GOVERNANCE CHARTER
OF
THE HOMELESS CLEARINGHOUSE

Organization
Name: The name of the committee is the Homeless Clearinghouse (hereinafter referred to as the “Clearinghouse”).

Purpose
The Clearinghouse serves as the HUD-designated primary decision making group and oversight board of the Cincinnati/Hamilton County (hereinafter referred to as the “geographic area”) Continuum of Care for the Homeless (OH-500) funding process, (hereinafter referred to as the “CoC”).

As the oversight board of the CoC, the Clearinghouse’s responsibilities are:
1. To ensure that the CoC is meeting all of the responsibilities assigned to it by HUD regulations (see below);
2. To represent the relevant organizations and projects serving homeless subpopulations;
3. To support homeless persons in their movement from homelessness to economic stability and affordable permanent housing within a supportive community; and
4. To be inclusive of all the needs of all of Cincinnati’s and Hamilton County’s homeless population, including the special service and housing needs of homeless subpopulations;
5. To 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 designated board of the CoC for the geographic area, the Clearinghouse works with the CoC Collaborative Applicant (Strategies to End Homelessness, Inc.) 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 Clearinghouse members to act on behalf of the CoC. 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 Clearinghouse, 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 City of Cincinnati/Hamilton County Emergency Solutions Grants program (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.

ix. In consultation with recipients of ESG funds within the geographic area, establish and consistently follow written standards for providing CoC assistance. At a minimum, these written standards must include:
   1) Policies and procedures for evaluating individuals’ and families’ eligibility for CoC assistance;
   2) Policies and procedures for determining and prioritizing which eligible individuals and families will receive transitional housing assistance;
   3) Policies and procedures for determining and prioritizing which eligible individuals and families will receive rapid re-housing assistance;
   4) Standards for determining what percentage or amount of rent each program participant must pay while receiving rapid re-housing assistance;
   5) Policies and procedures for determining and prioritizing which eligible individuals and families will receive permanent supportive housing assistance; and
   6) When the CoC is designated a high-performing community, policies and procedures for determining and prioritizing which eligible individuals and families will receive Homelessness Prevention Assistance.

2. Designating and operating an 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. Providing information required to complete the Consolidated Plan(s) within the CoC’s geographic area; Consulting with state and local government ESG program
recipients (City of Cincinnati/Hamilton County) for allocating ESG funds and reporting on and evaluating the performance of ESG recipients and sub-recipients.

**CoC Membership:**
The membership of the Continuum of Care is defined as those persons and organizations assembled and fully participating in the most recent CoC annual Large Group Scoring event.

**Clearinghouse Membership:**
Each year, at the annual CoC General Orientation event, the structure of the CoC, working groups, and Homeless Clearinghouse is outlined; the nomination process for the Clearinghouse is also explained. Then, at the CoC’s annual Large Group Scoring event, the slate of potential Clearinghouse members (developed as described in the Nomination and Terms section below) are presented to and voted on by the CoC membership.

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

<table>
<thead>
<tr>
<th>Role:</th>
<th>Current Representative:</th>
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<tbody>
<tr>
<td>1. CoC Geographic Region/ESG Recipient</td>
<td>City of Cincinnati</td>
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<td>2. CoC Geographic Region/ESG Recipient</td>
<td>Hamilton County</td>
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<td>3. Homeless/Formerly Homeless Person</td>
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<td>4. Homeless Advocate</td>
<td>Homeless Coalition</td>
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<td>5. Health Care for the Homeless</td>
<td>Cincinnati Health Network</td>
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<td>6. Veterans Services</td>
<td>Veterans Administration</td>
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<td>7. Education</td>
<td>Project Connect/CPS</td>
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<td>8. Collaborative Applicant &amp; HMIS Lead</td>
<td>Strategies to End Homelessness</td>
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<td>HMIS Advisory Committee</td>
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<td>Homeless Outreach Group</td>
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<td>Permanent Supportive Housing Group</td>
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<td>Rapid Re-Housing Group</td>
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<td>Transitional Housing Group</td>
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<td>10. ESG Sub-recipient: Shelter</td>
<td>Drop Inn Center</td>
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<td>11. ESG Sub-recipient: Shelter Diversion</td>
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<td>12. CoC-Funded Executive Directors (3 seats)</td>
<td>Caracole, Inc.</td>
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<td>Interfaith Hospitality Network</td>
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<td>Over the Rhine Community Housing</td>
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Advisory Seats: In addition to the above roles, Clearinghouse members may designate non-voting representatives to attend and participate in meetings to provide advice and expertise on particular issues.

