

Governance Charter of the Cincinnati Hamilton County Continuum of Care

I. Overview

A. Governance Charter Purpose

This document sets forth:

- Guiding principles of membership and participation in the Cincinnati Hamilton County Continuum of Care (the CoC)
- Responsibilities delegated by the CoC to its Board (Homeless Clearinghouse), committees/workgroups, and agents
- Provisions for Continuum governance through the Homeless Clearinghouse and key policies and procedures

B. Contents

The sections of this Charter are as follows:

- I. Overview
- II. The Continuum of Care
- III. The Homeless Clearinghouse
- IV. Committees and Workgroups
- V. Continuum Policies
- VI. Appointed Entities
- VII. General Provisions

C. Terms & Definitions

CoC Program Grantee (Recipient): The CoC Program Grantee is the “recipient” as used by HUD and means an applicant that signs a grant agreement with HUD.

Collaborative applicant: The eligible applicant that has been designated by the Continuum of Care to apply for a grant for Continuum of Care planning funds under this part on behalf of the Continuum. Section VI of this Charter designates Strategies to End Homelessness as the Collaborative Applicant for the Cincinnati/Hamilton County Continuum of Care.

Continuum of Care: The group organized to carry out the responsibilities required by the HUD CoC Program and that is composed of representatives of organizations, including nonprofit homeless 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 homeless and formerly homeless veterans, and homeless and formerly homeless persons to the extent these groups are represented within the geographic area and are available to participate.

Homeless Management Information System (HMIS): The information system designated by the CoC to comply with the HMIS requirements prescribed by HUD.

HMIS Lead: The entity designated by the CoC in accordance with this part, to operate the CoC's HMIS on its behalf. Section VI of this Charter designates Strategies to End Homelessness as the HMIS Lead and HMIS Administrator for the CoC.

Unified Funding Agency (UFA): An eligible applicant (the Collaborative Applicant) selected by the CoC, which has the capacity to fulfill the duties in the CoC Interim Rule, is approved by HUD to apply for a grant for the entire Continuum of Care, and is awarded a grant by HUD. Section VI.A.2 of this Charter designates Strategies to End Homelessness to apply annually for the UFA designation.

II. The Continuum of Care

A. CoC Purpose and Responsibilities

The purpose of the CoC is to:

- promote communitywide commitment to the goal of ending homelessness;
- provide funding for efforts by nonprofit providers, and State and local governments to quickly re-house 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 by homeless individuals and families; and
- optimize self-sufficiency among individuals and families experiencing homelessness

The responsibilities of the CoC are:

1. Operate the CoC, which includes:
 - 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 subrecipients 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; *see Appendix 1*
 - 2) Policies and procedures for determining and prioritizing which eligible individuals and families will receive transitional housing assistance; *see Appendix 2*
 - 3) Policies and procedures for determining and prioritizing which eligible individuals and families will receive rapid re housing assistance; *see Appendix 3*
 - 4) Standards for determining what percentage or amount of rent each program participant must pay while receiving rapid re housing assistance; *see Appendix 4*
 - 5) Policies and procedures for determining and prioritizing which eligible individuals and families will receive permanent supportive housing assistance; *see Appendix 5* 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. *Not Applicable*
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, including procurement for cost and services.
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;
 - v. 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.

B. CoC Membership

- a. The membership of the Continuum of Care is defined as those persons and organizations assembled and fully participating in the most recent CoC annual prioritization event.
- b. Information about the annual CoC prioritization event is publically made available through email listserv, on the website of the UFA, and through social media outlets.

C. CoC Meetings

- a. Frequency: The Continuum will hold full membership meetings at least two (2) times per year at a time and location determined by the UFA.
- b. The meeting location will be accessible to all participants including people with disabilities as well as people who utilize public transportation.
- c. Open Meeting: Meetings of the Continuum will be open to any interested person.

- d. Agendas: The UFA will disseminate agendas in advance of the meeting.
- e. Notice: The UFA will publish agendas in advance of the meeting and publicly invite new members at least annually. The UFA will work to provide thirty (30)-days notice for meetings of the CoC.
- f. Quorum: Quorum for the transaction of business at CoC meetings will be defined as those present at a properly noticed meeting.

