
First Amended
and Restated
Governance
Documents for
the Commission
on
Homelessness
for Volusia &
Flagler Counties,
formerly known
as the
Volusia/Flagler
Continuum of
Care (FL- 504
CoC)

Governance Charter

Adopted on October 13, 2016

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1. Organization

The name of this unincorporated organization is the Commission on Homelessness for Volusia & Flagler Counties (hereinafter referred to as the "CoH") acting as the Continuum of Care (CoC). HUD refers to this CoC as the Daytona Beach/Deltona/Volusia-Flagler Counties CoC (FL504 CoC).

2. Geographic Area

The CoH carries out its activities throughout all of Volusia and Flagler Counties, Florida.

3. Purpose

The purpose of the CoH is to:

- Promote community-wide commitment to the goal of ending homelessness;
- Provide funding for efforts by nonprofit providers, local governments and other private entities to re-house homeless individuals and families rapidly while minimizing the trauma and dislocation caused to homeless individuals, families, and communities by homelessness;
- Promote access to and effective utilization of mainstream programs by homeless individuals and families; and
- Optimize self-sufficiency among individuals and families experiencing homelessness.
- CoH will serve as the lead for the coordination of homeless efforts.

"Our mission is to develop and promote strategies to address the problem of homelessness and work collaboratively with all levels of government, nonprofit providers and the community-at-large. We will facilitate funding to provide emergency shelter; re-house homeless individuals and families rapidly; promote access to and effective use of mainstream programs by homeless individuals and families; and, optimize self-sufficiency among individuals and families in order to prevent and end homelessness in Volusia and Flagler Counties."

4. Responsibilities

The CoH is responsible for fulfilling four major duties, as follows:

4.1. Operation of the CoH

- Hold quarterly meetings of the full membership and CoH Board, with agendas published at least 5 business days in advance of the meeting. Minutes of each meeting will be recorded and published on the CoH website at least 5 business days after approval;
- Issue a public invitation annually for new members to join within the geographic area;
- Adopt and follow a simplified process and Board selection criteria and review, update, and approve the process at least once every 5 years;

- Appoint additional committees, subcommittees, or workgroups. Meeting notices and agenda will be published at least 5 business days in advance of meetings. Minutes of meetings will be recorded and published on the CoH website within no more than 5 business days after approval;
- Adopt, follow, and update in three year intervals a governance charter in consultation with the Collaborative Applicant and the HMIS lead;
- For CoC and any other appropriate funding sources defined as “Grants”, establish performance targets appropriate for population and program in consultation with recipients and sub recipients, then monitor recipient and sub recipient performance, evaluate outcomes, take actions against poor performers, and report to HUD or any other appropriate funding source;
- Establish a targeted performance approach for population and program type under the purview of the CoH or as administered by the CoH Lead Agency and HMIS Administrator to include: HUD CoC grants, Emergency Solutions Grant (ESG), Temporary Assistance for Needy Families Grant (TANF), Challenge Grant and local government grants; in consultation.
- Establish and operate a centralized or coordinated assessment system in consultation with recipients of ESG Funds; and other funds available through the CoH.
- Establish and follow written standards for providing CoC assistance in consultation with recipients of ESG Funds. At a minimum, these written standards must include:
 - a. Policies and procedures for evaluating individuals’ and families’ eligibility for assistance;
 - b. Policies and procedures for determining and prioritizing which eligible individuals and families will receive transitional housing assistance;
 - c. Policies and procedures for determining and prioritizing which eligible families and individuals will receive rapid rehousing assistance;
 - d. Standards for determining what percentage or amount of rent each program participant must pay while receiving rapid rehousing assistance; and
 - e. Policies and procedures for determining which eligible individuals and families will receive permanent supportive housing assistance.
 - f. Refer to established grant written standards.

4.2. Designation and Operation of a 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.
- Refer to established HMIS policy and procedures.

4.3. Commission on Homelessness Planning

- Coordinate implementation of a housing and service system;
- Conduct, at least annually, 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.

4.4. 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;
- Designate the Collaborative Applicant to submit the application;
- The Collaborative Applicant must collect and combine the required application information from all projects within the geographic area and will apply for funding for CoH planning activities.

5. CoH Membership

5.1. Open Membership and New Members

Membership in the CoH is open to all stakeholders in Flagler and Volusia Counties, including but not limited to, 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, universities, affordable housing developers, law enforcement, organizations that serve veterans and homeless and formerly homeless individuals.

