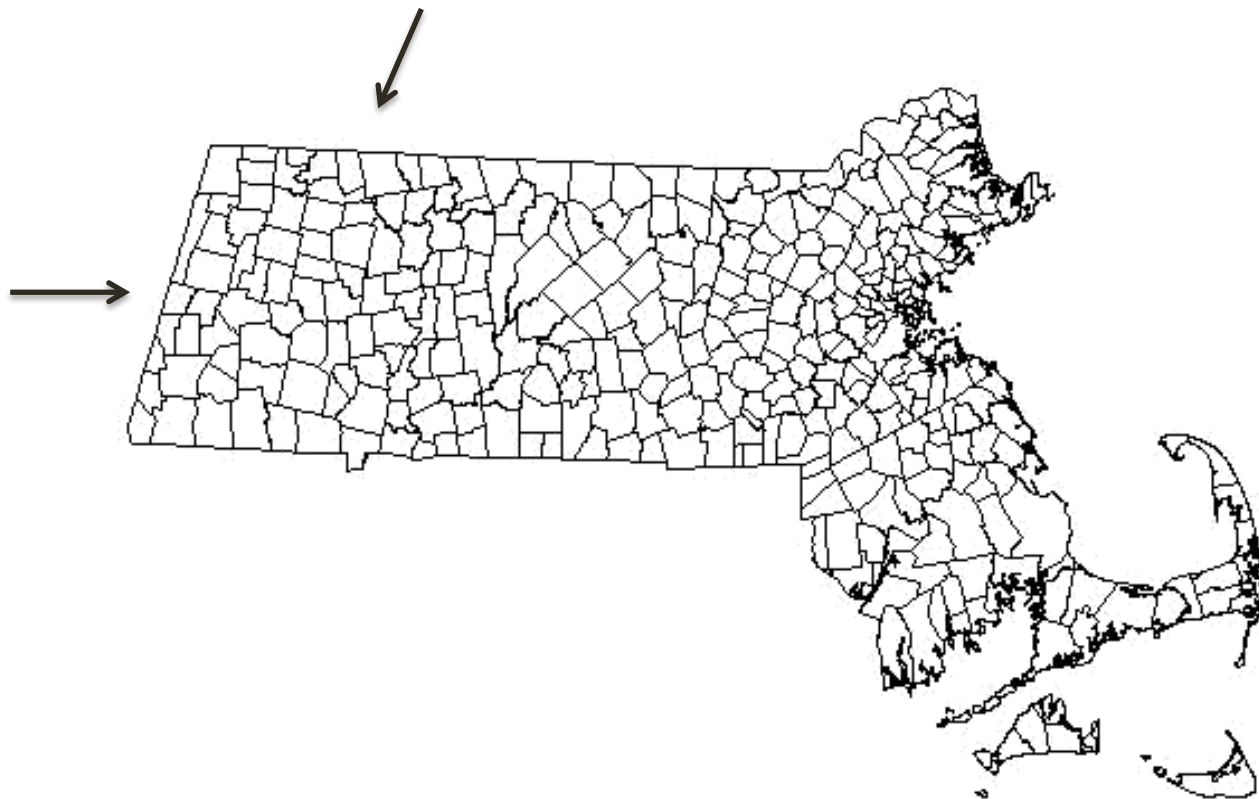


THREE COUNTY RURAL CONTINUUM OF CARE

SERVING HAMPSHIRE, FRANKLIN AND BERKSHIRE COUNTIES



THREE COUNTY RURAL CONTINUUM OF CARE

GOVERNANCE CHARTER

Organization

Name: The name of the committee is the Three County Rural CoC Board (hereinafter referred to as the “Board”).

Purpose

The Board serves as the HUD-designated primary decision making group of the Three County Rural Continuum of Care (MA-507) (hereinafter referred to as the “CoC”). The board is elected by the general membership and given decision making and delegation authority.