III. The Homeless Clearinghouse

A. Purpose

The Clearinghouse serves as the HUD-designated primary decision making group and oversight board of the Cincinnati/Hamilton County Continuum of Care for the Homeless (OH-500) funding process. As the primary decision making group for the CoC, the Clearinghouse designates the criteria for prioritizing programs to receive CoC program funds, and the results of the allocation process overseen by the Clearinghouse are not subject to change by any individual CoC member organizations, its staff or Board of Directors.

B. Responsibilities

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 above);
- 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;
- 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 sub-populations;
- 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.

C. 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/seating process for the Clearinghouse is also explained. At the CoC's annual CoC Governance Meeting, the slate of designated or potential Clearinghouse members (developed as described in the *Nomination and Terms* section below) are presented to and, if applicable, voted on by the CoC membership.

Agencies seeking representation on the Homeless Clearinghouse may contact the chairs of the Clearinghouse, the UFA or the Homeless Coalition to discuss openings. Voting seats may only be added after an affirmative vote of the full CoC membership at one of the semi-annual meetings.

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

<u>Role: Voting Seat</u>	<u>Current Representative/Seat-holder:</u>
CoC Geographic Region/ESG Recipient	City of Cincinnati (Designated by Seat holder)
CoC Geographic Region/ESG Recipient	Hamilton County (Designated by Seat holder)
Homeless/Formerly Homeless Persons (2)	Community Members
Homeless Advocate	Homeless Coalition
Health Care for the Homeless	Cincinnati Health Network
Veterans Services	Veterans Affairs (Designated by Seat holder)
Homeless Education Liaison	Project Connect/Cincinnati Public Schools
UFA and HMIS Lead	Strategies to End Homelessness
CoC Victim Service Provider	YWCA of Greater Cincinnati
CoC Working Group Representatives	Family Homelessness Data Homeless Outreach Permanent Supportive Housing Rapid Re-Housing & Transitional Housing Youth Homelessness /RHY representative Veterans Coordinated Entry Interfaith Hospitality Network
ESG Sub-recipient: Shelter:	Bethany House
ESG: Shelter Diversion	Caracole, Inc.
Executive Directors [4 (3 CoC funded)]	Over the Rhine Community Housing Lighthouse Youth Services Lydia's House

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 (1 voting seat)
 - Hamilton County representative – (1 voting seat)
- Contractual Seats- prescribed by HUD and filled by representative from agency fulfilling the contracted role (not subject for vote by CoC membership):
 - Unified Funding Agency/Collaborative Applicant/HMIS Lead (1 voting seat)
- 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 Charter seats voted on for approval annually by CoC membership):

Charter Seats held by Organizations which designate a representative:

- Homeless Advocate – reviewed and nominated annually by the CoC membership (1 seat)
- Healthcare for the Homeless - reviewed and nominated annually by the CoC membership (1 seat)
- Veteran Affairs- reviewed and nominated annually by the CoC membership (1 seat)
- McKinney-Vento funded Education Liaison- reviewed and nominated annually by the CoC membership (1 seat)
- CoC funded Victim Service Provider- reviewed and nominated annually by the CoC membership (1 seat)

Charter Seats held by Individuals voted or appointed to positions:

- CoC Workgroup Representatives - reviewed and nominated annually by each individual workgroup (8 voting seats)
- ESG Sub-recipient: Shelter reviewed and nominated annually by the ESG funding recipients (1 voting seat)
- ESG: Shelter Diversion- reviewed and nominated annually by the Shelter Diversion agencies, voted upon for approval by the CoC membership (1 voting seat)
- Homeless/Formerly Homeless Persons – reviewed and nominated annually by the Homeless Coalition (2 seats)

- Executive Directors- reviewed annually and nominated every two years BY HOMELESS COALITION (4 voting seats) (The nominations will be taken in the Fall of odd numbered years, with two year terms to begin in January of even numbered years.)
 - 3 of the Executive Directors will be from CoC-funded organizations, 1 from a non-CoC-Funded organization that works with the homeless
 - Homeless Coalition membership is not required to be appointed by the Homeless Coalition to one of the Executive Director seats.

