

Governance Charter

Okaloosa Walton Homeless Continuum of Care -FL-505

Approved by the Continuum of Care

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The Governance Charter (the “Charter”) establishes the Okaloosa Walton Homeless Continuum of Care (FL-505) (hereinafter “CoC”) and formalizes its governance structure. The CoC shall be an incorporated membership organization. The Charter is effective June 22, 2015.

1 ORGANIZATION

HUD defines a local continuum of care as a geographically based group of representatives that carries out the planning responsibilities of the Continuum of Care Program and is comprised of representative of organizations, including nonprofit homeless providers, victim service providers, faith-based organizations, governments, advocates, businesses, public housing agencies, school districts, social services providers, mental health agencies, hospitals, universities, affordable housing developers, law enforcement, organizations that serve homeless veterans, and homeless and formerly homeless person to the extent these groups are represented within the geographic area and are available to participate.

As a requirement of the receipt of federal funding for HUD under the Continuum of Care Program, and pursuant to the HEARTH Act, this Charter establishes a local continuum of care for Okaloosa and Walton Counties in Northwest Florida and formalizes its governance structure. The local continuum of care shall be known as the Okaloosa Walton Homeless Continuum of Care (FL-505).

The Okaloosa Walton Homeless Continuum of Care (hereinafter referred to as the “CoC”) is a group of social service agencies, business and civic leaders, consumer advocates, and interested community members working collaboratively to plan comprehensive and long-term solutions to the problem of homelessness and to promote community-wide commitment to provide a comprehensive system of housing and services to meet the needs of persons experiencing homelessness or at risk of homelessness in Okaloosa and Walton County, Florida (hereinafter referred to as the “geographic area”).

The CoC is an incorporated association of stakeholders who act as an entity to coordinate planning and to prepare the annual application for Continuum of Care Homeless Assistance program grants from the U. S. Department of Housing and Urban Development (hereinafter referred to as “HUD”).

2 CoC PURPOSE & AUTHORITY

In 2009, Congress codified the CoC Program as a core HUD program when it reauthorized the McKinney-Vento Act in the Homeless Emergency Assistance and Rapid Transition to Housing (HEARTH) Act. The HEARTH Act of 2009 codified the Continuum of Care planning process.

Subpart B of the HEARTH Continuum of Care Interim Rule (24 CFR 578-Title 24, Part 578 of the Code of Federal Regulations and hereinafter referred to as the “Interim Rule”) formalizes the responsibilities of the CoC and establishes minimum requirements for operating and managing the CoC.

In October 2012, HUD’s Interim CoC Program Rule became effective by defining the CoC as the group in each state designated catchment area organized to carry out the responsibilities outlined in the rule and directing the establishment of a CoC Board by August 30, 2014. The Interim Rule delineates certain operational requirements of each CoC, minimum planning requirements for a CoC so that it coordinates and implements a system that meets the needs of the homeless population within its geographic area.

In 2001, the Florida Legislature expanded state statute to create the Council on Homelessness, establish the Statewide Office on Homelessness, and outline the duties of the CoCs. Florida Statutes define the Homeless Assistance Continuums of Care (CoC) as the community components needed in each state designated catchment area to organize and deliver housing and services to meet the specific needs of people who are homeless as they move to stable housing and maximum self-sufficiency, including the action steps to end homelessness and prevent a return to homelessness.

This Governance Charter establishes operational requirements for the effective management of the Continuum of Care and ensures that the CoC process is transparent, inclusive, and fair. It includes the specific minimum standards and establishes formal processes for decision making and operating standards. The Governance Charter is developed in accordance with: the Interim Rule, which requires the CoC in consultation with the Collaborative Applicant and the HMIS Lead to develop, follow, and update annually a governance charter that includes all the policies and procedures and the decision making process for carrying out the CoC responsibilities outlined in Subpart B of the Interim Rule; the HMIS requirements prescribed by HUD; the statutory requirements of Florida Statute 420.623, which establishes local coalitions for the homeless and their duties.

The purpose of the COC is to:

The purpose of the CoC is to develop and implement strategies to help end homelessness in the Okaloosa and Walton region. The CoC coordinates the community’s policies, strategies, and activities toward ending homelessness. Its work includes:

1. Promote community-wide commitment to the goals of preventing and ending homelessness;
2. Provide funding for efforts by nonprofit providers and local governments to re-house homeless individuals and families rapidly while minimizing the trauma and dislocation caused to homeless individuals, families, and communities by homelessness;
3. Promote access to and effective utilization of mainstream programs by homeless individuals and families; and
4. Optimize self-sufficiency among individuals and families experiencing homelessness.

3 CONTINUUM OF CARE MISSION, VALUES, GOALS AND RESPONSIBILITES

3.1 Mission

The Okaloosa Walton Homeless Continuum of Care FL-505 (generally referred to in this document as the Okaloosa Walton Homeless Continuum of Care or “CoC”) is a membership-based organization whose mission is to eliminate homelessness in Okaloosa and Walton Counties. This will be achieved by

investing in long-term solutions to homelessness, fostering shared responsibility, collaborative planning, data-driven decision making, and aligning the stakeholders and resources essential to implementing the CoC Strategic Plan to prevent and end homelessness.

3.2 Values

The Okaloosa Walton Homeless Continuum of Care carries out its Mission through a set of Core Values that guide its governance:

- Clear and logical governance processes, structures and lines of accountability.
- Transparent decision making that makes the greatest possible use of data.
- Open, accessible, inclusive Continuum of Care that includes all stakeholders and allies needed to achieve the goals of the Plan to End Homelessness.
- Compliance with federal requirements for Continuums of Care.
- Communication between all members, committees, and bodies that make up the Continuum of Care.

