BY-LAWS
OF
PARTNERS ENDING HOMELESSNESS

Article I.
Name of the Corporation

Name: The Name of the Corporation shall be “Partners Ending Homelessness” (the “Corporation”).

Article II.
Nonprofit Corporation

Section 1. Nonprofit Corporation: The Corporation is a nonprofit Corporation as defined in Chapter 55A of the General Statutes of North Carolina.

Section 2. Principal Office: The Principal office of the Corporation shall be at the same location as the Registered office or at such place as may be designated by the Board of Directors.

Section 3. Vision Statement: Guilford County will be a community that collaborates to end homelessness.

Article III.
Membership

Section 1. Membership: The membership of Partners Ending Homelessness shall be the Continuum of Care, hereafter referred to as the “Community Coalition” or the “Community Coalition Members,” and shall consist of organizations and other nonprofit service providers; victim service providers; faith based organizations; governments; businesses; advocates; public housing agencies; school districts; social service providers; mental health agencies, hospitals, universities, affordable housing developers, law enforcement; foundations and funders; community minded businesses and individuals; organizations that serve homeless and formerly homeless veterans; and homeless and formerly homeless persons to the extent these groups are represented within Guilford County.

Section 2. Membership Application and Approval: Application for membership shall be made in writing, or submitted electronically, upon such form provided for that purpose.

Section 3. Membership Dues: The annual Dues will be set by the Board of Directors. Membership dues are non-refundable.

Section 4. Meetings
A. Regular Meetings: The Community Coalition shall meet at least quarterly. Each meeting will require a written agenda and meeting minutes taken. Other than those powers expressly given in these bylaws, the Community Coalition has no other corporate authority to act on behalf of the Corporation.

B. Annual Business Meeting: The Community Coalition shall meet at least once per year at an Annual Business Meeting. The purpose of the Annual Business Meeting is to ratify the slate for the Board of Directors of Partners Ending Homelessness and when necessary amend the bylaws, and to conduct such other business as may be properly brought before the meeting.

C. Voting Quorum: At least twenty (20) Community Coalition Members must be present to constitute a quorum for conducting business. For clarity, the presence of one or more representatives from any

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single Community Coalition Member shall constitute the presence of that single Community Coalition Member for the purposes of quorum. In any proceeding in which voting by Community Coalition Members is called for, each eligible Community Coalition Member, whether an individual or organization, shall have one vote, which shall be cast by the individual Community Coalition Member or a designated individual from the Community Coalition Member organization. Eligibility to vote is defined as a Community Coalition Member, who has, at least 90 days prior to the meeting, completed the membership form, and paid their annual dues. Community Coalition Members with outstanding annual dues are not eligible to vote until payment of such dues is brought current. Individual membership shall be defined as individuals who are not a member, employee, officer or other associate of a current Community Coalition organization.

D. **Special Meetings:** Special meetings may be called from time to time by the Chair of the Community Coalition or at his request, or by a majority vote of the Community Coalition Members.

E. **Notice of Meetings:** A minimum of seven (7) days notice prior to the Annual Business Meeting or any Special Meeting shall be provided to all Community Coalition Members stating the place, date and time of the meeting. The Notice may be delivered by any usual means of communication, including but not limited to emails and other electronic means. In the case of a Special Meeting, the notice of meeting shall specifically state the purpose of the meeting.

**Section 5. Responsibilities:**

- Annually elect a Chair and Secretary to conduct the Community Coalition meetings.
- Annually appoint a minimum of five (5) representatives from the Community Coalition’s Membership to Partners Ending Homelessness Board of Directors. The Chair of the Community Coalition is automatically appointed to the Partners Ending Homelessness Board of Directors as one of the five (5) Community Coalition representatives.
- Annually ratify the slate for the Board of Directors of Partners Ending Homelessness. At least one of those selected on the slate shall be an individual currently experiencing homelessness or who has experienced homelessness in the past.
- Actively participate on a Special Committee of the Board or Community Partnership Action Team.
- Review, update and approve Amendments to these Bylaws at least every 5 years.
- Make public invitation for new members within the geographic boundaries at least annually.
- Adopt a written process to select the Board of Directors to act on behalf of Partners Ending Homelessness. This process must be reviewed, updated and approved by the Community Coalition at least once every five years.
- Advocate, when called upon by PEH, to maintain funding streams for the work of the Continuum of Care.
- The Community Coalition may establish committees to address coordinated service delivery standards and requirements within their geographic area.