Membership in the CoC is open to all stakeholders in Hampshire, Franklin and Berkshire Counties, including political subdivisions and other government organizations, businesses, homeless service providers, victim service providers, faith communities, social service providers, organizations that serve veterans, funding entities, homeless and formerly homeless individuals, advocacy groups, hospitals/medical providers, behavioral health providers, and agencies such as public housing authorities, school systems and universities, law enforcement and the corrections system, and the local Workforce Investment Act board.

The membership of the CoC is defined as those persons and organizations attending committee meetings or workgroups and/or is a member of the Western Massachusetts Network to End Homelessness.

New members may enroll at any time during the year by providing to the CoC Administrator their names, contact information, and any relevant affiliations.

Continuum of Care

As the Board of the CoC and its members:

1. Ensure that the Collaborative Applicant and its sub-recipients are meeting all of the responsibilities assigned to it by HUD regulations
2. Represent the relevant organizations and projects serving homeless subpopulations;
3. Support homeless persons in their movement from homelessness to economic stability and affordable permanent housing within a supportive community;
4. Ensure that the CoC is inclusive of all needs of Berkshire, Hampshire and Franklin Counties, MA homeless population, including the special service and housing needs of homeless sub-populations; and
5. Facilitate responses to issues and concerns that affect the agencies funded by the CoC that are beyond those addressed in the annual CoC application process.

Responsibilities

As the elected board of the CoC membership, the Board works with the CoC Collaborative Applicant (Hilltown CDC) to fulfill three major duties:

1. Operate the CoC, which must:

- i. Hold meetings of the full membership, with published agendas, at least semi-annually;
- ii. Make an invitation for new members to join publicly available within the geographic area at least annually;
- iii. Adopt and follow a written process to select Board members to act on behalf of the CoC members. The process must be reviewed, updated, and approved by the larger CoC membership at least once every 5 years;
- iv. Appoint committees, subcommittees, or workgroups;
- v. In consultation with the CoC Collaborative Applicant and the HMIS Lead, develop, follow, and update annually a governance charter, which will include all procedures and policies needed to comply with CoC requirements as prescribed by HUD; and a code of conduct and recusal process for the Board, its chair(s), and any person acting on behalf of the Board;
- vi. Consult with recipients and sub-recipients of CoC funding to establish performance targets appropriate for population and program type, monitor recipient and sub-recipient performance, evaluate outcomes, and take action against poor performers;
- vii. Evaluate outcomes of projects funded under the Emergency Solutions Grants program in the three counties (hereinafter referred to as “ESG”) and the CoC program, and report to HUD;
- viii. In consultation with recipients of ESG funds, establish and operate a centralized and coordinated assessment system that provides an initial, comprehensive assessment of the needs of individuals and families for housing and services.

2. Designating and operating a Homeless Management Information System (HMIS):

- i. Designate a single HMIS for the geographic area;
- ii. Designate an eligible applicant to manage the CoC’s HMIS, which will be known as the HMIS Lead;
- iii. Review, revise, and approve a privacy plan, security plan, and data quality plan for the HMIS.
- iv. Ensure consistent participation of recipients and sub-recipients of CoC and ESG funding in the HMIS;
- v. Ensure the HMIS is administered in compliance with requirements prescribed by HUD.

3. Continuum of Care planning:

The CoC must develop a plan that includes:

- i. Coordinating the implementation of a housing and service system within its geographic area that meets the needs of the homeless individuals (including unaccompanied youth) and families. At a minimum, such system encompasses the following:
 - 1) Outreach, engagement, and assessment;
 - 2) Shelter, housing, and supportive services;
 - 3) Prevention strategies.
- ii. Planning for and conducting, at least biennially, a point-in-time count of homeless persons within the geographic area that meets the following requirements:
 - 1) Homeless persons who are living in a place not designed or ordinarily used as a regular sleeping accommodation for humans must be counted as unsheltered homeless persons.
 - 2) Persons living in emergency shelters and transitional housing projects must be counted as sheltered homeless persons.
 - 3) Other requirements established by HUD by Notice.
- iii. Conducting an annual gaps analysis of the homeless needs and services available within the geographic area;

iv. Provide information required to complete the Consolidated Plan(s) within the CoC's geographic area; Consulting with state and local government ESG program recipients for allocating ESG funds and reporting on and evaluating the performance of ESG recipients and sub-recipients.

