

CATCH BY-LAWS
Central Arkansas Team Care for the Homeless
A Non-Profit Organization
(Revised – November 2012)

ARTICLE I – NAME

The name of this Organization shall be the Central Arkansas Team Care for the Homeless, hereafter referred to as *CATCH*. *CATCH* is a non-profit member organization.

Upon dissolution of the organization, any remaining funds or assets are given to a homeless related entity within the State of Arkansas.

ARTICLE II – MISSION

The mission of CATCH is to provide a community-based system designed to empower the homeless or those at risk of homelessness to access housing and services that meet their needs.

ARTICLE III – MEMBERSHIP

SECTION I: MEMBERSHIP

Membership: CATCH will have a single class of members comprised of the following two categories:

- A. Individual Members: Persons who are homeless and/or concerned with the care and treatment of the poor and homeless.
- B. Organizational Members: Members may include organizations determined to be interested in, or concerned with the care and treatment of the poor and homeless.

SECTION II: RIGHTS OF MEMBERS

- A. Admission: Membership is open to all. Requests for membership may be directed to any Director.
- B. Members may attend the quarterly membership meetings of CATCH.
- C. To vote on issues brought before said membership.
- D. Members may serve on CATCH committees at the invitation of the Committee Chair.
- E. After one year of service, members are eligible for election to the CATCH Board of Directors.

SECTION III. DUTIES OF MEMBERS

- A. To support the goals and objectives of CATCH.
- B. To participate in the activities of CATCH.
- C. To pay annual membership dues as established by the Board of Directors.

- D. To be a member of good standing (good standing is defined as having attended at least 50% of the membership meetings in the past year and actively serving on at least one CATCH committee.)

SECTION IV: MEETINGS OF MEMBERS

- A. Members of CATCH shall meet at least quarterly.
- B. Special meetings of the Members may be called by the President or by written petition to the President signed by at least 5 (five) members.
- C. Members will be notified at least 24 (twenty-four) hours in advance on special called meetings.

SECTION V: MEMBERSHIP DUES

- A. The Board will set membership dues annually with recommendation and approval from the membership.
- B. Membership dues may be waived at the discretion of the Board.

ARTICLE IV

SECTION I: MEMBERSHIP

- A. All activities of CATCH shall be under the supervision of the Board of Directors, and must conform to the United States tax code, and rules and regulations of the Internal Revenue Service and the laws of the State of Arkansas concerning nonprofit organizations.
- B. Directors must be organizational or individual members of CATCH for a minimum of 1 (one) year.
- C. The CATCH Board will be comprised of at least 13 (thirteen) Directors and will be elected annually by the Board of Directors of CATCH. The CATCH Board of Directors will include two ex officio positions designated for the Chair of the Commission on Homelessness and the Ten Year Plan Homeless Coordinator. The two ex officio positions will exercise the same rights and responsibilities of any elected member of the CATCH Board of Directors including voting and serving as committee chair or other assigned responsibility.
- D. Directors may serve up to 5 (five) one-year consecutive terms. If it should become necessary for continuity, the CATCH membership may vote to extend a Board of Directors term of eligibility from 5 (five) to 6 (six) years.
- E. The CATCH Board of Directors will meet at least monthly except for months in which there is a General Membership meeting.
- F. Board of Directors nominations will take place during the *Month of August* CATCH membership meeting. Elections of the Board of Directors will be held during the *November CATCH membership meeting, and will be for one-year terms, beginning on the convening of the next Board Meeting.*
- G. The Board will make an active effort to seek diversity among its Directors, and shall not discriminate based on race, ethnicity, gender, age, religion, or sexual orientation.
- H. Each Director must serve on at least one committee, not including the Executive Committee.
- I. The Board will have the authority to remove any Director by a majority vote of those present at a duly constituted meeting of the Board.

- J. Directors must attend at least 50% of the regularly scheduled board meetings per year, unless excused by Board President.
- K. To assure community participation, coordination and networking, two ex officio positions will be designated for the Chair of the Commission on Homelessness and the Ten Year Plan Homeless Coordinator. These CATCH memberships are afforded all rights and privileges of CATCH individual or organizational affiliated membership with exception as serving as a CATCH Officer.
- L. Only one person from each organization may vote on any item that comes before CATCH.