Vacancies: Vacancies on the Board will be handled as follows:

- Permanent seats-
 - 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-
 - 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.
 - 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-
 - In the case of a vacant charter seat held by an organization, the organization may designate a new individual to assume the seat.
 - In the case of a vacant charter seat held by an individual voted or appointed to the seat, members of the Clearinghouse will, in consultation with the nominating body for that seat, 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 assumed term, a representative will be selected to hold the seat as indicated in the Terms section above.
 - Only the full CoC membership, as required to assemble at least semi-annually, can vote to add additional charter seats (e.g. working group) to the Clearinghouse.
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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. (See section V below.)

Proxies: The use of proxies is not allowed. Members may send a non-voting representative in their place from their agency or workgroup, as appropriate.

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 may be declared vacant by the remaining members of the Clearinghouse. Such seats will then be filled through the processes described above under vacancies.

Workgroups 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 workgroup/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 at the first Clearinghouse meeting of a given calendar year or at the first Clearinghouse meeting at which a given member is seated. (See Section V below and see attached Appendix A.)

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. No two officers shall be from the same agency or organization.

Steering Team: A subgroup of the Clearinghouse which meets monthly (off cycle from scheduled Clearinghouse meetings). These meetings are attended by the Clearinghouse officers, and four (4) at large members chosen by the full Clearinghouse.

Steering Team membership is a voluntary role, for which a member either submits or agrees to candidacy which is then voted upon in an election by the Clearinghouse.

- Steering Team members have a term limits of 3 years.
- In general, Steering Team members are elected in the fall of a given year to begin serving in January of the next calendar year.
- Scheduled Steering Team elections will be staggered so that at least 2 members remain from the prior year, thus allowing for continuity.
 - The immediate past Co-Chair of the Clearinghouse will be presumed to remain on the Steering Team in the year following their last Co-Chair term, even if that means that person will exceed a 3 year Steering Team term limit.
- Mid-year vacancies on the Steering Team will result in an immediate request for candidacies and then election by the Clearinghouse at the next soonest appropriate monthly Clearinghouse meeting following the vacancy. The election will fill the seat for both the balance of the calendar year in which the vacancy occurred and for a further two years.
- If the election of a new Clearinghouse officer has the effect of changing the composition of the Steering Team or exceeding the maximum number on the Steering Team, the Clearinghouse officers and STEH liaison will first check with the Steering Team to determine if any members are ready and/or prefer to roll off the Team. Depending on remaining composition after such decisions and/or if a given Steering Team member prefers not to voluntarily roll off, elections by the Clearinghouse will be held at the next soonest monthly Clearinghouse meeting in order to determine Steering Team composition.

Steering Team will make a report to the full Clearinghouse monthly. Work of the group will include: continuing progress on CoC strategy and planning, setting the Clearinghouse agenda, and managing the work of the CoC workgroups or other ad hoc groups.

Election and Term:

- **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.
 - From 2021 forward, the goal for Co Chairs will be that the more recently elected of the two Co-Chairs will remain in the position for the next succeeding annual term (for the maximum of the two years) while the longer serving of the two Co-Chairs rolls off at the end of the maximum annual term. This will allow for some continuity at the Co-Chair position and to allow the newly incoming Co-Chair for the next annual term to become acclimated to the position.
- **Executive Directors:** Members are nominated by the Homeless Coalition and serve a term of two (2) years. The Homeless Coalition will review membership annually with each appointed seat and membership will be voted on by the Homeless Coalition general body membership at the end of two (2) years.

- There are no terms to voting seats on the Homeless Clearinghouse but all Charter seats must be reviewed and approved annually as described in the Nomination and Terms section of this document.
- If the CoC Membership votes to withhold approval of a person nominated to a Charter seat, the seat will be filled according to the procedures listed under the section “vacancies” above.