CoC Membership

Responsibilities of Members

Most of the responsibilities of the CoC will be carried out by its Board (with input from Members), with the following exceptions:

- Members will vote directly to approve the governance framework set forth in this Governance Charter and any subsequent changes or additions to the Governance Charter;
- Every five years following initial approval of this Governance Charter, members will review, update, and approve changes to the Governance Charter;
- Unless the Board selection process is changed by a subsequent amendment to the Governance Charter, members will vote annually to elect directors to available board positions.

Membership Meetings

The full membership of the CoC shall meet at least semi-annually. The semi-annual 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 to serve on the Board;
- 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.

Notice of Meeting

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 business days before the meeting date, along with the agenda for the meeting.

Quorum and Voting

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.

CoC Community Board

The CoC shall be governed by a Board, which will provide oversight and accountability for all CoC responsibilities.

Responsibilities of the Board

Except for those responsibilities assigned to the CoC members, the Board will act on behalf of the CoC to fulfill the regulatory duties of a continuum of care set forth in 24 CFR 578. The Board shall be responsible for approval and implementation of all CoC policies and procedures.

Board Membership

Each year, at the annual CoC event, the structure of the CoC, workgroups, and committees will be outlined; the nomination process for the Board is also explained. A slate of potential Board members (developed as described in the Nomination and Terms section below) are presented to and voted on by the CoC membership. No one organization shall have more than two votes.

The Board membership consists of the following, with each designated role having one seat on the committee, except as otherwise indicated:

Nomination and Terms

Each year the existing Board will solicit recommendations from CoC members and develop for Membership approval a slate of candidates for election to the Board. The Membership will vote for open Board positions at the Annual Meeting. While all seats are subject to staffing changes at represented agencies, the following designates the seats filled by Board members in staggered two year terms:

Permanent Seats

Berkshire County Representative
Hampshire County Representative
Franklin County Representative
Collaborative Applicant and HMIS lead
Homeless Advocate
Homeless Veteran's Advocate
Formerly Homeless Individual
McKinney Vento Education Liaison
CoC Workgroup Representatives
Western MA Regional Network to End Homelessness Representative
ESG Representative(s)

Additional Conditions

No organization may have more than one representatives on the CoC Board.

Vacancies

Outgoing representatives who vacate a seat during their term will be responsible for replacing their seat with an appropriate board member.

Quorum

A number equal to a majority of those serving on the Board shall constitute a quorum for the transaction of business at any meeting.

Manner of Acting

The act of the majority of those serving on the Board shall be the act of the Board.

Voting

At all Board meetings, business items may be decided by arriving at a consensus. If a vote is necessary, all votes shall be by voice or ballot at the will of the majority of the members serving on the Board. Each representative seat shall have one vote. No member may vote on any item which presents a real or perceived conflict-of-interest. All Board members must sign off on a conflict of interest policy.

Action Without a Meeting

Any action that may be taken at any meeting of the Board may be taken without a meeting if that action is approved, in writing (e.g. letter, email) by a majority of the Board membership.

Removal

The seat of any representative who is absent without cause for three (3) consecutive meetings of the Board may be declared vacant by the remaining members of the Board. Such seats will then be filled by a majority vote of exiting board members with an emphasis placed on categorical replacements.

Work Groups and Committees

The Board may establish committees as it deems necessary.

Conflicts of Interest

A representative having a conflict of interest or a conflict of responsibility on any matter shall refrain from voting on such matter. Members of the Board will sign a Conflict of Interest policy annually.