SECTION II: OFFICERS

- A. The President shall be the principal Executive Officer of CATCH and will coordinate and facilitate all business and affairs of CATCH. The President will preside at all meetings of the Members and the Directors and will perform all other duties as may be assigned by the Directors.
- B. The Vice President will, in the absence of the President or in the event of an inability or refusal to act, perform these duties and will have the powers of and be subject to all the restrictions of the President. The Vice President will perform all other duties as may be assigned by the President or by the Directors.
- C. The Secretary will keep minutes of meetings; ensure that all notices are given in accordance with the provisions of the By-laws; maintain the corporate records, keep and update a register of the mailing addresses of all members and directors, and perform all duties incident to the office of Secretary and other duties assigned by the President or by the Directors.
- D. The Treasurer shall have the charge and custody of, and be responsible for, all the fund and securities of CATCH. The Treasurer shall receive, deposit, and provide receipts for all money due and payable to CATCH, keep a record of dues paid by each member of CATCH; submit regular financial reports to the Board and perform all other duties incident to the office of Treasurer and other duties as may be assigned by the President or its Directors.
- E. The Parliamentarian shall be familiar with *Robert's Rules of Order, Newly revised*, and see that they are appropriately followed. The rules contained in the current edition of *Roberts Rules of Order Newly Revised* shall govern CATCH in all cases to which they are applicable and in which they are not inconsistent with the bylaws of CATCH and any other special rules of order CATCH may adopt.
- F. The Past President shall be an ex officio member of CATCH and provide continuity to the Board and its officers.
- G. The Officers of CATCH will be elected annually by the Board of Directors at the January meeting of the Board.

SECTION III: NOMINATIONS AND ELECTIONS

- A. *Nominations for Directors can be submitted by any member of CATCH and shall be given to the Nominating Committee at least 30 (thirty) days prior to the election meeting. The Nominating Committee will accept for review the submitted nominees and prepare a ballot of nominees published 30 (thirty) days prior to the November general membership meeting. The Nominating Committee will present this ballot of nominees for voting by the membership during the November general membership meeting. (Approved November 9, 2012)*
- B. Candidates will be voted on at the quarterly meeting of members. Members who have not been a member for at least one year are ineligible to vote.

- C. Vacancies will be filled by the vote of a majority of the members present at the next quarterly meeting. All Directors elected to fill vacancies will serve until the next annual election. A candidate from the outgoing member's organization will be proposed to the general membership for election. If no candidate from the organization is available to fill the vacancy, vacancies will be filled by a vote of a majority of the members present at the next quarterly meeting.
- D. To vote in any election, members have to be in good standing.

SECTION IV: MEETINGS

- A. The Board will meet at least 6 (six) times a year at times and places to be determined by the President with the consent of the Directors.
- B. Special meetings of the Directors may be called by the President or by written petition to the President signed by at least 5 (five) Directors.
- C. Notice of all regularly scheduled Board meetings will be communicated to the Directors at least 7 (seven) days in advance of the meeting date.
- D. Directors should make every effort to attend all scheduled Board and quarterly CATCH membership meetings. Directors must inform the President of extenuating circumstances preventing their attendance and also inform the President of his/her designated representative.

ARTICLE V – COMMITTEES

SECTION I:

CATCH will have the following standing committees:

- A. **Executive Committee** – *CATCH Officers*
The Executive Committee acts on behalf of the board of directors when necessary. All actions taken by Executive Committee require Board of Directors ratification.
- B. **Nominations Committee** – *One Board Member and Two General Members all to be appointed by the President.*
Accept nominations for Directors from the general membership and prepare a ballot for voting on new directors. Prepare a slate of officers for the Board to vote on each year
- C. **Bylaws Committee** – *Parliamentarian, Secretary, and one Member from the General Membership, all to be appointed by the President.*
Reviews by-laws periodically for relevance, drafts needed additions to by-laws for review/approval by membership.
- D. **Financial Committee** – *Treasurer and Two Board Members to be appointed by the President*
(Assume financial responsibilities under envisioned broader role of CATCH in the future as grantee and broker of services and resources)

- E. Public Policy and Community Awareness** – Five Members from either the Board or General Membership with Chairman from Board all to be appointed by President
- Prepare and disseminate general information on homelessness to the broader community and information concerning CATCH and its activities
 - Review and dissemination of federal, state and local legislative and Public Policy affecting homelessness and CATCH
 - Prepare Public Policy Position Papers, Articles and/or other materials on behalf of CATCH and its membership
- F. Plan Committee (McKinney-Vento Homeless Program)** – Five Members composed of Chairman and Four Subcommittee Chairs all to be appointed by President
- Prepare and Oversee Annual CATCH Work Plan
 - **Exhibit One Subcommittee** – Five Members chaired by Board Member appointed by President with remaining subcommittee membership selected from Board and General Membership. Other Catch members and interested parties will be invited to participate in the work of the subcommittee.
 - **HIMIS and Data Management Subcommittee** – Five Member committee chaired by Board Member appointed by President with remaining membership selected from Board and General Membership. HIMIS users will constitute a users advisory group and network for communication, training and technical assistance purposes.
 - **Need Assessment and Annual Count Subcommittee** - Five Member committee chaired by Board Member appointed by President with remaining membership selected from Board and General Membership. Other CATCH Members and interested parties will be invited to participate in the work of the subcommittee including the community wide homeless count and other needs assessment activities and tasks.
 - **Proposal Review and Ranking Subcommittee** – Three Member committee chaired by Board Member appointed by the President with remaining membership selected from Board membership. The subcommittee will select a review and ranking workgroup to carry out the review and ranking of proposals associated with the annual CATCH application to HUD
- G. Monitoring and Evaluation Committee** - Five Members from either the Board or General Membership with the Chairman from Board and all appointed by President. Committee Chairman and Majority of Committee Membership will be recruited from non-applicant HUD SHP CATCH participants.
- Grantee Monitoring and Oversight
 - In concert with the local HUD office, establish procedure for grantee monitoring with HUD
 - Evaluate and report accomplishment of CATCH annual goals and anticipated outcomes
 - Receive and consider Annual Progress Reports and HUD reviews of Grantee performance
- (HUD SHP grantees will be recruited for technical assistance support for the committee membership.)

