

DRAFT EXCERPT

Highlights = changes agreed upon 6/24/24

Appendix A - CoC Governing Board Operations

Voting Process

The decision making structure of the Governing Board is the following:

- A Quorum must be present for the Governing Board to hold a meeting. Quorum is defined as 50% +1 board member, or **9 members**. Quorum will be tallied and verbally announced by the **Collaborative Applicant** at the beginning of each Board meeting.
- The Board will attempt to reach consensus for all voting items. Consensus is defined by The Consensus Council, Inc. as meeting participants making decisions by agreement rather than by majority vote.¹
 - Elements of a Consensus Based Decision: All parties agree with the proposed decision and are willing to carry it out; No one will block or obstruct the decision or its implementation; and Everyone will support the decision and implement it.
 - Levels of Consensus: I can say an unqualified "yes"! I can accept the decision. I can live with the decision. I do not fully agree with the decision, however, I will not block it and will support it.
- Board members will prioritize: information gathering (requesting information from SMEs and disproportionately impacted community groups), deliberation, inclusion, and the opportunity for all board members to share their unique perspective over urgency for urgency's sake.
- **Any board member can make a call for consensus with a motion and second.**
- When consensus is not possible:
 - Any member can call for a vote with a motion and second. **At least 9 members must vote in favor of the motion for it to be approved.**
 - If 9 people do not agree with the motion, the Board will determine whether to table the issue or deliberate further. Deadlines and timelines will be established at the time of that determination.
- When an issue is identified as time sensitive and the Board needs to elevate something that was not included on the agenda (and therefore lacked opportunity for Board members to prepare in advance), the Board will vote to amend the agenda at the beginning of the meeting through a Call for New Business.
- In the case of an Emergency Action, the Board will determine the most appropriate course of action to meet the immediate need. Options include email voting via **(specific tool with vote transparency, with a stated deadline)** or holding an emergency board meeting with at least 24 hours notice.
 - Emergency Action may be required in situations where a lack of action would cause harm to the community, either through financial loss, safety implications,

¹ <https://www.csh.org/wp-content/uploads/2018/07/38-National-Partner-Recommendation-Consensus-Decision-Making-Process-incl-Modified-Consensus.pdf>

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or another unanticipated circumstance the board determines to be time sensitive and requiring immediate attention.