Resignation

Unless otherwise provided by written agreement, any representative may resign at any time by giving written notice to the Chairperson. Any such resignations shall take effect at the time specified within the written notice or if the time be not specified therein upon its acceptance by the Board.

Officers

The officers of the Board shall be two (2) Co-Chairs, and a Secretary. Officers shall not be compensated for their services as such officers.

Election and Term

The officers shall be elected by the CoC membership annually, at the first regular meeting of a new calendar year. Each officer shall hold office for a term of one (1) year or until their successors have been elected and qualified. Officers may serve up to two (2) consecutive terms. No person may hold more than one (1) office.

Officer Vacancies

Vacancies among the officers may be filled by a vote of the majority of the Board representatives at any meeting at which a quorum is present.

Co-Chairs

Co-chairs or their designee are responsible for scheduling meetings of the Board, ensuring that the Board meets regularly (4 times/year) or as needed, and for setting the agenda for meetings.

Secretary The Secretary or their designee shall keep accurate records of the acts and proceedings of all meetings of the Board, or designate another person to do so at each meeting, including documenting all actions taken without a meeting, as described above. 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 have general charge of Board records and shall keep or cause to be kept all such records at the CoC Collaborative Applicant's office. The Secretary shall sign such instruments as may require the Secretary's signature, shall perform such other duties as the Board may designate, and shall chair Board meetings in the case of the absence of both co-chairs.

Resignation of Officers

Unless otherwise provided by written agreement, any officer may resign at any time by giving written notice to a Co-chair or the Secretary. Any such resignations shall take effect at the time specified within the written notice or if the time be not specified therein upon its acceptance by the Board.

Committees and Working Groups

The CoC will carry out its responsibilities through the work of a number of Committees and Working Groups. All CoC Members may participate on Committees and Working Groups. Policies and policy decisions made by the Committees and Working Groups must be approved by the Board before taking effect. CoC Committees are charged to make recommendations to the board that will improve the overall CoC system and assist in the compliance with HEARTH Act regulations.

Standing Committees

The CoC shall have three standing committees, as follows:

1. Performance and Outcomes Committee

The Performance and Outcomes Committee will collaborate with the CoC Administrator, CoC-funded entities, and CoC Membership to:

- Review PIT and HIC data, conduct a gaps analysis, and make recommendations for Board approval the priorities to be used in ranking requests for CoC funding;
- Establish performance targets appropriate for population and program type in consultation with recipients and sub-recipients, then monitor recipient and sub-recipient performance, evaluate outcomes, and recommend to the Board actions to be taken against poor performers;
- Develop performance measures to evaluate Three County CoC's 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;
- Establish written standards and performance measures for ESG assistance and providers; 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.

2. CoC Application Committee

The CoC Application Committee will:

- Work with the Collaborative Applicant to design and implement a collaborative process for developing a consolidated application for 3 County programs and projects seeking CoC funding;

- Review findings of the Performance and Outcomes 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.

3. HMIS/Data Committee

The HMIS Committee will work with the HMIS Lead to:

- Develop, annually 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.
- Develop for Board approval and implement a plan for monitoring the HMIS to ensure that:
 - o Recipients and sub-recipients consistently participate in HMIS;
 - o HMIS is satisfying the requirements of all regulations and notices issued by HUD;
 - o The HMIS Lead is fulfilling the obligations outlined in its HMIS Governance Charter and Agreement with the CoC, including the obligation to enter into written participation agreements with each contributing HMIS organization.
- Oversee and monitor HMIS data collection and production of the following reports:
 - o Sheltered point-in-time count;
 - o Housing Inventory Chart;
 - o Annual Homeless Assessment Report (AHAR); and
 - o Annual Performance Reports (APRs)

Joint Committees: CoC-Western Mass Network to End Homelessness-Western Mass Interagency Council

The CoC collaborates with the Springfield CoC, the Western Massachusetts Network to End Homelessness (Network), and the Western Massachusetts Interagency Council (WMIC) to coordinate services, improve intake and assessment, share best practices, create innovative responses, and create and monitor local discharge plans through three population-specific committees.