3.3 Goals These Core Values are incorporated into the Goals of the CoC that include:

- Provide funding for efforts by nonprofit and faith-based providers, and state and local governments to prevent homelessness when possible and quickly rehouse homeless individuals and families while minimizing the trauma and dislocation caused to homeless individuals, families, and communities by homelessness.
- Promote access to and effective utilization of mainstream programs and resources by homeless individuals and families.
- Invest in long-term evidence based solutions that we know work to end homelessness and are cost effective.

The Continuum's Goals are achieved through the implementation of programs by a dedicated and comprehensive group of Stakeholders that includes representation from all relevant organizations.

4 DESIGNATED ENTITIES, AGENCIES & REPRESENTATION

4.1 Collaborative Applicant

The Okaloosa Walton Homeless Continuum of Care/Opportunity Inc. DBA Homelessness & Housing Alliance (HHA) (hereinafter referred to as the "Lead Agency") is the current CoC-designated Lead Agency, HMIS Lead, and HUD recognized Collaborative Applicant for FL-505 Okaloosa Walton County Homeless Continuum of Care. The statutory duties and functions of the Collaborative Applicant are defined in section 401 of the McKinney-Vento (HEARTH) Act. The Interim Rule provides for the statutory requirements, however, the regulatory definition of Collaborative Applicant is limited in scope and HUD uses the term Continuum of Care to refer to the organizations that carry out the duties and responsibilities that can be undertaken without being a legal entity. The Collaborative Applicant is designated by the CoC, must be a legal entity, and is the only entity that can apply for a grant from HUD on behalf of the CoC. The Collaborative Applicant is the only entity eligible to apply for a grant for Continuum of Care planning funds.

4.2 HMIS Lead

The Okaloosa Walton Homeless Continuum of Care/Opportunity Inc. DBA Homelessness & Housing Alliance (HHA) (hereinafter referred to as “HMIS Lead”) is the current Continuum of Care designated Lead Agency recognized by the Office on Homelessness of the Florida Department of Children and Families and HUD for FL-505 Okaloosa Walton County Continuum of Care. The HMIS Lead Agency bears statutory responsibilities and duties set forth in Florida Statute 420.623 and represent the CoC and its interest to the Florida Coalition for the Homeless.

The HMIS Lead Agency provides oversight and operational support for the CoC and its Board, including Executive Committee and Standing Committees, and as otherwise necessary to ensure sound operation and success of the CoC and to further the fulfillment of the statutory duties and functions of the Collaborative Applicant included in Section 401 of the McKinney-Vento Act and the regulatory responsibilities of the CoC included in the Interim Rule. The HMIS Lead is the eligible applicant to manage the CoC’s HMIS.

4.3 Lead Agency

The Okaloosa Walton Homeless Continuum of Care/Opportunity Inc. DBA Homelessness & Housing Alliance (HHA) is the current Continuum of Care Designated Lead Agency recognized by the Office on Homelessness of the Florida Department of Children and Families. The Lead Agency bears statutory responsibilities and duties set forth in Florida Statute 420.623 and represents the CoC and its interests to the Florida Coalition for the Homeless. The Lead Agency provides oversight and operational support for the CoC and its Board, including the Executive Committee and Standing Committees, and as otherwise necessary to ensure the sound operation and success of the CoC and to further the fulfillment of the statutory duties and functions of the Collaborative Applicant included in Section 401 of the McKinney-Vento Act and the regulatory responsibilities of the CoC included in the Interim Rule. The Lead Agency is also responsible for implementing Written Standards, Monitoring and Evaluation, and Program Monitoring.

4.3.1 Written Standards

The CoC has established and implemented Written Standards for all client eligibility, assessment, prioritization, and type/extent of assistance for all ESG- and CoC-funded projects in coordination with recipients. These standards are reviewed and updated as needed annually.

4.3.2 Performance, Project Monitoring & Evaluation

The CoC shall consult with recipients and sub recipients to establish performance targets appropriate for population and program type, monitor recipient and sub recipient performance, evaluate outcomes, and take action against poor performers.

4.3.3 Program Monitoring

The CoC empowers the Lead Agency to monitor programs and provide monthly, quarterly, semi-annual data reports to the CoC Board for review and approval.

4.4 Continuum of Care Board

The Okaloosa Walton Homeless Continuum of Care, FL-505 Governing Body is an incorporated association (generally referred to in this document as the Okaloosa Walton Homeless Continuum of Care Board of Directors or “COC BOD”) composed of representatives of relevant organizations that are organized to plan for and provide as needed, a coordinated system of delivery and strategies to address the various needs of homeless or at risk of homelessness persons for this geographic location (Okaloosa and Walton Counties in Florida). The CoC Board currently serves as the Board for HHA. This group will serve as the U.S. Department of Housing and Urban Development (HUD’s) recognized decision making body for the CoC rule at 24 CFR 578 Subpart B. The COC BOD will fulfill the responsibilities assigned to continuums of care under Title 24, part 578 of the Federal Register and will satisfy all other legal requirements necessary to secure maximum funding under relevant state and federal programs to end homelessness.

The Continuum of Care Board is established to make decisions for and to act on behalf of the CoC.

The CoC shall adopt and follow the written process to select a board established elsewhere in this governance charter and the charter will be updated, and approved by the CoC at least once every five (5) years after its initial approval.