Timeline: Homeless Clearinghouse members are to be designated through the nomination processes before the November meeting of the Homeless Clearinghouse. The Homeless Clearinghouse will review the list of new members in the November meeting and the full CoC will vote on membership at the annual meeting each December/January. New Clearinghouse members will start at the first Clearinghouse meeting of each calendar year.

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 UFA’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. The UFA may not serve as the secretary or perform the duties of the secretary.

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.

IV. Committees and Workgroups

A. Formation and Composition

- a. The Clearinghouse may establish ad-hoc workgroups and committees as it deems necessary.
- b. Standing committees and workgroups are required to meet at least bi monthly (defined as every other month).
- c. The Clearinghouse may designate tasks such as the creation of policies and procedures to the workgroups.
- d. Committees formed on an ad-hoc basis by the Clearinghouse will only be given a formal seat on /vote at the Clearinghouse itself, via a determination made at the annual CoC Governance meeting at which the CoC Governance Charter is reconsidered and approved.

B. Standing Workgroups

- a. The Homeless Clearinghouse
- b. Family Homelessness Workgroup
- c. Homeless Outreach Workgroup
- d. Rapid Re-Housing/Transitional Housing Workgroup
- e. Permanent Supportive Housing Workgroup
- f. Data Workgroup
- g. Veterans Workgroup
- h. Coordinated Entry Workgroup
- i. Youth Workgroup

C. Workgroup Leadership

- a. A chair or co-chairs, as selected from within the group annually, will coordinate each Work Group with staffing assistance from the UFA.
- b. If co-chairs are selected, a single person must be designated as the voting member of the Homeless Clearinghouse.
 - i. In the event that the co-chair who holds the Clearinghouse takes an extended leave from the Clearinghouse (of two or more consecutive months), the second co-chair would take over the Clearinghouse seat, including authority to vote in the name of the Workgroup. The second chair would still be subject to the 2-person maximum regarding agency representatives seated on the Clearinghouse.
 - ii. Once the co-chair who is on leave is ready to return to the Workgroup and Clearinghouse, the voting authority could either return to the original seat-holder or stay with the second co-chair, as determined by the will of the Workgroup at that time.

D. Workgroup Responsibilities

Workgroups are responsible for the following:

1. Recruiting members
2. Selecting a chair or co-chairs in accordance with the timeline stated in this document
3. Acting as a conduit for information sharing between the Homeless Clearinghouse and CoC membership
4. Establishing workgroup policies and procedures, consistent with this Charter, and providing them to the Homeless Clearinghouse and the UFA
5. Establishing CoC-wide policies and procedures as directed by the Homeless Clearinghouse, for approval by the Homeless Clearinghouse
6. Recording minutes and attendance, and providing them to the UFA
7. Ensuring transparency of its process and meetings
8. Considering the CoC Strategic Plan in all activities

E. Standing Subcommittees

1. Monitoring Subcommittee
2. Scoring Subcommittee
 - i. Standing subcommittees will meet as often as the Clearinghouse instructs

F. Standing Subcommittees Responsibilities

1. Assist in carrying out the activities and oversight of the Clearinghouse as Requested by the Clearinghouse

V. CoC Policies

A. Conflict of Interest and Recusal

CoC board members, chairs, and anyone acting on behalf of the board of the Continuum shall disclose potential conflicts of interest that they may have regarding any matters that come before the CoC in full session, the Clearinghouse, or workgroup, including agency employment or board/volunteer affiliation and particularly personal financial interest other than agency employment or board/volunteer affiliation.

CoC board members, chairs, and anyone acting on behalf of the board shall recuse themselves from any matter in which they may have a conflict of interest—abstaining from both discussion and voting on the matter. This shall not be construed to prevent such person or organization from providing their perspective and having an opportunity to be heard on a particular issue, so long as any final discussion and voting on the matter is held in an appropriate executive session without such person or organization present.

However, in a situation in which any member of the Continuum, or a member of their immediate family (such as parent, sibling, child or person with whom they cohabit), has a financial interest other than simple employment or board/volunteer affiliation at a CoC or ESG funded agency, that Continuum member shall not participate in any fashion in the discussion, voting, review, ranking, selection, or award of any (sub)awards and/or contracts in which they have a financial interest.

