
HAMPDEN COUNTY CONTINUUM OF CARE

GOVERNANCE CHARTER

Adopted by the CoC General
Membership September 13, 2013

Contents

- 1. Organization..... 3
- 2. Geographic Area 3
- 3. Purpose 3
- 4. Responsibilities 3
 - 4.1. Operation of the Hampden County CoC 3
 - 4.2. Designation and operation of a Homeless Management Information System (HMIS) 4
 - 4.3. Continuum of Care Planning 4
 - 4.4. Preparation of a CoC Application for Funds..... 4
- 5. CoC Membership..... 5
 - 5.1. Open Membership and New Members 5
 - 5.2. Responsibilities of Members..... 5
 - 5.3. Membership Meetings..... 5
 - 5.4. Notice of Meeting 6
 - 5.5. Quorum and Voting 6
- 6. Board..... 6
 - 6.1. Responsibilities of the Board 6
 - 6.2. Board Membership 6
 - 6.2.1. Composition 6
 - 6.2.2. Term of Office 7
 - 6.2.3. Nomination and Voting..... 7
 - 6.2.4. Resignation and Removal..... 7
 - 6.2.5. Vacancies..... 8
 - 6.3. Officers..... 8
 - 6.3.1. Officers..... 8
 - 6.3.2. Election and Term 8
 - 6.3.3. Chair and Vice Chair 8
 - 6.3.4. Secretary 8
 - 6.3.5. Resignation of Officers..... 8
 - 6.3.6. Officer Vacancies..... 8

7.	Rules of Governance for the Board.....	9
7.1.	Quorum and Voting	9
7.2.	Proxies.....	9
7.3.	Action Without a Meeting	9
8.	Committees and Working Groups	9
8.1.	Standing Committees.....	9
8.1.1.	Steering Committee	9
8.1.2.	Performance and Outcomes Committee	9
8.1.3.	CoC Application Committee.....	10
8.1.4.	HMIS/Data Committee.....	10
8.2.	Joint Committees: CoC-Western Massachusetts Network to End Homelessness-Western Mass Interagency Council	11
8.2.1.	Individual Services/REACH Committee	11
8.2.2.	Family Services Committee	11
8.2.3.	Unaccompanied Youth Committee.....	11
8.2.4.	Veterans Services Committee	11
8.3.	Other Committees and Working Groups	11
9.	Appointment of Agents and Designation of HMIS.....	12
9.1.	Collaborative Applicant.....	12
9.2.	HMIS Lead	12
9.3.	HMIS Designation.....	12
9.4.	HMIS Governance Charter	12
10.	Code of Conduct and Conflicts of Interest.....	12
10.1.	Conduct and Attendance	12
10.2.	Conflict of Interest	12
10.2.1.	Rules Regarding Conflict	12
10.2.2.	Disclosure	13
10.2.3.	Abstention from Decision-Making	13
10.2.4.	Annual Conflict of Interest Acknowledgement Form	13
10.2.5.	Conflict Of Interest for CoC Application Committee.....	13
11.	Approval of Governance Charter and Subsequent Amendments	14

1. Organization

The name of this unincorporated organization is the Hampden County Continuum of Care (hereinafter referred to as the “Hampden County CoC”). HUD refers to this CoC as the Springfield/Chicopee/Holyoke/Westfield/Hampden CoC.

2. Geographic Area

The Hampden County CoC carries out its activities throughout all of Hampden County, Massachusetts, including the entitlement cities of Springfield, Chicopee, Holyoke, and Westfield.

3. Purpose

The purpose of the Hampden County CoC is to:

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

4. Responsibilities

The Hampden County CoC is responsible for fulfilling four major duties, as follows:

4.1. Operation of the Hampden County CoC

- Hold meetings of the full membership, with published agendas, at least semi-annually;
- Issue a public invitation annually for new members to join within the geographic area;
- Adopt and follow a written process to select a CoC board and review, update, and approve the process at least once every 5 years;
- Appoint additional committees, subcommittees, or workgroups;
- Adopt, follow, and update annually a governance charter in consultation with the collaborative applicant and the HMIS lead;
- For CoC and ESG grants, establish performance targets appropriate for population and program type in consultation with recipients and subrecipients, then monitor recipient and subrecipient performance, evaluate outcomes, take actions against poor performers, and report to HUD;
- Establish and operate a centralized or coordinated assessment system in consultation with recipients of ESG Funds; and
- 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.