The CoC Board is responsible for fulfilling four major duties: (1) operating the Okaloosa Walton Continuum of Care; (2) designating and operating a Homeless Management Information System (HMIS); (3) Continuum of Care planning; and (4) preparing an application for Continuum of Care Homeless Assistance funds for the geographic area. The regulatory requirement for carrying out these duties are outlined in Subpart B of the Interim Rule.

4.5 Coordinating Entity

Homelessness and Housing Alliance is the designated Coordinating Entity for the “One Way Home” Coordinated Entry System for FL-505. The Coordinating Entity is responsible for the day-to-day administration of One Way Home. One Way Home is governed by the CoC Board and the One Way Home Manual that outlines the workflow, policy and procedure for the CES. The Coordinated Entry System was developed and will be maintained with consistent collaboration and input from Stakeholders and organizations that participate in the homeless assistance system and One Way Home.

5 MEMBERSHIP

The CoC is made stronger through the participation of broad and diverse Members. Therefore, membership in the CoC is open to any individual or organization that embraces the mission, values and goals of the CoC. CoC meetings are open to all who care to attend; however, requirements for voting are set forth below in Section 6.8; a Member Registration form must be completed.

Members are committed to working together to advance the mission and purpose of the CoC and achieve the goals of the CoC’s plan to end homelessness and adhere to all guidelines, policies and procedures set forth by the CoC.

5.1 Active CoC Membership

An Active CoC Member is a member that has paid their annual dues and participates in at least 75% of CoC meetings or events annually. Active members are afforded all benefits listed in 5.1.1 of this Charter.

5.1.1 Active CoC Membership Benefits and Responsibilities

- Capacity building for organizations
- Eligible to apply for grants through the CoC
- Access to the Homeless Management Information System (HMIS)
- CoC orientation and updated information and resources on homeless programs and issues
- Voting rights on issues set forth in Section 6.8
- Eligible for committee and board service
- Access to training and technical assistance opportunities
- Opportunities to network with people doing similar work or interests

Responsibilities

- Attendance at public CoC meetings (a minimum of 75%)
- Participation in advocacy initiatives
- Pay annual dues if applicable

**If membership is not paid annually active CoC membership benefits will be revoked, this includes the opportunity to apply for grant funding through the CoC, voting rights, and access to HMIS.

5.2 Membership Dues

All members must formally renew their membership annually, which includes completion of required forms relating to attendance, voting rights, etc. at the beginning of the Continuum year (July).

Membership dues will fund the work of the Collaborative Applicant for administrative support of the CoC, which may include but is not limited to staff support for committees, production of meeting materials, and costs of a CoC website.

The CoC Board will establish a dues structure that includes general dues for Members, which will be a nominal fee that will not limit access to participation. The Membership Committee established in this Charter will develop recommendations for additional dues or fees to support CoC fundraising goals for Board of Director approval and CoC approval for addition to this Charter.

In the proposed dues structure, the Membership Committee will include a process for requesting waivers for financial hardship for individual and organizational Members. The CoC believes that people with lived homeless experience and those at risk of homelessness provide valuable firsthand knowledge on the subject. Because meaningful participation of persons with lived experience of homelessness is essential to the CoC governance and management, they are considered CoC Members and afforded voting rights, and are eligible for service on Board and committees and are exempt from membership dues.

All Board members should be active CoC members. Board members that represent agencies should pay the agency fee. Board members that are at-large or not-representative of an organization may pay the individual fee. Fees may be waived for appointed Board member organizations and homeless advocates serving on the Board. Appointed Board members are members filling a position on the approved Board slate but were not nominated by CoC Stakeholders, such as local government or law enforcement. A waiver may be obtained upon request from HHA.

The membership dues structure includes two different fee schedules.

1. Individuals and organizations not receiving funding through the CoC

Organizations that wish to be active CoC members but are not currently receiving federal or state funding through the CoC have a smaller annual membership fee. These organizations do not require the level of support that agencies funded through CoC grants require such as monitoring, reporting, and trainings.

2. Organizations receiving federal or state funds through the CoC

Organizations that do receive grant funding through the CoC and therefore require additional levels of support, training, reporting, and technical assistance shall pay a fee based off of their annual budget. Agencies in this category must pay their membership dues prior to subcontracts being executed.

All paid and active members of the CoC are eligible to apply for grant funding. Applicants do not have to pay the fee for grant funded organizations at the time of application. If awarded funding through the CoC the organization will pay the grant funded fee amount during the FY of the active grant term.

5.3 Public Invitation for New Members

The CoC shall direct the Membership Committee to make a public invitation for new members within the geographic area to join the Continuum of Care at least annually.

6 MEETINGS

In satisfaction of HUD requirements as outlined in the Interim Rule, the CoC shall hold meetings of the full membership, with published agendas at least semi-annually. The Lead Agency will provide meeting support to the CoC and CoC Board and shall, on behalf of the CoC Board, Executive Committee, Standing Committees and membership, schedule and properly announce meetings, distribute meeting agendas and minutes, issue meeting materials, and post all relevant documents to the Okaloosa Walton Homeless Continuum of Care website (www.hhalliance.org).

6.1 Membership Meetings

The full membership of the CoC meets at least quarterly. The meetings shall include a report on the CoC's activities, funding, and progress toward meeting goals. All CoC members shall be notified of the date and location of membership meetings.