**Section 6. Termination of Membership:** Membership shall terminate upon a Community Coalition Member’s resignation. The Executive Director shall have authority to terminate a membership upon a member’s failure to pay dues.

**Article IV. Board of Directors**
Section 1. **General Powers:** The affairs of the Corporation shall be managed by the Board of Directors or, to the extent provided by the Board of Directors, by such Executive Committee as the Board may establish pursuant to these bylaws. The responsibilities of the Board of Directors shall include, without limitation, the following:

- The Board of Directors shall represent the Corporation in its relations with the community, with fundraising organizations, and with groups responsible for the allocation and distribution of funds for the support and operation of the Corporation and the Continuum of Care.
- The Board of Directors shall insure that appropriate communication regarding financial funding for the Continuum of Care is carried out by Partners Ending Homelessness, and when necessary, the Community Coalition.
- The Board of Directors shall appoint an Executive Director who shall be responsible to the Board of Directors and its officers for the implementation of policies established by the Board of Directors and the proper administration of the Corporation. The Board of Directors is responsible for hiring, setting terms of compensation, reviewing, and terminating the Executive Director.
- The Board of Directors shall perform all other duties as described in their Job Description.

Section 2. **Number and Terms of Office:** The Board of Directors shall consist of no fewer than thirteen (13) and no more than twenty-five members (25), as determined from time to time by the Board. The term of office of each member of the Board of Directors shall be three (3) years or until his or her death, resignation, retirement, removal, or until his or her successor is elected and qualified. A person shall be eligible to serve as a member of the Board for up to two (2) consecutive three-year terms. A person who has previously served two consecutive terms as a director may be re-elected to the Board no earlier than one (1) year following his or her last service. Notwithstanding the foregoing restrictions on term limits, the Executive Director of the Corporation shall be an Ex-officio member of the Board and serve as staff to the Board for the duration he holds that position.

Section 3. **Conflict of Interest:** Each Board member shall sign a conflict of interest policy statement at the beginning of each fiscal year. If a matter should come before the Board, or any of its established committees, that creates or causes a conflict of interest with a director, the director with such conflict shall make known the conflict to the Board or Committee and withdraw from participation in the meeting for so long as the matter shall continue under discussion. The Board or Committee may ask the member with a conflict to attend the meeting to answer questions about the matter, but the affected member shall not otherwise discuss the matter or vote with respect to it. The Chairperson of the Board or any of its Committees shall have authority to require a director with a conflict to remove himself from the meeting room during the discussion and vote on the matter.

If the matter causing a member to have a conflict is an item of business for which a special meeting was called, the member with a conflict shall not be counted to establish a quorum with respect to the conflict matter.

For purposes of these bylaws, a "conflict of interest" shall mean any transaction with this Corporation or any Community Coalition Corporation in which a director has a direct or indirect interest as defined in Section 55A-8-31 of the General Statutes of North Carolina.

Section 4. **Board Composition:** The Board of Directors shall be composed of one (1) representative from each of the following entities: The United Way of Greater Greensboro, the United Way of High Point, the City of High Point, City of Greensboro, and Guilford County, subject to the approval of the Board Development Committee; and five (5) representatives from the Community Coalition of which one shall be the Chairman of the Community Coalition. The remaining board positions shall be filled by nominations received by the Board Development Committee. At least one of the Board members shall be currently experiencing homelessness or have experienced homelessness in the past.

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Section 5. **Election of Directors:** All persons shall be elected to serve on the Board of Directors by the majority vote of the current Community Coalition Members present at the Annual Business Meeting or any Community Coalition meeting called in compliance of these bylaws for the purpose of electing the Board of Directors.

Section 6. **Regular Meetings:** Regular meetings of the Board of Directors shall be held at least quarterly and at other times as shall be determined by the Chairperson of the Board or a majority vote of the Board of Directors. The Board of Directors shall provide, by resolution, the time and place, either within or without the State of North Carolina, of its regular meetings.