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/subrecipients in HMIS; and
- Ensure that the HMIS is administered in compliance with HUD requirements.

4.3. Continuum of Care Planning

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

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;
- 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 CoC planning activities.

5. CoC Membership

5.1. Open Membership and New Members

Membership in the Hampden County CoC is open to all stakeholders in Hampden County, including 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, and organizations that serve veterans and homeless and formerly homeless individuals.

Annually, the Hampden County CoC shall issue a public invitation for any interested person within Hampden County to become a member of the CoC. The invitation will be sent to relevant organizations in Hampden County and published in a daily newspaper with wide circulation in Hampden County.

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

5.2. Responsibilities of Members

Most of the responsibilities of the Hampden County 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.

5.3. Membership Meetings

The full membership of the Hampden County 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 Hampden County 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 Hampden County CoC 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 five business days before the meeting date, along with the agenda for the meeting.

5.5. Quorum and Voting

The members present at any properly announced meeting of Hampden County CoC members shall constitute a quorum. Issues presented to Hampden County CoC members for a vote will be decided by simple majority of the votes cast.

6. Board

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

6.1. Responsibilities of the Board

Except for those responsibilities assigned to the Hampden County CoC members (in paragraph 5.2 above), the Board will act on behalf of the Hampden County 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.

6.2. Board Membership

6.2.1. Composition

The Board will consist of an odd number of Hampden County CoC members totaling no less than 29 and no more than 37. The Board must be representative of the stakeholder organizations identified in paragraph 5.1 and must include a representative of the CoC Collaborative Applicant and the HMIS Lead, as well as representatives of each of the following four groups: 1) Government; 2) Nonprofit Homeless Service Providers; 3) Consumers and Advocates; and 4) Community Stakeholders. The Board must, at all times, include at least one homeless or formerly homeless individual. Examples of each of the four categories are provided below.

- Government Representatives
 - City of Springfield
 - City of Chicopee
 - City of Holyoke
 - City of Westfield
 - Massachusetts Department of Housing and Community Development
 - McKinney Vento Liaison Committee
 - Hampden County Sheriff's Department

- Nonprofit Homeless Assistance Providers
 - Joint CoC-Network to End Homelessness Family Committee
 - Joint CoC-Network to End Homelessness Individual Committee
 - Joint CoC-Network to End Homelessness Youth Committee
 - Emergency Solutions Grant (ESG) provider
 - Housing Opportunities for Persons with AIDS (HOPWA) provider
 - Veterans Services provider
 - Domestic Violence Services provider
- Consumers and Advocates
 - Homeless/formerly homeless person
 - Health Care for the Homeless Consumer Board
 - Lighthouse Community
 - HIV/AIDS Consumer Board
 - Community advocacy agency
 - Valley Opportunity Council
 - Springfield Partners for Community Action
- Community Stakeholders
 - Western Massachusetts Network to End Homelessness
 - Regional funders (United Way of Pioneer Valley, Community Foundation, or Davis Foundation)
 - Regional Employment Board
 - Council of Churches of Western Massachusetts
 - Affiliated Chambers of Commerce of Greater Springfield
 - Springfield Business Improvement District
 - Regional hospital

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. In the first year, newly-elected directors will draw lots to determine the length of their term—one, two, or three years. 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 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.

6.2.4. Resignation and Removal

Unless otherwise provided by written agreement, any representative 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 repeated absence, 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 Hampden County CoC member to fill the unexpired term.

6.3. Officers

6.3.1. Officers

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

6.3.2. Election and Term

The officers shall be elected by the Hampden County CoC Members annually, at the Annual Meeting. Each officer shall hold office for a term of one year or until their successors have been elected and qualified. No person may hold more than one office.

6.3.3. Chair and Vice Chair

The Chair is responsible for scheduling meetings of the Hampden County CoC, ensuring that the Hampden County CoC 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 CoC Board, or designate another person to do so at each meeting, including documenting all actions taken without a meeting. Such records will include the names of those in attendance. The Secretary shall give all notices required by law and by these Regulations. The Secretary shall perform such other duties as the Hampden County CoC may designate, and shall chair Hampden County CoC 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 Hampden County CoC.

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 Hampden County CoC directors at any meeting at which a quorum is present.

7. Rules of Governance for the Board

7.1. Quorum and Voting

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

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.

7.2. Proxies

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

7.3. Action Without a Meeting

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

8. Committees and Working Groups

The Hampden County 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, 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.