The final meeting of the year will be the Annual Meeting. The agenda for the Annual Meeting will include:

- The election of Directors;
- A review of any proposed changes to the CoC Governance Charter followed by a vote on those changes; and
- Any other business the Board chooses to put before its members

6.2 Notice of Meetings

Notice of the place, date, and time of each Membership Meeting, including the Annual Meeting, shall be sent to members by email or other reasonable means of communication at least five (5) business days before the meeting date, along with the agenda for the meeting. The members present at any properly announced meeting of CoC members shall constitute a quorum. Issues presented to CoC members for a vote will be decided by simple majority of the votes cast.

6.3 Board Meetings

The Board of Directors intends to meet monthly and have no less than six regular meetings during the Fiscal Year. Community members may request to attend and request time to address the Board.

6.4 Annual Review and Approval of CoC Application Meeting

The CoC Board shall approve the Consolidated Application for HUD Continuum of Care program funding, including Project Priorities established by a committee of disinterested parties appointed by the Executive Committee. The final draft of the application shall be publicly noticed on the CoC website prior to submission, as well as emailed to the Stakeholder email list serv prior to submission deadline, according to the requirements set forth in the NOFO issued by HUD. The CoC Board does have the right to convene a publicly noticed special meeting of the CoC to review and approve the application if the Board deems it necessary.

6.5 Standing Committee Meetings

Standing Committee meetings shall take place at a frequency determined by the nature of the duties and tasks delegated to each Committee. Committee members may be recommended to the Board by Committees themselves, but all committee appointments shall be members of the Continuum and have expertise in the committee area. Committee members and Stakeholders shall be properly notified of the time and location of meetings, which shall be at the discretion of the Committee and its Chair. Committee meetings are open to any interested party with the exception of the Grant Review Committee and the Monitoring Evaluating Committee.

6.6 Agenda

The agenda for each CoC Board and Membership meeting shall be distributed electronically and posted by the Lead Agency to the website of the Lead Agency at least five (5) business days before the meeting. CoC voting members and CoC Board members may suggest agenda items by submitting their requests to the Lead Agency no less than seven (7) business days prior to the meeting. The meeting agenda will be reviewed and adopted at the start of each meeting and additions or changes may be offered for consideration.

6.7 Minutes

Minutes of every meeting of the CoC, including but not limited to the annual meeting, membership meetings, and special meetings, will be published on the Okaloosa Walton Homeless Continuum of Care website, (www.hhalliance.org) within ten (10) business days of any meeting and will be replaced by approved minutes within ten (10) business days of the groups' next meeting. Minutes will summarize the matters discussed at the meeting and record all motions made, the names of the individuals who made and seconded each motion, the results of voting for and against each motion, and the names of any individuals abstaining from a vote.

6.8 Voting

Active CoC members shall be eligible to vote on matters coming before the CoC. At-Large community members shall have one vote and may not, in addition, vote on behalf of any organization, agency or unit of government.

Each member organization, agency, or unit of government shall have a maximum of one vote exercised by the designated voting representative as recorded on the Membership Registration form.

In cases where an organization, agency, or unit of government consists of subsidiary units or divisions that operate autonomously and represent unique interests, membership and voting rights may be conferred upon the subsidiary unit or division and the umbrella organization shall not be eligible to vote. Member organizations, agencies, and units of government may designate an alternate voting representative for meetings and make changes to the designated representative authorized to FL-505 Okaloosa/Walton County Continuum of Care Governance Charter vote on their behalf by written notification to the Executive Committee not less than 24 hours prior to the meeting.

Active CoC members shall complete an annual registration form that designates the voting representative and alternate at the beginning of each year (July 1). A registration form may be updated if needed throughout the year by a written request from the organization.

6.9 Quorum

In order to conduct binding business, the members present at any properly announced meeting of CoC members will constitute a quorum.

6.10 Special Meetings

Special meetings of the CoC Board may be called upon by the Chair and the Secretary or may be called upon the petition of five Directors. Written notice of the time, location and agenda of the Special Meeting shall be provided to all Directors of the COC, and publicly noticed, not less than two (2) business days prior to such meeting.

7 COORDINATED ENTRY

The CoC established and operates a coordinated entry system, named One Way Home that provides an initial, comprehensive assessment of the needs of individuals and families for housing and services. The Housing Committee develops operating guidelines for the coordinated entry system. The coordinated entry system: (1) covers the geographic area of Okaloosa and Walton Counties; (2) is easily accessed by individuals and families seeking housing or services; (3) is well-publicized; and (4) includes a comprehensive and standardized tool providing an initial assessment of housing and service needs. In addition, the CoC's coordinated entry system must incorporate the written standards for providing CoC assistance when evaluating and referring potential program participants.

Individuals and families who are fleeing, or attempting to flee, intimate partner domestic violence, dating violence, sexual assault, or stalking who are seeking shelter or services from non-victim services providers will be directed to Shelter House for housing and service needs.

8 THE BOARD

The COC shall be governed by an incorporated Board of Directors (the Board), which will provide oversight and accountability for all CoC responsibilities. To the extent that Directors represent an entity or constituency, they are responsible for relaying information back to that constituency about what is

discussed at board meetings (unless that would violate someone's confidentiality), and should serve as conduits to relay the concerns and opinions of members of their constituency back to the Board. Board Members shall serve on at least one Standing Committee. All Standing Committee Chairs shall be Board Members.

8.1. Responsibilities of the Board

Except for those responsibilities assigned to the CoC members (in paragraph 5.1.1 above), the Board will act on behalf of the COC to fulfill the regulatory duties of a continuum of care as set forth in [24 CFR § 578](#), or as otherwise articulated by HUD. The Board will be responsible for approval and implementation of all CoC policies and procedures and the CoC's Strategic Plan.

