



Advisory Board Bylaws

Article I

Name and purpose

Section I

South King Housing and Homelessness Partners (SKHHP) was formed on January 1, 2019 by Interlocal Agreement among the jurisdictions of Auburn, Burien, Covington, Des Moines, Federal Way, Kent, Normandy Park, Renton, Tukwila, and King County.

Section II

SKHHP is governed by an Executive Board composed of either an elected official or City Manager/Administrator for each city and the King County Executive, or their designated representative. The SKHHP Interlocal Agreement calls for the establishment of a SKHHP Advisory Board to provide advice and recommendation to the Executive Board on land and/or money resource allocation for affordable housing projects, input on policy needs related to housing stability, program design and development, recommendations for emergency shelter and other immediate affordable housing needs, and to provide public education and community outreach services.

Section III

SKHHP's mission is to work together and share resources to increase available options for South King County residents to access affordable housing and preserve existing affordable housing stock. SKHHP's objectives include sharing technical information and resources to promote sound housing policy, coordinating public resources to attract greater private and public investment, and providing a unified voice for South King County.

Article II

Advisory Board

Section I: Duties of the Board

SKHHP is committed to amplifying and ensuring community voices inform policy, programming, and funding decisions that help increase housing stability throughout South King County. The purpose of the Advisory Board is to:

- A. Provide connection and advancement of the broader interests of local communities.
- B. Inform and influence SKHHP Executive Board decisions by drawing on collective knowledge and experience to provide recommendations to the Executive Board on land and/or money resource allocation for affordable housing projects, policy needs related to housing stability, program design and development, emergency shelter and other immediate affordable housing needs, and to provide public education and outreach.
- C. Strengthen Executive Board, staff workgroup, and other interested parties' understanding of community needs and interests related to affordable housing and homelessness in South King County.

Section II: Composition

The SKHHP Advisory Board (not including alternates) will consist of not more than fifteen (15) and not less than twelve (12) community members with knowledge and understanding of affordable housing and homelessness issues in South King County, appointed by the SKHHP Executive Board.

SKHHP will strive to ensure that the Advisory Board collectively represents equal demographic distribution across South King County jurisdictions and incorporate the following knowledge and experience:

- A. Affordable housing/nonprofit housing developers
- B. Tenant rights educators and advocates
- C. Personal and/or professional knowledge of homelessness
- D. Affordable rental and homeownership housing finance expertise
- E. Experience and knowledge of South King County communities and community-based organizations and/or local and regional governance structures

Section III: Board Representation

SKHHP recognizes the history of institutional racism in systemically marginalizing Black, Indigenous and people of color (BIPOC) communities who continue to be disproportionately affected by housing insecurity and homelessness. BIPOC communities are disproportionately represented in people experiencing homelessness and housing insecurity and are currently and historically underrepresented in positions of power. An estimated 45% of South King County residents identify as BIPOC. SKHHP is committed to elevating the voices of BIPOC community members and will prioritize BIPOC representation on the Advisory Board that reflects the population of BIPOC communities in South King County.

Advisory Board members may be appointed as an individual or as a representative of an organization. All Advisory Board members and alternates must meet the following qualifications:

- A. Live, work, or be affiliated with service provisions within the South King County region
- B. Interest in collaboratively working in a team setting with various community and government stakeholders
- C. Personal and/or professional commitment to understanding and working to undo the impacts of institutionalized racism and disparities experienced by BIPOC communities
- D. Personal and/or professional expertise, and affiliation with agencies, coalitions, organizations, or networks from/or serving the following communities:
 1. Low-income households
 2. Immigrant and refugee populations
 3. People living with disabilities and/or behavioral health needs
 4. People experiencing homelessness or housing insecurity including the following population groups:
 - a. Aging adults/seniors
 - b. BIPOC
 - c. LGBTQ+
 - d. Multigenerational households
 - e. People with a criminal history
 - f. Veterans
 - g. Youth

Section IV: Alternates

Advisory Board members representing an organization may work with their organization and SKHHP staff to appoint one alternate that meets the qualifications in Section III to serve in the temporary absence of a regular board member. Alternate members may attend no more than 25% of Advisory Board meetings in a calendar year on behalf of the primary member.