Section 7. **Special Meetings:** Special meetings of the Board of Directors may be called by or at the request of the Chairperson of the Board or a majority vote of the Board of Directors. Such meetings may be held within or without the State of North Carolina. A two-thirds (2/3's) majority vote is needed for the board to take any action at a Special Meeting.

Section 8. **Annual Community Meeting:** Partners Ending Homelessness will convene an Annual Community Meeting to release their Annual Report to the community.

Section 9. **Notice of Meetings:** The person or persons calling a regular or special meeting of the Board of Directors shall, at least ten (10) days before the meeting, give notice of the time and place thereof by any usual means of communication, including but not limited to emails and other electronic means. Notice of a special meeting shall specify the purpose for which the meeting is being called.

Section 10. **Waiver of Notice:** Any Board member may waive notice of any meeting. The attendance by a Board member at a meeting shall constitute a waiver of notice of such meeting, except where a Board member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully convened.

Section 11. **Quorum:** The presence of one-half (1/2) of the directors, as fixed by the membership in accordance with these bylaws, shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, but if less than one-half (1/2) of the directors are present at a meeting, a majority of the directors present may adjourn the meeting to a future time.

Section 12. **Manner of Acting:** Except as otherwise provided by law or in these bylaws, an act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 13. **Participation Other Than In Person:** The Board of Directors may participate in a regular or special meeting, or conduct a meeting through the use of any means of communication by which all directors participating may simultaneously hear each other during the meeting. A director participating in a meeting by this means is deemed to be present in person at such meeting.

Section 14. **Informal Action by Directors:** Action taken by a two-thirds (2/3) majority of the Board of Directors without a meeting is nevertheless a Board action if written consent by the directors participating in the action is filed with the minutes of the proceedings of the Board of Directors, whether done before or after the action is taken.

Section 15. **Conduct of Meetings:** The Chairperson of the Board shall preside at all meetings of the Board of Directors; provided, however, that in the absence or at the request of the Chairperson of the Board, a Chair-Elect shall preside. If there shall not be in attendance a person holding the office of Chairperson or Chair-Elect, the Board of Directors shall by majority vote of the directors present designate another director to preside at the Board meeting. The Secretary or, in the absence of or at the request of the Secretary, any person designated by the person presiding at a meeting of the Board of Directors, shall
act as secretary of such meeting. The person presiding shall determine the order of business at each meeting of the Board of Directors.

Section 16. Attendance at Meetings: Members of the Board have been selected for their civic-minded devotion to the ideals and purposes for which the Corporation exists. Since full discussion of matters coming before the Board, and official action thereon, can be taken only when the Board is in formal session, attendance at Board and Committee meetings is very important. Requests to be excused from a meeting must be presented to the Secretary of the Board within one week following the missed meeting. Valid excuses, such as being ill or out of town, or other basis deemed satisfactory to the Chairperson and Secretary, shall be deemed excused absences. Any Board member may be removed by the majority vote of the Board of Directors with or without cause.

Article V.
Officers of the Corporation

Section 1. Officers and Terms: The officers of the Corporation shall consist of a Chairperson, Chair-Elect, Treasurer, and Secretary. The Board of Directors shall elect these officers. They shall be elected annually. They shall serve for one year. No person shall hold more than one office concurrently and no officer shall serve more than three consecutive terms in the same office. The Treasurer is limited to serving no more than two consecutive terms in office by virtue of Treasurer’s role as Finance Committee Chair.

Section 2. Duties and Responsibilities
The Chairperson shall: Preside over all Board-related meetings of Partners Ending Homelessness and of the Executive Committee; Call special meetings of the Executive Committee and/or the full Board when necessary or desirable; Determine items and order of business for the agenda for meetings of the Operating Board and Executive Committee; Represent, or appoint a designee to represent, Partners Ending Homelessness to the community, media and other outside groups; Serve as Chairperson of the Executive Committee; and fulfill all other duties as set forth in their Job Description.

The Chair-Elect shall: Preside at meetings in the absence of the Chairperson; Serve as liaison to current and potential new members; Chair the new member’s orientation committee; Oversee the orientation and training of new Board members; Serve as a member of the Executive Committee; Serve as Chair of the Board Development Committee; and fulfill all other duties as set forth in their Job Description.