The Responsibilities of the Board include:

8.1.2 Operating a CoC

1. Hold meetings of the full membership, with published agendas, at least semi-annually.
2. Make an invitation for new members to join publicly available within the geographic region at least annually.
3. Adopt and follow a written process to select a CoC Board to act on behalf of the CoC and as a CoC, and review, update, and approve that process at least once every five years.
4. Appoint committees, subcommittees, and/or work groups.
5. In consultation with the designated Lead Agency and HMIS Lead Agency, develop, follow, and annually update this Governance Charter. This Governance Charter shall include all policies and procedures necessary to comply with HUD's CoC and HMIS requirements, including a code of conduct and recusal process for the CoC Board, its Chair, and any person acting on behalf of the CoC Board
6. In consultation with community providers and recipients of Continuum of Care (CoC) and Emergency Solutions Grant (ESG) funds within the CoC's geographic area, establish and operate a Coordinated Entry system that provides an initial, comprehensive assessment of the needs of individuals and families for housing and services.
7. In consultation with community providers and recipients of CoC and ESG funds within the CoC, establish and consistently follow written standards for providing CoC assistance.
8. Consult with recipients and sub recipients to establish performance targets appropriate for population and program type.
9. Educate the community on homeless issues.
10. Monitor performance of CoC and ESG recipients and sub recipients.
11. Evaluate the outcomes of projects funded under ESG and CoC programs.
12. Provide technical assistance and support to underperforming projects.
13. Based on outcome evaluations, recommend action by funders against ESG and CoC projects that perform poorly.
14. Approve the Lead Agency's report on outcomes of ESG and CoC projects to HUD annually.
15. Review of Collaborative Applicant and Lead Agency performance.

8.1.3 Designation of the Homeless Management Information System (HMIS)

- Designate a single HMIS for its geographic area and designate an eligible applicant to manage its HMIS;
- Review, revise, and approve privacy, security, and data quality plans;
- Ensure consistent participation of recipients/sub recipients in HMIS; and
- Ensure that the HMIS is administered in compliance with HUD requirements.

8.1.4 Continuum of Care Planning

- Coordinate implementation of a housing and service system;
- Conduct, at least biennially, a Point-in-Time count of homeless persons that meets HUD requirements;
- Conduct an annual gaps analysis of homelessness needs and services;
- Provide information required to complete the Consolidated Plan(s);
- Consult with State and local ESG recipients in the geographic area on the plan for allocating ESG funds and reporting/evaluating performance of ESG programs.

8.1.5 Preparation of a CoC Application for Funds

- Design, operate, and follow a collaborative process for the development of applications and approve submission of applications in response to a CoC Program Notice of Funding Availability (NOFA);
- Establish priorities for funding projects that includes state, federal, local, and private funding available
- The collaborative applicant must collect and combine the required application information from all projects within the geographic area and will apply for funding for CoC planning activities.

The CoC must approve project applications and the consolidated application prior to their submission to HUD by the deadline established in the NOFA. The consolidated application shall be published and posted to the Continuum of Care website, (www.hhalliance.org)

8.2 CoC Board Composition

The process for Board selection shall take place as follows {578.7(3)}:

The CoC Board is the Governing Body of the Continuum. Considerations for Board representation include expertise and experience in homelessness, geographic distribution, and diversification of interests, provider perspective, and the perspective of homeless persons, managing conflicts of interest, community health, and local officials from multiple jurisdictions. Board members must be relevant— meaning that they must live or work in the geographical area of the CoC. The Board will consist of an odd number of directors totaling no fewer than 11 and no more than 23.

Board membership must consist of only Members as defined in Section 5.1.1, and will include the following slate until this charter is amended:

- **Public Housing (1 seat per County)**
- **Government: City/County (1 seat per County)**
- **Non-Profit Service providers (2 total with 1 seat per County)**
- **Veteran Organization (1 seat per County)**
- **Community Agencies (i.e.: CareerSource, MHA) at least 1 seat per County)**
- **Law Enforcement (1 seat per County)**
- **School Districts (1 seat per County)**
- **Faith-Based Organizations (1 seat per County)**
- **Formerly Homeless individuals (1 to 3)**
- **At Large (1 seat per County)**
- **Members can represent more than one member position (i.e.: formerly Homeless and Veteran Organization)**

Each constituency category on the board slate will nominate or appoint one alternate except for people with experience of homelessness who may nominate multiple alternates. The CoC’s intention is to ensure a balance of constituencies represented on the Board while ensuring a path for new stakeholders to serve on the Board. The total number of Board members will not exceed 23 members.

8.3 Term of Office

Directors will serve staggered terms of 3 years so that approximately one-third of directors will stand for election each year. In the first year, newly-elected directors will draw lots to determine the length of their term—one, two, or three years. Each Official elected shall serve a term of two years. Terms of office shall begin in September annually.

8.4 Nomination and Voting

Each year the existing Board will solicit recommendations from CoC members to develop a slate of Membership candidates for election to the Board when positions are available. The Membership will vote for open Board positions at the Annual Meeting which will be held in July or August.

8.5 Resignation and Removal

CoC Board members may resign from the Board at any time by giving written notice to the Board Chair. In addition, Directors may be removed from the Board by a majority vote of remaining Board members for 3 consecutive unexcused absences, misconduct, failure to participate, or violation of conflict of interest policies.

8.6 Vacancies

When a director resigns or is removed from the Board or cannot serve his/her full term for any reason, the Board may appoint another CoC member to fill the unexpired term.

8.7 Voting

In any matter brought before the CoC BOD, each Director shall have one (1) vote.