During the absence of a member for whom the individual is an alternate, the alternate shall act in the place of such member.

Section V: Terms

Advisory Board members shall serve for a term of four (4) years, with a limit of two (2) consecutive terms. Membership is entirely voluntary, and members retain the right to resign from their position at any time and for any reason. In the event of a vacancy, the

Advisory Board may assist SKHHP Staff in the identification, recruitment, and recommendation of new members for appointment by the SKHHP Executive Board.

Section VI: Decision Making

Consensus decision-making consists of a cooperative process for making decisions in which everyone consents to the decisions of the group. In this process, input is encouraged from everyone. Ideas are presented to the board and are modified by the board until a decision is unanimously made.

All board decisions will be made through the consensus process. In the event that, after a prolonged discussion of an issue, a consensus cannot be reached, the following options are available:

- A. Table the issue with the goal of revisiting the discussion and coming to a decision during the next meeting
- B. Using a simple majority, take a vote to decide if the group is comfortable taking a vote. If yes, the vote on the item in question must pass by two-thirds majority vote. If option B is activated and the initial vote does not pass by simple majority, option A must be utilized.
- C. If the Advisory Board is not able to reach a decision using the process identified in this section, the Advisory Board may opt to move the item forward to the Executive Board without a recommendation.

A quorum must be present for meetings to be consistent with the Open Public Meetings Act.

Quorum is defined as follows:

Number of active Advisory Board Members	12	13	14	15
Quorum	7	7	8	8

Section VI: Vacancies/removal/replacements

Members serve as volunteers in an advisory capacity with eligibility for compensation; however, a member may be removed from the Board under any of the following circumstances:

- A. Removal for excessive absenteeism
 1. Each member is expected to demonstrate interest in the board's activities through the member's participation in the scheduled meetings

2. If a member has three (3) consecutive absences from the meetings, SKHHP staff shall notify the member in writing in an effort to ensure full participation in the board
3. Members with four (4) consecutive absences or more than six (6) meetings within one year will be recommended for removal to the SKHHP Executive Board

B. Removal for cause

1. A member may be removed for cause for any conduct by a member, which in the opinion of the SKHHP Advisory Board and SKHHP staff violates group agreements and is inappropriate, unsuitable, or harmful and which adversely affects, lowers, or destroys the respect or confidence of SKHHP in the ability of the member to perform their duties as a member of the board, or conduct which brings disrepute or discredit to the board or to SKHHP
2. Wrongdoing, neglect of duty, or inability to perform his or her official duties

C. Procedure for Removal

1. Upon recommendation by the Advisory Board, an Advisory Board member may be removed by a majority vote of the full Executive Board.

Section VII: Compensation

Advisory Board members are eligible to receive compensation if they are not already receiving compensation for their time by their employer. Receiving compensation is voluntary and advisory board members may choose to opt out of receiving compensation at any time.

Advisory Board members eligible for compensation will receive \$75 per meeting for in person attendance and \$50 per meeting for remote attendance of Advisory board meetings and for serving as the liaison at one Executive Board meeting per year. Advisory Board members will be considered present at a meeting if they attend the majority of the meeting.

Compensation will be submitted by SKHHP Staff quarterly for payment.

Article III

Officers

Section I: Officer Positions

Advisory Board Officers may be appointed. In the absence of Advisory Board Officers, SKHHP staff will act as meeting chair and facilitate meetings.

SKHHP staff will provide administrative support to the Advisory Board including preparing meeting agendas, taking meeting minutes, and other tasks as needed.