The Secretary shall: Review the minutes of Partners Ending Homelessness and other documentation pertaining to the Board of Directors or Executive Committee; ensure that such minutes are accurate and current; Communicate with members all announcements and pertinent information during the Board meeting; Keep accurate and current record of minutes during Executive Session of the Board (if applicable); Perform other responsibilities as assigned by the Board; Serve as a member of the Executive Committee; and fulfill all other duties as set forth in their Job Description.

The Treasurer shall: Ensure accurate financial records are kept for Partners Ending Homelessness; Provide financial reporting at all scheduled Board-related meetings; Serve as a member of the Executive Committee; and fulfill all other duties as set forth in their Job Description.

Article VI.
Board Committees

Section 1. Committees of the Board: There shall be no less than two standing committees: Executive Committee; and Finance Committee. Other Board Committees may be developed as determined by the Board of Directors. The Board Chair shall appoint all committee chairs. The Board of Directors, by majority vote, may create or amend committees by resolution.

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Section 2. **Executive Committee:** The Executive Committee shall consist of the Chairperson, Chair-Elect, Secretary, Treasurer, eligible past chair, the chairman of the Continuum of Care (Community Coalition), Allocation Committee Chair and a minimum of two but not more than five at-large Directors selected by the Board Chair. Except for the power to amend the Articles of Incorporation and the Bylaws, The Executive Committee shall have all the powers and authority of the Board of Directors in the intervals between meetings of the Board. This committee shall report to the Board all action taken at the next full Board meeting. The Executive Committee shall also supervise the Executive Director.

Section 3. **Finance Committee:** The Treasurer is the chair of this Committee. The Finance Committee shall Develop and review fiscal policies and procedures; review the recommended annual budget prior to submission to the Board of Directors for their approval; and recommend to the Board of Directors an accountant or an accounting firm to conduct an annual audit. The Chair of the Finance Committee shall serve no more than two consecutive one-year terms.

Section 4. **Special Committees of the Board:** The special committees of the board shall be Board Development; Allocations Committee; Resource Development Committee, and Strategic Plan Committee.

A. **Board Development Committee:** The Board Development Committee shall identify the skills needed by Board of Directors to be successful.

**Additionally, the Board Development Committee shall:**
- Ensure that the Board of Directors includes at least one representative from the United Way of Greater Greensboro, the United Way of High Point, the City of High Point, the City of Greensboro, and Guilford County.
- Ensure that the Board of Directors includes at least five (5) representatives from the Community Coalition, inclusive of the Chairman of the Community Coalition.
- Evaluate at large nominees from the community, the Community Coalition and the Board of Directors' recommendations for open Board positions.
- Develop and submit to the Executive Committee for their review an annual, single slate of nominations for the Board of Directors of Partners Ending Homelessness.
- Submit the slate of nominees for the Board of Directors of Partners Ending Homelessness to the Community Coalition Membership at least seven (7) days prior to their Annual Business Meeting for ratification. Any voting Community Coalition Member may make nominations from the floor provided the consent of the nominee has been secured.
- Develop and provide continuing education programs for Board members.

B. **Allocations Committee:** The duties of the Allocations Committee shall be determined by the Board of Directors. Allocation Committee Chair shall serve no more than two consecutive 1-year terms.

C. **Strategic Plan Committee:** The duties of the Strategic Plan Committee shall be determined by the Board of Directors.

D. **Resource Development Committee:** The Resource Development Committee shall create a fundraising plan and implement fundraising strategies to include internal controls and best practices.

E. **Marketing Committee:** The duties of the Marketing Committee shall be determined by the Board of Directors.

F. **Board Advisory Committee:** The duties of the Board Advisory Committee shall be determined by the Board of Directors.
Article VII.
Homeless Management Information System (“HMIS”) Governance

Section 1. The Guilford County Continuum of Care will be a part of the NC HMIS System and a member of the NC HMIS Governance Committee. As such Guilford County Continuum of Care has four primary responsibilities:

A. Designate an HMIS Lead Agency. At the recommendation of the NC HMIS Governance Committee; the Board of Directors shall approve an HMIS Lead Agency to operate the local HMIS as part of the statewide NC HMIS System. This entity will be responsible for ensuring that all applicable federal partner regulations and notice requirements are met.