Individual Services/REACH Committee

The Individual Services/REACH Committee focuses on the needs of individuals without children living with them. Sub-regional REACH meetings bring together outreach, housing, shelter and service providers from multiple agencies to perform group triage and coordinated placement. The Individual Services Committee is responsible for overseeing discharge planning for Corrections, Mental Health, and Health facilities.

Family Services Committee

The Family Services Committee focuses on the needs of families with children.

Unaccompanied Youth Committee

The Unaccompanied Youth Committee focuses on the needs of homeless persons under 18 who are not living with parents or other adults. This Committee is responsible for planning for counting of youth in the annual Point-in-Time count, and for overseeing discharge planning from foster care.

Veteran's Committee

The veteran's committee will focus on the needs of homeless veterans, assisting in the annual Point-in-Time count with veterans and the service delivery system designed to identify housing and support services needed to assist homeless veterans in stabilizing their housing and overall needs. This committee will also interact with the state Interagency Council on Housing and Homelessness (ICHH) Veterans Partnership Workgroup.

Other Committees and Working Groups

The CoC may establish committees or working groups as it deems necessary. Two existing groups assist the CoC in meeting its regulatory obligations.

Centralized/Coordinated Intake and Assessment Work Group

This Work Group is planning for establishment and operation of a centralized or coordinated assessment system.

Street Count Committee

The Street Count Committee comes together during January each year to plan for and undertake the annual point-in-time street count.

Appointment of Agents and Designation of HMIS

Collaborative Applicant

Hilltown CDC serves as the CoC's Collaborative Applicant. Hilltown CDC may apply for Designation as a Unified Funding Agency.

HMIS Lead

Hilltown CDC will serve as the CoC's HMIS Lead.

HMIS Designation

The CoC designates Efforts to Outcomes (ETO) system as the single Homeless Management Information System for its geographic area.

Code of Conduct and Conflicts of Interest

Conduct and Attendance

Directors, committee members, and other CoC agents and employees must exercise care, diligence and prudence when acting 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 meetings within a calendar year or repeated failure to complete work assignments will be grounds for removal from the Board and/or committee assignments.

Conflict of Interest

Rules Regarding Conflict

Directors, committee members, and other CoC agents and employees must abide by the following rules in order to avoid conflicts of interest and promote public confidence in the integrity of the CoC and its processes. Failure to honor these rules will be grounds for removal from the Board and any of its committees.

- Directors, committee members, and other CoC agents and employees may not participate in or influence discussions or resulting decisions concerning the award of a grant or other financial benefit to:
 - o Any organization that they or a member of their immediate family represents; or
 - o Any organization from which they or a member of their immediate family derives income or anything of value.
- Whenever CoC directors, committee members, agents, employees, or any of their immediate family members have a financial interest or any other personal interest in a matter coming before the Board or one of its committees, they must:
 - o Fully disclose the nature of the interest; and
 - o Withdraw from discussing, lobbying or voting on the matter.

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.

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.

Annual Conflict of Interest Acknowledgement Form

CoC directors and CoC committee members must sign a conflict of interest 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 as directors.

Approval of Governance Charter and Subsequent Amendments

This Governance Charter and every subsequent amendment to it must be approved by a majority of CoC members. In consultation with the Collaborative Applicant and the HMIS Lead, the Board will review the Governance Charter annually and recommend to the Members changes to improve the functioning of the CoC and maintain compliance with federal and state regulations. In addition, every five years, the Board will invite interested CoC Members to participate in a review and discussion of the Governance Charter. Based on consensus achieved in that discussion, the Board will ask CoC Members to ratify the existing Governance Charter or approve proposed changes to the Governance Charter at their next Annual Meeting.