All issues presented to a Director for a vote will be decided by a simple majority of votes cast. Directors may vote by voice in person or by submitting their vote by e-mail or in writing to the Board Chair at least 24 hours before a vote is scheduled to be conducted at a meeting.

Twenty-five percent (25%) of the COC Directors must be physically or electronically present at the time of the meeting to constitute a quorum.

8.8 Voting without attending a meeting

Although not the preferred method of attendance, accessibility will be expanded to Board, Committee, and Stakeholder meetings, whenever possible through electronic/telephonic technology, allowing for increased participation from all locales. Those participating by teleconference or other equipment will be counted towards meeting quorum requirements, and their votes are valid.

8.9 Officers Seats

The officers of the CoC shall be a Chair, a Vice Chair, Secretary, and Treasurer.

8.10 Officers

The person elected chair must have been a member of the Continuum of Care for at least one year prior to election. The election of each officer of the BOD shall require a two-third vote of Board members present. Removal of any officer elected or appointed by the BOD may be removed by a two-third vote of the BOD. If a vacancy occurs in the Chair's office, the Vice-Chair shall be appointed to complete the term. Time in office to fill a vacancy will not be considered as serving part of an elected term in office. The Officers of the CoC will not receive a salary or other compensation for services rendered to COC, but will be entitled to reimbursement of BOD pre- or post- approved expenses incurred in the performance of their duties.

8.11 Chair and Vice Chair

The Chair is responsible for scheduling meetings of the CoC, ensuring that the CoC meets regularly or as needed, and for setting the agenda for meetings. In the absence of the Chair, the Vice Chair assumes the duties of the Chair.

8.12 Secretary

The Secretary shall keep accurate records of the acts and proceedings of all meetings of the CoC Board, or designate another person to do so at each meeting, including documenting all actions taken without a meeting. Such records will include the names of those in attendance. The Secretary shall give all notices required by law and by these Regulations. The Secretary shall perform such other duties as the CoC may designate, and shall chair CoC meetings in the case of the absence of the Chair and Vice Chair. The Secretary shall maintain attendance records in order to determine eligibility to vote.

8.13 Treasurer

The Treasurer is responsible for the development of annual budget and any subsequent modifications to the budget for the approval of the board. Responsible for compliance with all financial reporting

requirements to funding sources, board members, and CoC membership. Responsible for compliance with all auditing requirements including development of an Audit Selection process. Provide monthly financial reports to the Board of Directors. Ensure all fiscal processes are transparent for full reporting and accountability of public and governmental funds.

8.14 Executive Committee

The Executive Committee shall provide leadership in planning and assure the operational integrity of the Continuum of Care. The Executive Committee shall have a Chair, Vice Chair, Secretary, and Treasurer elected by the Board and serving terms of two years. For continuity purposes, the past Chair will serve on the Executive Committee as well. Members are eligible for election to the Executive Committee, with the provision that no more than one representative of a member organization, agency, or unit of government shall be seated concurrently. The Chair shall officiate business and conduct meetings and the Vice Chair shall officiate business in circumstances where the conduct of the Chair has been formally challenged or in circumstances when the Chair must recuse him/herself. The Secretary shall be responsible for taking the minutes of Board and Membership meetings and for maintaining attendance records. The Executive Committee shall appoint standing committees or workgroups which may be delegated to carry out specific tasks required of the CoC under Subpart B of the Interim Rule and which may otherwise be formed and maintained to further the goals of the CoC, fulfill its purpose, and further its succession. The Executive Committee shall be responsible for completing or for designating an entity, subcommittee, or work group to complete the following: (1) hold semi-annual meetings, with published agendas, of the full membership of the CoC for the purpose of conducting business requiring the approval of the full membership; (2) hold regularly scheduled quarterly general membership meetings, with published agendas; (3) establish and follow written standards for providing assistance; (4) establish and operate a centralized or coordinated intake system; (5) develop, follow, and update annually a governance charter; (6) adopt and follow a written process for board selection; and (7) review the written process for board selection at least every five years and present recommendations for updating the process to the members for approval.

9 STANDING COMMITTEES

The Executive Committee shall appoint Standing Committees which may be delegated to carry out specific tasks required of the CoC and its Board under Subpart B of the Interim Rule. Board Members shall serve on at least one Standing Committee. All Standing Committee Chairs are Board Members with knowledge and experience relevant to the Committee. The Grants Committee and the Monitoring committee will be comprised of CoC Board members only free of conflict-of-interest.

9.1 Monitoring and Evaluation Committee

The Monitoring and Evaluation Committee will collaborate with the Collaborative Applicant and HMIS Lead Agency, CoC-funded entities, and CoC Membership to:
Review Point-in Time Count and Housing Inventory Count, data, gaps analysis, HMIS data reports, consolidated plan and make recommendations for Board approval the priorities to be used in ranking requests for CoC funding; recipients and subrecipients, review monitoring reports of recipient and subrecipient performance, evaluate outcomes, and recommend to the Board actions to be taken against poor performers; Utilize HUD System Performance Measures to evaluate CoC overall success in eliminating homelessness, using guidance available from HUD and making changes over time as

necessary to incorporate new regulations or guidance available from state or local authorities; review written standards and performance measures for ESG assistance and providers and make recommendations for revision to Board of Directors; Evaluate outcomes of projects funded under the ESG and CoC Program, and provide outcome data to the Collaborative Applicant to report to HUD; and Consult with state and local government agencies, homeless service providers, private funders, and other relevant entities and organizations to evaluate available resources and reach agreement about how those resources can be allocated most effectively to implement plans to eliminate homelessness. The Monitoring and Evaluation Committee will also provide all reports to the Planning Committee for use in the annual review of Collaborative Applicant and Lead Agency.