Please see the definition of Financial Interest in the CoC Conflicts of Interest policy attached hereto as Appendix A.

B. Non-Discrimination

The members, officers, committee members and contractors of the CoC will be selected entirely on a nondiscriminatory basis with actual or perceived race, sex, color, religion, national or ethnic origin, age, gender identity, pregnancy, citizenship, family or marital status, household composition, disability, veteran status, sexual orientation or transgender status or other Federal, State or locally protected group.

C. Limited Authority

The CoC is not a formal organization. As such:

- It has, and can have, no assets or liabilities;
- It cannot indemnify member or participant action; and
- No member of the CoC, Homeless Clearinghouse, or its committees/workgroups may contract, incur debt, or otherwise create an enforceable obligation for or on behalf of the CoC, the Homeless Clearinghouse, and/or its committees.

Only the Homeless Clearinghouse may designate an individual or entity to speak for the CoC or its components.

With the exception of removal policies in this Charter, any grievance related to the CoC will follow HUD policies and contracts.

D. Point in Time Count

Consistent with HUD requirements and in coordination with the State of Ohio count, an annual Point in Time Count will be conducted.

- Unsheltered PIT Count:
 - Method: Night of the Count (aka “Street Count”)
 - Coordination of the Street Count will be conducted in the HOG workgroup meetings prior to the PIT.
 - Street Outreach Workers lead teams of volunteers (identified through HOG) throughout the jurisdiction to known and suspected locations where the homeless are staying.

- Workers and/or volunteers record information about those encountered on the street and information will be merged with sheltered homeless information to minimize duplication.
 - Sheltered PIT Count
 - Method: HMIS Census
 - HMIS data is collected on all persons residing in Emergency Shelter and Transitional Housing.
 - Data collection will be facilitated by the HMIS Vendor
- E. Coordinated Entry
All HUD-funded projects, and others as required (i.e. State of Ohio funded projects), will accept all referrals through the local Coordinated Entry System.
- F. Performance Standards and Outcomes Evaluation
- Performance Standards are calculated annually, and established by the Homeless Clearinghouse.
 - Performance Standards are recommended to the full CoC for approval and incorporation into local prioritization processes at the annual CoC Scoring Review meeting. The prioritization of programs to be submitted to HUD for funding in the CoC's annual application to HUD Funding allocations will be based, in part, on a project's performance in relation to these standards (e.g. project performed better/worse than established community average).
 - Outcomes are evaluated at least annually through the CoC Prioritization funding process, as well as during annual CoC monitoring visit conducted by the UFA.

VI. Appointed Entities

A. Process

Except as otherwise specified in this section, the process for entity appointment will be as follows:

- Specific performance expectations for each appointment will be outlined in MOUs
- The Homeless Clearinghouse will renew appointments and their MOUs based on performance each year
- The CoC will (re)certify appointments based on the Homeless Clearinghouse recommendation every (5) five years.
- Appointed entity relationships may be terminated upon mutual agreement or for cause with a vote of 75% of the then-seated Homeless Clearinghouse.

1. Collaborative Applicant

Strategies to End Homelessness, Inc. has been selected by the City of Cincinnati, Hamilton County and the CoC to act on behalf of the Cincinnati/Hamilton County Continuum of Care.

The collaborative applicant is the only entity that can:

- apply for a grant from HUD on behalf of the Continuum that the collaborative applicant represents
- apply for and receive CoC Planning Funds on behalf of the CoC

The Collaborative Applicant is responsible for ensuring CoC participation in the Consolidated Plans for the jurisdictions within the CoC's geographic area.

2. Unified Funding Agency (UFA)

Strategies to End Homelessness has been selected by the Cincinnati/Hamilton County Continuum of Care to continue to apply for UFA designation by HUD in the annual CoC Registration process.

The UFA is the only entity that can:

- Apply for and receive a grant from HUD on behalf of the CoC that the UFA represents
- Apply for and receive CoC Planning Funds and UFA funds on behalf of the CoC
- Carry out the duties of the UFA as outlined in the CoC Interim Rule

3. HMIS System

The Homeless Clearinghouse is responsible for designating a single Homeless Management Information System for use in the community.