Annually, the CoH shall issue a public invitation for any interested person within Flagler and Volusia Counties to become a member of the CoH with the applicable fees. The invitation will be sent to relevant organizations in both Counties and published in a daily newspaper widely circulated in both Counties.

New members may enroll at any time during the year by submitting a completed membership application to the CoH. The Board shall select a director to handle hardship cases. The Board will be responsible for all expenditures.

<i>Membership Category</i>	<i>Annual Fee</i>
Homeless or Unemployed Individual	No Charge
Student	\$10.00
Individual	\$25.00
Non-Profit or Faith Based Organization	\$150.00

Corporation or Government	\$300.00
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5.2. Responsibilities and Voting Rights of Members

Most of the responsibilities of the CoH will be carried out by its Board with guidance and assistance from the Collaborative Applicant (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;
- Following initial approval of this Governance Charter, members will review, update, and approve changes to the Governance Charter in three year intervals;
- 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.
- Issues presented to CoH members for a vote will be decided by simple majority of the votes cast by members' present at a dually called meeting.
- Members shall be given 10 business days to vote on issues sent electronically.

5.3. Membership Meetings

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

The Annual Meeting will be the last Friday of August or if a conflict occurs, the closest practical date. The agenda for the Annual Meeting will include:

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

5.4. 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 5 business days before the meeting date, along with the agenda for the meeting. The CoH yearly meeting schedule will be posted on the website. Notice of unscheduled meetings shall be sent to the members by email or other reasonable means of communication at least 5 business days. The membership will be given 10 business days to review matters.

6. Board

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

6.1. Responsibilities of the Board

Except for those responsibilities assigned to the CoH members (in paragraph 5.2 above), the Board will act on behalf of the CoH 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 CoH policies and procedures.

Board members shall have a reasonable familiarity with the HEARTH Act, know the CoH, and through the Collaborative Applicant committee assignment, ensure that the CoH does all of its tasks.

6.2. Board Membership

6.2.1. Composition

The Board will consist of an odd number of CoH members totaling no less than 25 and no more than 37. Board members should have a permanent address in either Volusia or Flagler County. The Board must be representative of the stakeholder organizations identified in paragraph 5.1 and must include a representative of the CoH Collaborative Applicant and the HMIS Lead, as well as representatives of each of the following five groups: 1) Government; 2) Nonprofit Homeless Assistance Providers; 3) Consumers and Advocates 4) Community Stakeholders and 5) Homeless or Formerly Homeless Representative(s). In accordance with HUD, the Board must at all times, include at least one homeless or formerly homeless individual and representatives of the entire geographical area to include at a minimum of 5 seats per remaining category. Examples of each of the five categories are provided below.

- Government Representatives
 - Flagler County
 - Volusia County
 - Cities in Flagler and Volusia Counties
 - Flagler and Volusia McKinney Vento Public School Liaisons
 - Flagler and Volusia Sheriff's Departments
 - Local Police Departments
 - Local Fire Departments
 - Local Correctional Facilities
- Nonprofit Homeless Assistance Providers
 - Emergency Solutions Grant (ESG) provider
 - Housing Opportunities for Persons with AIDS (HOPWA) provider
 - Veterans Services provider
 - Domestic Violence Services provider
 - Flagler and Volusia Public Housing Authority
 - Emergency Shelter Provider
 - Transitional Housing Provider
- Consumers and Advocates
 - Health Care for the Homeless

- HIV/AIDS Consumer Board
- Community advocates
- Community Stakeholders
 - Collaborative Applicant
 - Business Leaders
 - Regional funders (United Way of Volusia-Flagler, Community Foundation, etc.)
 - Mental Health Providers
 - Regional Employment Board
 - Faith Organizations
 - Chambers of Commerce
 - Mental Health Provider
 - Regional hospital or health care provider
- Homeless or Formerly Homeless Individual(s)

6.2.2. Term of Office

Directors will serve staggered terms of three years so that approximately one-third of directors will stand for election each year. There is no limit to the number of terms a director may serve.

6.2.3. Nomination and Voting

Each year the existing Board will solicit recommendations from CoH members and develop for Membership approval a Summary of Nominees for election to the Board. Nominees are required to submit a completed Board of Directors application and resume or summary of experience in no more than 250 words by the stated deadline. Nominees who fail to submit the required documents by the deadline will not be accepted. A Nominating Committee will be appointed to oversee the entire election process. Please see committee description under Section 8 Committees and Working Groups.