9.2 Grants Committee

The Grants Committee shall formalize a transparent funding process that prioritizes unmet needs and gaps in services according to the Continuum of Care Board of Directors and membership. The Grants Committee shall rank and review project applications in order to ensure results-based accountability and improve structure to support communication and alignment of resources. The committee will make recommendations on strategically aligning resources available based on Board- approved priorities to make the most effective use of scarce resources. The committee shall ensure fair and equitable distribution of funds to paid member applicants in a transparent process free of conflict of interest therefore members of this committee may not be applicants of CoC funding.

The Grants Committee shall review findings of the Monitoring and Evaluation Committee, the program priorities established by the Board, and the applications for new programs or projects, and make recommendations to the Board about which programs/projects to include in the annual CoC application, and rank projects for the application; and develop and oversee operation of a grievance process for agencies whose applications for funding have not been selected by the CoC.

9.3 HMIS/Data Committee

The HMIS/Data Committee shall be responsible for monitoring the overall operational integrity of the CoC's Homeless Management Information System (HMIS) and shall ensure the quality and integrity of HMIS data and the administration of HMIS in compliance with requirements prescribed by HUD. The HMIS/Data Committee shall develop for Board approval and implement a plan for monitoring the HMIS to ensure that HMIS is satisfying all requirements of all regulations issued by HUD; fulfilling the obligations outlined in the HMIS Governance Charter and Agreement including the obligation to enter into a written agreement with each participating HMIS organizations. The committee will develop a Users' Agreement for all agencies using the official HMIS and ensure training and technical assistance is provided for users. The committee will also recruit and screen for additional users of the HMIS in Okaloosa and Walton counties.

The HMIS/Data Committee shall ensure that the HMIS Lead: (1) develops annual review, and as necessary revise for Board approval a privacy plan, security plan, and data quality plan for the HMIS as well as any other HMIS policies and procedures required by HUD (2) ensures the consistent participation of recipients and subrecipients of grant funds; and (3) Oversee and monitor HMIS data collection and production of reports including but not limited to point-in-time count; Housing Inventory Chart; Annual Homeless Assessment Report (AHAR); and Annual Performance Reports (APRs). (4) The HMIS/Data Committee shall oversee and designate an entity, subcommittee, or work group to complete the

following: (1) prepare and submit to HUD the Annual Housing Assessment Report (AHAR); (2) prepare and submit to HUD the Housing Inventory Count (HIC) and Point in Time Count (PIT); and (3) such other reports and data as HUD may require; (4) administers the HMIS in compliance with requirements prescribed by HUD.

9.4 Housing Committee

The Housing Committee shall promote Housing First and rapid rehousing as best practice. The Housing Committee shall assist in developing processes and initiatives that increase access to shelters, transitional, supportive, and affordable housing for families and individuals using Housing First. The Committee shall assist in the overall coordination of efforts to: (1) Increase access to stable and affordable housing; (2) Ensure the provision of supportive housing assistance to people experiencing or at-risk of homelessness (3) Ensure the provision of shelter and transitional housing; and (4) improve discharge planning from healthcare, mental health, DOC/DJJ, and foster care. The Housing Committee shall update Written Standards for ESG and CoC recipients and sub recipients, a housing resource inventory, mapping of housing referral system, and recommend guidelines for Centralized Intake that mandate housing first and prioritization by vulnerability.

9.5 Membership Committee

The Membership Committee shall develop processes and guidelines to increase community awareness and participation that can result in solutions to homelessness. The Membership Committee shall be responsible for the expansion and maintenance of an active and diverse membership. It shall have ultimate responsibility for ensuring that the CoC Board and its membership are representative of the relevant organizations, agencies, or governmental departments established by HUD in the Interim Rule, including where present and available to serve: nonprofit homeless assistance providers; victim service providers; faith-based organizations; governments; businesses; advocates; public housing agencies; school districts; social service providers; mental health agencies; hospitals; affordable housing developers; law enforcement; and organizations that serve veterans; and homeless and formerly homeless individuals. At the direction of the CoC and its Board, the Membership Committee shall make an annual, proactive invitation for new members to join the CoC publicly available through: (1) targeted mail and email to staff of relevant organizations, agencies, or governmental departments; (2) posting an invitation on the website of the Okaloosa Walton Homeless Continuum of Care; and FL-505 Okaloosa Walton Homeless Continuum of Care Governance Charter 3)publishing in a daily newspaper with wide circulation in Okaloosa and Walton County a general invitation to interested individuals, organizations, and agencies.

9.6 Planning Committee

The CoC Planning Committee shall ensure the CoC fulfills its responsibilities for Continuum of Care planning as detailed in 578.7(c) of Subpart B of the interim rule. The CoC Planning Committee shall be responsible for completing or for designating an entity, subcommittee, or work group to complete the following: (1) develop a continuum of care plan meeting the requirements of 578.7(c)(1); (2) conduct an annual gaps analysis of homeless needs and services; (3) participate in the development of and providing of information required to complete the Consolidated Plan; (4) Systems alignment and

development of strategies to meet or enhance performance of the CoC according to the outcomes of the HUD System Performance Measures.

The CoC Planning Committee shall be responsible for conducting an annual performance appraisal of the Lead Agency and Collaborative Applicant in conduct of the responsibilities for operating the Continuum of Care and for preparing an application for funds as detailed in Subpart B of the interim rule or designated by the CoC in this governance charter.