8.1. Standing Committees

The Hampden County CoC shall have four standing committees, as follows:

8.1.1. Steering Committee

The Steering Committee shall set agendas for Board meetings and shall carry out the work of the Hampden County CoC between quarterly Board meetings. The Committee shall be made up of: the representative of the Collaborative Applicant, the Board Chair, the Board Vice Chair, the Board Secretary, and up to three additional members of Board.

8.1.2. 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 subrecipients, then monitor recipient and subrecipient performance, evaluate outcomes, and recommend to the Board actions to be taken against poor performers;
- Develop performance measures to evaluate Hampden County’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. 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 Hampden 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.

8.1.4. 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:
 - Recipients and subrecipients 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 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:
 - Sheltered point-in-time count;
 - Housing Inventory Chart;
 - Annual Homeless Assessment Report (AHAR); and
 - Annual Performance Reports (APRs).

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

The CoC collaborates with the Hampshire-Franklin-Berkshire 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. These collaborative committees shall be considered to be standing committees of the Hampden County CoC. However, no decision of a Joint Committee shall bind the CoC unless the decision is approved by the CoC Board.

8.2.1. Individual Services/REACH Committee

The Individual Services/REACH Committee works on and strategizes about efforts to prevent and end homelessness for individuals. 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 also responsible for overseeing discharge planning for Corrections, Mental Health, and Health facilities.

8.2.2. Family Services Committee

The Family Services Committee works to coordinate and strategize about efforts to prevent and end family homelessness.

8.2.3. Unaccompanied Youth Committee

The Unaccompanied Youth Committee works to coordinate and strategize about efforts to prevent and end homelessness for youth under 18 who are not living with parents or other adults. This Committee is also responsible for planning for counting of youth in the annual Point-in-Time count, and for overseeing discharge planning from foster care.

8.2.4. Veterans Services Committee

The Veterans Services Committee works to coordinate and strategize about efforts to prevent and end veteran homelessness.

8.3. Other Committees and Working Groups

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

9. Appointment of Agents and Designation of HMIS

9.1. Collaborative Applicant

The City of Springfield serves as the Hampden County CoC's Collaborative Applicant. The City is authorized to apply for designation as a Unified Funding Agency.

9.2. HMIS Lead

The City of Springfield serves as the Hampden County CoC's HMIS Lead.

9.3. HMIS Designation

The Hampden County CoC designates the City of Springfield's Efforts to Outcomes (ETO) system as the single Homeless Management Information System for its geographic area.

9.4. HMIS Governance Charter

The duties and responsibilities of the Hampden County CoC, the HMIS Lead, the HMIS/Data Committee and Contributing HMIS Organizations are set forth in further detail in the HMIS Governance Charter, approved simultaneously with this Hampden County CoC Governance Charter.

10. Code of Conduct and Conflicts of Interest

10.1. Conduct and Attendance

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

10.2. Conflict of Interest

10.2.1. Rules Regarding Conflict

Directors, committee members, and other Hampden County 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 Hampden County 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:
 - Any organization that they or a member of their immediate family represents; or

- Any organization from which they or a member of their immediate family derives income or anything of value.
- Whenever Hampden County 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:
 - Fully disclose the nature of the interest; and
 - Withdraw from discussing, lobbying or voting on the matter.

10.2.2. Disclosure

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

10.2.3. Abstention from Decision-Making

Any matter in which directors or Hampden County 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.

10.2.4. Annual Conflict of Interest Acknowledgement Form

Hampden County CoC directors and Hampden County 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.

10.2.5. Conflict Of Interest for CoC Application Committee

No person with a conflict of interest may serve on the CoC Application Committee. For the purpose of this section only, a conflict of interest exists if:

- You are now, or within the last year have been, or have a current agreement to serve in the future as, a Board member, staff member or paid consultant of an organization making a proposal for funding; or
- Your employer or an organization on whose Board of Directors you sit, now has, or within the last year has had, a contractual relationship with an organization making a proposal for funding. However, under this second definition of “conflict of interest,” no conflict exists if your employer, or the organization on whose Board of Directors you sit, is a funding entity or organization whose mission includes providing services and/or funding to other service providers; or
- Any other circumstance exists which impedes your ability to objectively, fairly and impartially review and rank the proposals for funding.

11. Approval of Governance Charter and Subsequent Amendments

This Governance Charter and every subsequent amendment to it must be approved by a majority of Hampden County 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 Hampden County 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 Hampden County CoC Members to ratify the existing Governance Charter or approve proposed changes to the Governance Charter at their next Annual Meeting.