**Additional Membership Conditions:**
- No organization may have more than two (2) staff people seated on the Clearinghouse at any time, regardless of which seats they occupy

**Nomination and Terms:**
While all seats are subject to staffing changes at represented agencies, the following designates the terms for the types of seats filled by Clearinghouse members:
- Permanent Seats- prescribed by HUD and appointed by grant recipient (not subject for vote by CoC membership):
  - City of Cincinnati representative
  - Hamilton County representative
• Contractual Seats- prescribed by HUD and filled by representative from agency fulfilling the
contracted role (not subject for vote by CoC membership):
  o Collaborative Applicant
• Charter Seats- role either prescribed/scored by HUD or designated by the
Cincinnati/Hamilton County homeless services community to be of value, and therefore
necessary for optimal functioning of the Clearinghouse (all seats voted on annually by CoC
membership):
  o CoC Work Group Representatives- reviewed and nominated annually by each
  individual work group, voted for approval by the CoC membership (6 seats)
  o ESG Sub-recipient: Shelter- reviewed and nominated annually by the ESG funding
  recipients, voted for approval by the CoC membership (1 seat)
  o ESG Sub-recipient: Shelter Diversion/Prevention- reviewed and nominated annually
  by the ESG Shelter Diversion/Prevention agencies, voted for approval by the CoC
  membership (1 seat)
  o CoC-Funded Executive Directors- reviewed and nominated annually by the
  Homeless Coalition general body membership, voted for approval by the CoC
  membership (3 seats)
  o Homeless Advocate – reviewed and nominated annually by the CoC membership
  (1 seat)
  o Healthcare for the Homeless - reviewed and nominated annually by the CoC
  membership (1 seat)
  o Homeless/Formerly Homeless Person – reviewed and nominated annually by the
  CoC membership (1 seat)
  o Veterans Service Provider- reviewed and nominated annually by the CoC
  membership (1 seat)
  o Education Liaison- reviewed and nominated annually by the CoC membership (1
  seat)

Vacancies: Vacancies on the committee will be handled as follows:
• Permanent seats-
  o In the case of a vacant permanent seat, the City of Cincinnati and/or Hamilton
  County will be responsible for designating another staff person to fill the vacant
  seat.
• Contractual seats-
  o In the case of a vacant contractual seat, if the contractual relationship is still in
  effect, the contracted organization will be responsible for designating another staff
  person to fill the vacant seat.
  o If the contractual relationship is no longer in effect, the new contracted agency will
  be responsible for designating a staff person to fill the vacant seat.
• Charter seats-
  o In the case of a vacant charter seat, the members of the Clearinghouse will elect a
    successor to hold the vacant seat for the remainder of the term of the person
    vacating the seat. At the end of the term, a representative will be selected to hold
    the seat as indicated in the Terms section above. Only the CoC membership, as
    required to assemble at least semi-annually, can vote to add additional Annual
    Term (e.g. working group) seats to the Clearinghouse.

Quorum: A number equal to a majority of the representatives serving on the Clearinghouse shall
constitute a quorum for the transaction of business at any meeting.

Manner of Acting: The act of the majority of the representatives present at a meeting of the
Clearinghouse at which a quorum is present shall be the act of the Clearinghouse.
Voting: 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 real or perceived conflict-of-interest.

Proxies: Permanent members of the Clearinghouse may have non-voting proxies attend meetings in their place. The use of proxies is not allowed for members in Contractual or Charter seats.

Action Without a Meeting: Any action that may be taken at any meeting of the Clearinghouse may be taken without a meeting if that action is approved, in writing (e.g. letter, email) by a majority of all Clearinghouse members who would be entitled to vote if a meeting was held for such purpose.

Removal: The seat of any representative who is absent without cause for three (3) consecutive meetings of the Board of Directors may be declared vacant by the remaining members of the Clearinghouse. Such seats will then be filled through the processes described above under vacancies.

Work Groups and Committees: The Clearinghouse may establish committees as it deems necessary. However, only the full CoC membership, as required to assemble at least semi-annually, can designate that a work group/committee established by the Clearinghouse should then also be given an Annual Term seat on the Clearinghouse itself.

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 Clearinghouse 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 Clearinghouse.

Officers: The officers of the Clearinghouse 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 Clearinghouse representatives 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 Clearinghouse representatives at any meeting at which a quorum is present.

Co-Chairs: Co-chairs are responsible for scheduling meetings of the Clearinghouse, ensuring that the Clearinghouse meets regularly or as needed, and for setting the agenda for meetings.

Secretary: The Secretary shall keep accurate records of the acts and proceedings of all meetings of the Clearinghouse, 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 Clearinghouse 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 Clearinghouse may designate, and shall chair Clearinghouse 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 Clearinghouse.