B. Designate an HMIS Grantee. The Board of Directors shall designate an HMIS Grantee who will be the single agency to manage the HMIS funding and ensure all local financial obligations are met in the Guilford County Continuum of Care for HMIS. The HMIS Grantee will contract with the HMIS Lead Agency to operate the HMIS for the Guilford County Continuum of Care. The Contract and MOU will describe the exact responsibilities of the HMIS Lead Agency, HMIS Grantee, and Continuum of Care for meeting federal partner regulations and notice requirements.

C. Designate HMIS Governance Committee Representatives. The Board of Directors shall designate a representative and an alternative representative from the Continuum of Care to the NC HMIS Governing Committee.

D. Review NC HMIS Governance Committee Bylaws. The NC HMIS Bylaws will direct the governance of the statewide NC HMIS system. The Guilford County Continuum of Care may approve or send suggestions to the NC HMIS Governance Committee on amendments for adoption.

Section 2. The Corporation, in partnership with the NC HMIS Governance Committee, shall ensure consistent participation in HMIS for all federal partner funded programs and encourage the same for all other agencies. For agencies that are exempt from participating in HMIS by Federal Statute (for example, domestic violence service providers) the Corporation will support their participation in a comparable database that meets the HUD standards for an HMIS system.

Section 3. The Corporation, in partnership with the NC HMIS Governance Committee, will ensure the HMIS is administered within the Guilford County Continuum of Care in compliance with requirements prescribed by HUD.

Article VIII.
Advisory Committees and Action Teams

Section 1. Homeless Advisory Initiative: The Homeless Advisory Initiative may develop and foster dialogue with persons experiencing homelessness for the purpose of adding to the Corporation’s understanding of homelessness in Guilford County. The initiative will share system level plans of ending homelessness with those who will be most directly affected by that system.

Section 2. Action Teams: Community Partnership Action Teams may be formed from the Community Coalition as needed to realize the goals established in The Strategic Plan.

Section 3. Other: The Corporation’s Board of Directors may create ad hoc committees and any other advisory groups as needed. The Board of Directors shall authorize and define the powers and duties of all ad hoc committees or other advisory groups.

Article IX.
Incorporation of Written Standards and Continuum of Care Policies

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September 8, 2016
In compliance with HUD guidance and regulations for operating a Continuum of Care (24 CFR 578) the following Written Standards and Continuum of Care Policies are incorporated by reference herein as they may be amended from time to time:

1. Rapid Rehousing Policies, Priorities, and Practices dated April 27, 2015. This Written Standard also contains standards for determining what percentage or amount of rent each program participant must pay while receiving rapid rehousing assistance and adoption of a standardized CoC Assessment tool.

2. Written Standards for Coordinated Assessment (Accessing CoC and Emergency Solutions Grant funded Housing) dated August 26, 2016. This Written Standard also contains the CoC’s Chronic Homelessness Prioritization as described in HUD Notice CPD-16-11: Prioritizing Persons Experiencing Chronic Homelessness and Other Vulnerable Homeless Persons in Permanent Supportive Housing dated August 26, 2016


Any changes to these Written Standards will require majority approval of the Community Coalition.

Article X.
Amendments

Amendments These bylaws may be amended by a two-thirds (2/3) vote of the current Community Coalition Members present at the Annual Business Meeting, or a Membership meeting, at which Quorum is present. Amendments must be proposed, in writing or by electronic communication, to the Community Coalition Members at least seven (7) days before their adoption.

A meeting in which amendments to the bylaws are being proposed shall be noticed to the Community Coalition Members at least seven (7) days before an annual meeting or special meeting of the Community Coalition Members, in either summary or full form.

Any amendment, alteration, change, addition or deletion from these bylaws shall be consistent with the laws of this state that define, limit, or regulate the powers of Partners Ending Homelessness or the Directors of Partners Ending Homelessness.