- H. Membership and Training Committee - Five Members from either the Board or General Membership with Chairman from Board with all appointed by President**
- Establish and monitor CATCH general membership criteria
 - Recruit CATCH membership
 - Prepare and conduct membership orientation
 - Solicit and arrange educational presentations for the general membership meetings
 - Arrange other special workshops or presentations as requested by Board of Directors
 - Represent the CATCH in statewide conference program development activities
- I. Grievance Committee - A special ad hoc committee to be appointed by the Chairman to review and investigate complaints recognized and declared by the Board to be a grievous matter. The Grievance Committee will be chaired by the Parliamentarian unless named in the complaint and two members of the Board with one member recommended by the complaining party/organization. The President will appoint each member of the Committee.**

The special ad hoc committee will seek to resolve the grievance and conclude its work with a written report to the Board of Directors. The Board of Directors will either accept the written report or refer the matter back to the special ad hoc committee for further consideration. Acceptance of the special ad hoc committee's written report by the Board of Directors will consider the work completed.

- J. Other Special Appointed Committees or Ad Hoc Work Groups**
Established by a Board recommendation and Membership Approval by majority vote in accordance with CATCH Bylaws.
- K. Other Special Committees or Ad Hoc Workgroups**
Other special committees and workgroups can be established by Board action with each group to be chaired by a Board Member appointed by the President.

SECTION II:

The Board or Executive Committee may create and dissolve ad hoc committees as necessary.

SECTION III:

The President and the Board Development Committee will appoint committee chairs from the Board of Directors.

SECTION IV:

The terms of the committee chairs will be for 1 (one) year. The Committee chairs may serve for no more than 3 (three) consecutive terms.

SECTION V:

Committee chairpersons, with the approval of the Executive Committee will appoint the committee members.

SECTION VI:

All committees will maintain written records of meetings and should file reports to the Directors at regularly scheduled board meetings.

ARTICLE VI – PARLIAMENTARY AUTHORITY

SECTION I:

The rules contained in the current edition of *Robert's Rules of Order, Newly Revised* will govern CATCH in all cases to which they are applicable and in which they are not inconsistent with the By-laws and any special rules of order that CATCH may adopt. CATCH will use consensus as the primary vehicle for decision-making whenever possible.

SECTION II:

A quorum will consist of 1/3 (one-third) of the Board membership.

SECTION III:

The Directors, in transacting business, may act by vote of a majority present at any duly constituted Board meeting except where noted otherwise.

ARTICLE VII – MANAGEMENT OF FUNDS

SECTION I:

CATCH funds will be deposited in banks, trust companies or other depositories as the Board of Directors may select. All checks to be withdrawn must have the signature of the President and the Treasurer.

SECTION II:

The Board may authorize the President and the Treasurer to enter into contract or execute and deliver any contract or other instrument in the name of and on behalf of CATCH. Such authority may be general or confined to specific instances with the approval of the Board.

- A. All checks, drafts and other evidence of indebtedness issued in the name of CATCH must be signed or endorsed by the President and the Treasurer of CATCH.
- B. CATCH funds may not be loaned to any Director or Members, or to any corporation, firm, association or other entity in which they are a director or officers, or hold a substantial financial interest.

SECTION III:

The Board with approval of the membership has the authority to appoint/hire an Executive Director for the organization who will perform such functions as recommended by the Board.

SECTION IV:

The Board may accept on behalf of CATCH any contribution, gift, bequest, or device for the general purposes or for any special purposes of CATCH only where the acceptance and disposition of any gift is strictly in accordance with the limitation for the By-laws.

SECTION V:

The books and records of CATCH will be made available to members for inspection, within 5 (five) working days after a request is made to the President.

ARTICLE VII – AMENDMENTS

SECTION I:

Amendments may be proposed by the Board or upon petition of any 10 (ten) members addressed to the Board. The Membership and Board Development Committee must present in writing, 30 (thirty) days before a vote is taken, all proposed amendments to the CATCH membership for review, comments and approval.

SECTION II:

These By-laws may be amended by the Membership at any scheduled or special meeting provided that at least 30 (thirty) days prior notice, in writing, has been given to Membership.

SECTION III:

Absentee ballots will be provided on request to the President, and must be received by the Secretary at least 5 (five) days before the meeting at which the vote is to be taken.

SECTION IV:

The By-laws may be altered, amended, or repealed and new By-laws may be adopted by concurring vote of a majority of the Membership present.