4. HMIS Lead Agency

Strategies to End Homelessness has been selected as the HMIS Lead Agency. Strategies to End Homelessness will enter into a contract annually with the selected HMIS vendor for implementation and oversight of HMIS.

HMIS Lead roles outlined in the definitions of this Charter and its MOU are incorporated into this Charter.

The HMIS lead is responsible for ensuring that the designated HMIS is in compliance with the most current HMIS data standards.

HMIS policies and procedures will be reviewed and updated on an annual basis in accordance with HMIS data standards and HEARTH Act. The policies and procedures can be accessed through the Strategies to End Homelessness' websites.

VII. General Provisions

A. Annual Document Review

The Homeless Clearinghouse and full CoC membership will review this Charter annually to ensure it remains consistent with HUD's CoC Program requirements as well as CoC objectives and responsibilities.

B. Record Keeping

Proceedings of all CoC, Homeless Clearinghouse, and committee meetings are to be documented in minutes.

- Minutes of meetings are circulated to members of the relevant body and approved at the subsequent meeting of that relevant body.
- The UFA is responsible for recording minutes for bi-annual meetings of the CoC, Homeless Clearinghouse meetings, and committee/workgroup meetings.
- Minutes for all bodies will be disseminated by the UFA upon request.
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The UFA will be the holder of all CoC, Homeless Clearinghouse, and committee/workgroup documentation and records.

C. Amendments

The members of the CoC will have the power to adopt, amend, or repeal provisions of this Governance Charter by a two-thirds (2/3) vote of the membership present at any meeting of the full CoC where such proposed action has been described in the notice of the meeting. Such amendments will then be reviewed by the full CoC membership at the annual Governance Meeting, as applicable if the amendment occurred throughout the year.

APPENDIX A
Conflicts of Interest Policy
Cincinnati Hamilton County Continuum of Care Board Members
The Homeless Clearinghouse

No member may participate in or influence discussions and/or decisions concerning the award of a grant or other financial benefits to the organization that the member represents or to themselves as individuals. Therefore, any individual participating in or influencing decision-making must identify actual or perceived conflicts of interest as they arise and comply with the letter and spirit of this policy. Disclosure should occur at the earliest possible time and if possible, prior to the discussion of any such issue. Individuals with a conflict of interest should abstain from discussion and on any issue in which they may have a conflict. A Conflict of Interest Policy will be approved by the Continuum of Care annually.

Annual written disclosure statements will be provided to each member. Members will not be permitted to participate in a discussion or a vote until the statement is on file with Strategies to End Homelessness. **Other than in matters involving a conflict requiring disclosure and recusal**, all members shall have the right to recuse themselves and/or abstain from voting on a matter without providing reason.

Article I – Purpose

- 1) The purpose of this CoC Board membership conflict of interest policy is to protect the Continuum of Care (CoC) and to emphasize the CoC's commitment to the highest standards of integrity, fairness and conduct so as to ensure the maximum public trust.
- 2) This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

The CoC Board Member Conflict of Interest Policy **applies to all CoC Board Members** (CoC Board Members, Committee Members, and Subcommittee Members). In their activities on behalf of and in their dealings with the CoC, it is the responsibility of each CoC Board Member to avoid any actual conflict of interest and the appearance of a conflict of interest. Each person to whom this policy applies must be free of any activity, association or investment which might influence, or give the appearance of interfering with, the independent exercise of his or her judgment in conducting the CoC's activities or in dealing with the CoC.

Article II – Definitions

- 1) **Interested person** – Any CoC Board Member who has a direct or indirect financial interest, as defined below, is an interested person.