Article XI.
Indemnification

Section 1. Expenses and Liabilities: To the fullest extent and upon the terms and conditions from time to time provided by law, the Corporation shall indemnify any and all of its Directors, officers, trustees, employees and agents, or any such person who has served or is serving in such capacity at the request of the Corporation in any other corporation, partnership, joint venture, trust or other enterprise, against liability and reasonable litigation expenses, including attorneys’ fees incurred by him in connection with any action, suit or proceeding in which he is made or threatened to be made such a party by reason of being or having been such Director, trustee, officer, employee or agent (excluding, however, liability of litigation expenses which any of the foregoing may incur in relation to matters in which he shall be adjudged in such action, suit or proceeding to have acted in bad faith or to have been liable or guilty by reason of willful misconduct in the performance of his duty). Such Directors, trustees, officers, employees and agents shall be entitled to recover from the Corporation, and the Corporation shall pay, all reasonable costs, expenses and attorney’s fees in connection with the enforcement of rights of indemnification granted herein. Any person who at any time after the adoption of this bylaw serves or has served in any of the aforesaid capacities for or on behalf of the Corporation shall be deemed to be doing or to have done so in reliance upon and as consideration for the right of indemnification provided
Section 2. **Advance Payment of Expenses:** Expenses incurred by a Director, trustee, officer, employee or agent in defending a civil or criminal action, suit or proceeding as described in Article XI, Section 1 above, shall be paid in advance of the proceeding upon receipt of an undertaking by or on behalf of the trustee, officer, employee or agent to repay such amount unless it shall be ultimately determined that he is entitled to be indemnified by the Corporation against such expenses.

Section 3. **Insurance:** The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director, trustee, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a Director, trustee, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability.

**Article XII.**
**Corporate Records and Reports**

Section 1. **General Records and Reports:** The Corporation shall keep all records and submit and file all reports and filings as are required by applicable law. Unless the Board of Directors otherwise directs, the Treasurer shall be responsible for keeping, or causing to be kept, all financial and accounting records of the Corporation and for submitting or filing, or causing to be submitted or filed, all reports and filings of a financial or accounting nature, and the Secretary shall be responsible for keeping, or causing to be kept, all other records and for submitting or filing, or causing to be filed, all other reports and filings.

The Corporation shall keep as permanent records minutes of all meetings of its incorporators and Board of Directors, a record of all actions taken by the Board of Directors, without a meeting, and a record of all actions taken by Committees of the Board of Directors. The Corporation shall maintain appropriate accounting records. The Corporation or its agent shall maintain a record of its Directors, in a form that permits preparation of a list of the names and addresses of all Directors, in alphabetical order. The Corporation shall maintain its records in written form or in another form capable of conversion into written form within a reasonable time.

Section 2. **Records at Principal Office:** The Corporation shall keep a copy of the following records at the Corporation’s principal office: (a) its Articles or restated Articles of Incorporation and all amendments to them currently in effect; (b) its Bylaws or restated Bylaws and all amendments to them in effect; (c) resolutions adopted by the Board of Directors; (d) a list of the names and business addresses of its current Directors and officers; and (e) its most recent annual report delivered to the North Carolina Secretary of State pursuant to the North Carolina Business Corporation Act.

**Article XIII.**
**General Provisions**

Section 1. **Seal:** The corporate seal of the Corporation shall consist of a circle formed by the words “Partners Ending Homeless – Founded 2004” inside which are the Corporation’s name positioned above images of four houses, which are positioned above the words “Connect, Support Restore”; and such seal as impressed on the margin of this page, is adopted as the corporate seal of the Corporation by the adoption of these bylaws.

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Section 2. **Fiscal Year**: The Fiscal Year of Partners Ending Homelessness shall be October 1 to September 30, or such other period as shall be adopted from time to time by the Board of Directors.

Section 3. **Employees**: Partners Ending Homelessness may have such agents and employees as shall be determined from time to time by the Board of Directors.

Section 4. **Non-discrimination**: The officers, directors, committee members, employees and persons served by Partners Ending Homelessness shall be selected entirely on a non-discriminatory basis with respect to age, sex, race, disability, religion, socio-economic status, national origin, ethnicity, and sexual orientation.

Section 5. **Gender**: In interpreting these bylaws, all masculine or feminine nouns or pronouns shall be deemed to refer equally to the other gender.

Adopted the 14th day of January, 2010
Revised the 13th day of December, 2012
Revised the 11th day of December, 2014
Revised the 16th day of November, 2015
Revised the 8th day of September, 2016

[Signature]
Revised by: Mike Aiken, Chairman

[Signature]
Erin Stratford Owens, Secretary

Revised
September 8, 2016