6.2.4. Resignation and Removal

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

6.2.5. 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 CoH member to fill the unexpired term. In the event a director resigns or is removed from the board, the board will accept the person appointed by the agency as an interim director until the term expiration date.

6.3. Officers

6.3.1. Officers

The officers of the CoH shall be a Chair, a Vice Chair, a Secretary and previous Board member.

6.3.2. Election and Term

The officers shall be elected by the CoH Board of Directors biannually on even numbered years, at the Annual Meeting. Each officer shall hold office for a term of two years and may not serve successive terms in the same office. No person may hold more than one office. The Officers shall be active Directors who are voted on by the Board at the meeting prior to the Annual Meeting.

6.3.3. Chair and Vice Chair

The Chair is responsible for scheduling meetings of the CoH, ensuring that the CoH meets regularly or as needed, and for setting the agenda for meetings in collaboration with the Steering Committee. In the absence of the Chair, the Vice Chair assumes the duties of the Chair.

6.3.4. Secretary

The Secretary shall keep accurate records of the acts and proceedings of all meetings of the CoH 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 CoH may designate, and shall chair CoH meetings in the case of the absence of the Chair and Vice Chair.

6.3.5. Resignation of Officers

Unless otherwise provided by written agreement, any officer may resign at any time by giving written notice to the 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 CoH Board.

6.3.6. Officer Vacancies

Vacancies among the officers may be filled for the remainder of the term by a vote of the majority of the CoH directors at any meeting at which a quorum is present.

7. Rules of Governance for the Board

7.1. Quorum and Voting

One third of the voting Board (I.e. Proxies are considered the designated alternate representative on record. An organization or agency may add or remove a proxy as needed.) shall be considered a quorum and shall be authorized to conduct Corporation business. Robert's Rules of Order shall apply.

At all 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 those in attendance at a meeting with a quorum represented. Each representative seat shall have one vote. No member may vote on any item which presents a conflict of interest.

7.2. Proxies

Board members may have non-voting proxies attend meetings in their place.

7.3. 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 5 business days before the meeting date, along with the agenda for the meeting. The CoH yearly meeting schedule will be posted on the website. Notice of unscheduled meetings shall be sent to the Board by email or other reasonable means of communication at least 5 business days. The Board will be given 10 business days to review matters

7.4. Action Without a Meeting

Any action that may be taken at any meeting of the CoH Board may be taken without a meeting if that action is approved, if all members are noticed on the proposed action in writing and given 5 business days to respond. In addition, the final vote shall be published to all members. When the Board reconvenes, they may choose to ratify or reverse the decision with a majority vote.

8. Committees and Working Groups

The CoH will carry out its responsibilities through the work of a number of Committees and Working Groups. All CoH Members may participate on Committees and Working Groups, with the exception of the Steering Committee, which must be made up of members of the Board of Directors. Policies and policy decisions made by Committees and Working Groups must be approved by the Board before taking effect. The Chair, Vice-Chair or Secretary will preside over the Board of Directors and Steering committee meetings. If neither Chair, Vice-Chair, or Secretary is available, the meeting will be cancelled. No limit will be set on how many or which committees board members may participate in, except that each Board member must be active in at least one active committee. Active participation means attendance at committee meetings and steady work on committee-assigned tasks.

8.1. Standing Committees

The CoH shall have committees, as set forth below. Committee meetings shall be open to the public. Notices and agendas of meetings shall be posted on the CoH website five business days prior to the meeting. Minutes of the meetings shall be posted on the CoH website within five business days following approval by the Committee. Establishes requirement that meetings be open to the public and that notices of meeting and the agenda are to be posted on the website 5 business days prior to meetings. Minutes to be posted within 5 days after approval. Collaborative Applicant, HMIS Lead and CoH committees will follow the guidelines set forth by the Strategic Planning Committee.

8.1.1. Steering Committee

The Steering Committee in conjunction with the Collaborative Applicant shall set agendas for Board meetings and shall carry out the work of the CoH between quarterly Board meetings. The Committee shall be made up of: the representative of the Collaborative Applicant, HMIS Lead Agency, the Board Chair, the Board Vice Chair, the Board Secretary, and a minimum of six additional members of Board.