Conflict of Interest - A conflict of interest may exist when the interests or activities of any member, director, or officer may be seen as competing with the interest and activities of the CoC; when the member, director or officer derives a financial or other material gain as a result of a direct or indirect relationship. Such conflicts are presumed to exist in those circumstances in which a member, director or officer's actions may have a preferential impact upon the agency or entity employing the member or director. Such actions are presumed to include, but are not limited to, the development of policies in which a self-serving bias may be present as well as in decisions affecting the allocation of resources. Members of the Continuum of Care Board (CoC Board Members, Committee Members, and Subcommittee Members) may not participate in decisions concerning awards of (sub)awards and/or contract, provisions of financial benefits to such member or the member's organization, or implementing corrective actions as a result from CoC Collaborative Applicant monitoring activities of CoC and ESG activities. They must excuse themselves from the decision making process. This shall not be construed to prevent such person or organization from providing their perspective and having an opportunity to be heard on a particular issue, so long as any final discussion and voting on the matter is held in an appropriate executive session without such person or organization present.

- 2) **Financial interest** – A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - a. An ownership or investment interest in any entity with which the CoC has a transaction or arrangement;
 - b. A management position in any entity which has a financial interest, such as serving on the Board of an organization with a financial interest in the CoC;
 - c. A compensation arrangement with the CoC or with any entity or individual with which the CoC has a transaction or arrangement; or
 - d. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the CoC is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the Board decides that a conflict of interest exists, in accordance with this policy.

Article III – Procedures

- 1) **Duty to Disclose** – In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the conflict and/or financial interest and be given the opportunity to disclose all material facts to the Board.

Recusal of Self – Any CoC Board Member has a duty to recuse himself or herself at any time from involvement in any decision or discussion in which the member believes he or she has or may have a conflict of interest, without going through the process for determining whether a conflict of interest exists. This shall not be construed to prevent such person or organization from providing their perspective and having an opportunity to be heard on a particular issue, so long as any final discussion and voting on the matter is held in an appropriate executive session without such person or organization present.

- 2) **Identifying Where a Conflict of Interest May Exist** – The Board shall review all Conflict of Interest Annual Statements to identify where a conflict of interest may exist.

- 3) **Violations of the Conflicts of Interest Policy**

- a. If the Board has reasonable cause to believe a CoC Board Member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV – Records of Proceedings

The minutes of the Board shall contain the names of all of the CoC Board Members (CoC Board Members, Committee Members, and Subcommittee Members) in attendance, who made a motion, who seconded, that the yes count was sufficient to carry, the names of those who voted 'no,' and, and the names of those who abstained.

Article V – Annual Statements

- 1) Each CoC Board Member (CoC Board Members, Committee Members, and Subcommittee Members) shall annually sign a statement which affirms such person:
 - a. Has received a copy of the conflict of interest policy;
 - b. Has read and understands the policy; and
 - c. Has agreed to comply with the policy.

- 2) If at any time during the year, the information in the annual statement changes materially, the CoC Board Member shall disclose such changes and revise the annual disclosure form at the earliest opportunity.
- 3) The Board shall regularly and consistently monitor and enforce compliance with this policy by reviewing annual statements and taking such other actions as are necessary for effective oversight.

VI – Exceptions and Changes to Policy

The CoC reserves the right to make an exception to this policy and procedures based on communication from the Department of Housing and Urban Development (HUD) that impact the CoC's ability to carry out the policy and procedures as described above. The CoC also reserves the right to amend this policy on an annual basis.

**Annual Statement
Cincinnati Hamilton County Continuum of Care Board Members
The Homeless Clearinghouse**

I hereby acknowledge that I have received a copy of the Conflict of Interest Policy for the Cincinnati Hamilton County Continuum of Care (CoC) Board, The Homeless Clearinghouse. I read and understand the policy and I agree to comply with the requirements in the policy.

In accordance with the following excerpt from the CoC Board Conflict of Interest Policy:

“Article III – Procedures

Duty to Disclose – *In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the conflict and/or financial interest and be given the opportunity to disclose all material facts to the Board.”*

I certify that except as described below, I do not have a conflict of interest as defined by the CoC Board Conflict of Interest Policy.

Disclosure of conflict:

If at any time during the year, the information in the annual statement changes materially, I shall disclose such changes and revise the annual disclosure form at the earliest opportunity.

Received by:

Printed

Signature

Date