Section II: Executive Board Liaison

In order to support the work of relationship building between the Advisory Board and the Executive Board, each month a different SKHHP Advisory Board member will be designated as the Executive Board liaison. The liaison duties include attending the Executive Board meeting and reporting back to the Advisory Board at the following meeting. The expectation is that all Advisory Board members will participate with a monthly rotation.

Article IV

Meeting of the Advisory Board

Section I: Frequency

The board will meet as often as it deems necessary but not less than quarterly.

Section II: Attendance

In order for an Advisory Board member to be considered a participating member of the board, the member must not miss four (4) consecutive meetings or more than six (6) out of twelve (12) meetings annually (50% of the annual meetings held). Reasonable accommodations will be provided to any member of the board upon request. Absences will be considered excused when communication of intended absence is delivered to SKHHP staff in advance of the missed meeting and with as much advance notice as possible.

Section III: Records

Record will be kept by SKHHP staff. SKHHP staff will keep records of the minutes during board meetings and also of the actions taken by committees of the board. Records can be accessed by all board members through SKHHP staff.

Article V

Committees

Section I: Composition

Committees will be created and defined on an as needed basis and would never represent a quorum of the group.

Article VI Procedures

Section I: Quorum

A quorum at any meeting of the board will consist of the board members who represent a simple majority of the Board's membership. Board members may participate in any meeting by phone or video conferencing for all purposes, including but not limited to voting and establishing a quorum.

Section II: Rules of Procedure

Consensus process occurs as follows:

- A. Facilitator asks for someone to make a proposal
- B. Notetaker captures the proposal so everyone can see it
- C. Person making the proposal also explains their reason for making the proposal, provides an example, and restates it
- D. Facilitator asks for clarifying questions and concerns, which creates an opportunity to reshape the proposal
- E. If proposal is reshaped, it must be restated
- F. Facilitator asks for any remaining concerns
 1. Objections / Stand Asides
 - a. Defined as not member's preference but proposal does not pose a risk to group's mission or ability to do work and therefore does not prevent proposal from moving forward
 2. Blocks
 - a. Defined as blocking consensus because something about the proposal undermines the group and risks the group's ability to do work and stay in alignment with mission
- G. If none, consensus is achieved using verbal or visual indicators

Section III: Agenda

Agendas will be distributed by SKHHP staff one week prior to meeting.

Section IV: Motions and Voting

No action may be taken except at a meeting where a quorum exists. Proxy voting is not allowed.

Section V: Conflict of Interest

Board members must disclose, to the best of their knowledge, all potential conflicts of interest as soon as they become aware of them and always before any actions involving the potential conflict of interest are taken. Board members will be prohibited from voting on any matter in which there is a conflict of interest. A potential conflict of interest arises when a board member stands to benefit from an action the Advisory Board takes or has another interest that impairs, or could be seen to impair, the independence or objectivity of the Advisory Board. The minutes of any board meeting at which a matter involving a conflict of interest or potential conflict of interest was discussed or voted upon shall include: the name of the interested party and the nature of the interest, and the decision as to whether the interest presented a conflict of interest. Potential conflicts of interest may include situations in which a board member or a board member's relative or business:

- A. Has an ownership or investment interest in any third party that the board is considering dealing with;
- B. Serves on the board or, participates in the management of, or is otherwise employed by or volunteers with any third party that SKHHP does business with or is considering doing business with;
- C. Receives or may receive compensation or other benefits in connection with a transaction into which SKHHP enters;
- D. Receives or may receive personal gifts or loans from third parties doing business with SKHHP;
- E. Has a close personal or business relationship with a participant in a transaction being considered by SKHHP;
- F. Would like to pursue a transaction being considered by SKHHP for their personal benefit.

Section VI: Open Public Meetings Act

SKHHP Advisory Board business is subject to the Washington State Open Public Meetings Act (Chapter 42.30 RCW).

Article VII

Amendments

Section I: Process to Amend Bylaws

Amendments to the Bylaws can be made through the consensus decision-making process by the board as outlined in Article II; Section VI.