive reports on progress made on each of the goal areas set forth by the County of Orange. The initial meeting shall take place once the bylaws have been approved by the BOS.

A. The Commission shall, at its first meeting of each year, adopt a schedule of regular meetings and transmit that schedule in writing to all Members, the BOS, and the public at large.

B. All Commission meetings, including special meetings, shall be open, public and noticed in conformance with the provisions of the Ralph M. Brown Act, California Government Code Sec on 54950 et seq., as amended, and shall be 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.

    1. Notice of special meetings shall be delivered to 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 meetings are as follows:

    1. Quorum requirements are as follows:

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

    2. Voting Majority – Decisions and acts made by majority vote of the voting 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 Commission meeting, six (6) voting 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 abstains, the motion passes.

3. Voting by Proxy – Members of the BOS and the Orange County District Attorney who serve as Members may designate a substitute to attend a Commission meeting on their behalf and vote on any action item by submitting the Member's signed proxy to the Chairperson at the start of the meeting.

4. Minutes of the Meeting – The Secretary shall prepare the minutes for each meeting of the Commission and publish for the public at large.

**ARTICLE X: CONFLICT OF INTEREST**

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 Member on a matter under consideration by the Commission 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.

**ARTICLE XI: AUTHORITY**

Parliamentary Authority – The latest available edition of Robert's Rules of Order shall govern the meetings of Commission and its 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.

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

A. Adoption – Affirmative vote of at least fifty percent plus one (50% + 1) of those voting, a quorum being present, shall be required to propose changes to these Bylaws.

B. Amendments

1. Any Member of the Commission may propose amendments to these Bylaws.

2. Proposed amendments shall be submitted in writing and made available to each Member of the Commission not less than five (5) days prior to consideration before a vote can be taken.

C. All amendments to the Bylaws must be approved by the BOS and shall become effective only upon approval by the BOS.

**ARTICLE XIII: 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 XIV: 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.