8.1.2. Strategic Planning Committee

The Strategic Planning Committee will collaborate with the Collaborative Applicant, HMIS Lead Agency, CoC-funded entities, and CoH Membership to:

- Review Point in Time Count and Housing Inventory Chart 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 CoH'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;
- 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.

8.1.3. Application Committee

The Application Committee will:

- Work with the Collaborative Applicant to design and implement a collaborative process for developing a consolidated application for Volusia-Flagler County programs and projects seeking CoC funding;
- Review and rank local applications being submitted for available funding in accordance with the strategic plan.
- Develop and oversee operation of a grievance process for agencies whose applications for funding have not been selected by the CoH.
- Send ranking of Application Committee to the Full Board for approval.
- The Committee Chair can make decisions to meet grant deadlines.

8.1.4. HMIS Committee

The HMIS Committee will work with the HMIS Lead and the Collaborative Applicant 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:
 - Recipients and sub recipients consistently participate in HMIS;
 - HMIS is satisfying the requirements of all regulations and notices issued by HUD;
 - The HMIS Lead is fulfilling the obligations outlined in its HMIS Governance Charter and Agreement with the CoH, 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:
 - Sheltered Point-in-Time Count;
 - Housing Inventory Chart;
 - Annual Homeless Assessment Report (AHAR); and
 - Annual Performance Reports (APRs).

8.1.5 Point-in-Time (PIT) Count Work Group

The PIT Count Committee shall come together each year to plan for and undertake the annual point-in-time street count.

8.1.6 Nominating Committee

This committee will assume the responsibility to manage the annual election of the Directors, report results to the Board and general membership. The Committee shall consist of the CoH Officers plus three Directors selected by the Board.

8.1.7 Coordinated Entry Work Group

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

8.1.8 Other Work Groups

The CoH may establish committees or working groups as it deems necessary.

- Individual Services / Outreach
- Family Services
- Unaccompanied Youth
- Other work groups as needed

8 Appointment of Agents and Designation of HMIS

8.1 Collaborative Applicant

The CoH will designate a Collaborative Applicant through a Memorandum of Understanding that sets out the specific responsibilities and outcomes required. The Memorandum of Understanding will be reviewed and renewed at three year intervals.

8.2 HMIS Lead

The CoH will designate an HMIS Lead Agency through a Memorandum of Understanding that will be reviewed and renewed at three year intervals.

8.3 HMIS Designation

The CoH designates a single Homeless Management Information System for its geographic area.

8.4 HMIS Governance Charter

The duties and responsibilities of the CoH, the HMIS Lead, the HMIS Committee and contributing HMIS organizations are set forth in further detail in the HMIS Governance Charter, approved simultaneously with this CoH Governance Charter.

9 Code of Conduct and Conflicts of Interest

9.1 Conduct and Attendance

Directors, committee members, and other CoH agents and employees must exercise care, diligence and prudence when acting on behalf of the CoH. These individuals must timely complete work they have agreed to undertake on behalf of the CoH. 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.

9.2 Communication

10.2.1 Publicity

The CoH Officers must review and approve all proposed publicity (e.g. press releases, etc.) referring to the organization, its officers and directors. Directors should release no information as a representative of the CoH to the media without prior clearance by the CoH Chair.

10.3 Conflict of Interest

10.3.1 Rules Regarding Conflict

Directors, committee members, and other CoH 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 CoH 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 CoH agents and employees may not participate in or influence discussions or resulting decisions concerning the award of a grant or other financial benefit to:
 - Any organization that they or a member of their immediate family represents. Immediate family includes (i.e., spouse, child, parent, sibling, in-law, or any other person living in the same household); or
 - Any organization from which they or a member of their immediate family derives income or anything of value.
- Whenever CoH 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:
 - Fully disclose the nature of the interest; and
 - Withdraw from discussing, lobbying or voting on the matter.

10.3.2 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.

10.3.3 Abstention from Decision-Making

Any matter in which directors or CoH 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.

10.3.4 Annual Conflict of Interest Acknowledgement Form

CoH directors and CoH 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.

11 Approval of Governance Charter and Subsequent Amendments

This Governance Charter and every subsequent amendment to it must be approved by a majority of CoH members. The CoH Board will invite interested CoH Members to participate in a review and discussion of the Governance Charter in three year intervals to improve the functioning of the CoH and maintain compliance with federal and state regulations. Based on consensus achieved through discussion, the Board will ask CoH Members to ratify the existing Governance Charter or approve proposed changes to the Governance Charter at the Annual Meeting.