9.7 Housing and Services Committee for Special Populations

The Housing and Services Committee will be composed of relevant Stakeholder that have knowledge and experience in serving specific special populations experiencing homelessness. Special populations include veterans, persons with HIV/AIDS, chronically homeless, unaccompanied youth, victims of domestic violence, elderly, disabled, and families with minor children in the household. The committee shall develop and implement a plan and processes to improve case management of supportive Services to increase self-sufficiency and stabilize housing by the following: (1) improve linkage of Healthcare/Mental Health/Substance Abuse and long term care facilities; (2) improve income of homeless participants; (3) improve access to domestic violence and sexual assault services; (4) improve linkage to basic human needs; (5) improve outreach to engage homeless persons in services and link to housing; (5) improve linkage to services through the Coordinated Entry System and align resources to accelerate housing. Each special population may be represented by a smaller subcommittee, such as the Initiative for Veterans of Okaloosa Walton (IVOW) or providers specializing in one of these special populations may collaborate and contribute information with the full committee. The committee will each develop strategies and a plan for these populations and submit it to the Planning Committee for inclusion in larger plan.

The Housing and Services Committee will foster relationships with Okaloosa Walton organizations targeting special populations as well as provide input, collect data, and recommendations for how to coordinate an effective response to homelessness for these special population persons so that they may achieve housing placement as rapidly as possible and that the housing intervention accompanies an adequate amount of supportive services and case management to maintain stable housing. This committee will also try to improve the referral system and data collection for special populations including strategies on to deal with specific barriers such as informed consent, privacy protection, data sharing, safe and fair housing, and prioritization by vulnerability.

A focus group for youth and a youth committee may be implemented. This committee will foster relationships with Okaloosa Walton organizations targeting children and youth 24 years old or younger and with the District School Boards of Okaloosa and Walton County Liaison for Homeless Education to facilitate strategies to meet the needs of youth experiencing or at risk of becoming homeless. Unaccompanied children and youth, those who present for services alone, are a particular concern as they present unique needs and challenges.

10 CODE OF CONDUCT AND CONFLICTS OF INTEREST

10.1 Conduct and Attendance

Directors, committee members, and other CoC agents and employees must exercise care, diligence and prudence when action on behalf of the CoC. These individuals must timely complete work they have agreed to undertake on behalf of the CoC. In addition, they must attend Board and committee meetings and be prepared to discuss matters presented for their deliberation. Absence without notice or explanation for three consecutive meetings within a calendar year or repeated failure to complete work assignments will be grounds for removal from the Board and/or committee assignments.

10.2 Conflict of Interest

10.2.1 Rules Regarding Conflict

No employee, officer, agent, or member of the Board of Directors shall participate in the selection, award or administration of a contract involving any agency with which they are associated if a real or apparent conflict of interest would be involved. Such a conflict would arise when the employee, officer, agent, or member of the Board of Directors, or any member of her or his immediate family, her or his partner, or an organization that employs or is about to employ any of the parties indicated herein, has a financial or other interest in the firm selected.

All employees, officers, members of the Board of Directors, or other persons to whom this policy is applicable, are required to sign a conflict of interest form stating their removal from decision-making in such instances. CoC directors and committee members must also sign a Conflict of Interest Acknowledgement Form annually, affirming that they have reviewed the conflict of interest policy and disclosing any conflicts of interest that they face or are likely to face in fulfillment of their duties.

In addition, no employee, officer, agent or member of the Board of Directors may solicit or accept gifts related to their professional duties on behalf of the Okaloosa Walton Homeless Continuum of Care for personal benefits in excess of \$25.

Failure to abide by these policies is grounds for dismissal from whatever capacity served on behalf of the Okaloosa Walton Homeless Continuum of Care.

10.2.2 Disclosure

At the beginning of every meeting of the Board or committee, Board and committee members must disclose if they have any conflicts of interest or potential conflicts of interest regarding any business included in the meeting's agenda.

10.2.3 Abstention from Decision-Making

Any matter in which directors or CoC committee members have an actual or potential conflict of interest will be decided only by a vote of disinterested individuals. In addition, the minutes of any meeting at which such a vote is conducted must reflect the disclosure of interested directors' and committee members' actual or potential conflicts of interest and their abstention. The person with a conflict of

interest will not participate in any of the discussions prior to voting and will orally state they are abstaining from voting. Both must be reflected in the minutes.

11 APPROVAL OF GOVERNANCE CHARTER AND SUBSEQUENT AMENDMENTS

11.1 Scope of the Governance Charter

The CoC Governance Charter establishes a framework for governing the Continuum as well as roles and responsibilities related to establishment of policies and procedures needed to comply with the Interim Rule ad with Florida Statute 420.623 establishing local coalitions for the homeless.

11.2 Approval and Subsequent Amendments

The governance framework outlined in this document and every subsequent amendment to that framework must be approved by a majority of voting members of the CoC.

11.3 Regular Review of the Governance Charter

In consultation with the Lead Agency and the HMIS Lead, the Board will review the charter annually and recommend to the CoC changes to improve the functioning of the CoC and maintain compliance with federal regulations.

Every five (5) years after initial approval of the Governance Charter, the Executive Committee acting on behalf of the CoC Board shall convene interested members and conduct a review and discussion of the Board selection process and, as necessary, propose revisions to the Board selection process. The Membership Committee shall present its result and recommendations to the Executive Committee for approval. Once approved, the Executive Committee written process for the Board selection must be updated in the Governance Charter and HHA Bylaws.