

**Continuum of Care Board Charter
Dallas City and County, Irving CoC TX-600**

CONTINUUM OF CARE BOARD

I. COC MISSION, VALUES, AND BOARD PURPOSE

The TX-600 Continuum of Care (CoC) representing Dallas and Collin Counties is a membership-based collaborative whose mission is to prevent and end homelessness. This is achieved by fostering shared responsibility, collaborative planning and aligning the stakeholders and resources essential to implementing the strategic priorities of the community approved long-range plan and the homeless system collective action plans.

The TX-600 CoC carries out its mission through a set of Core Values that guide its governance and activities:

- Every person Experiencing Homelessness Has Access to an Appropriate Exit Pathway
- Exit Pathways are Scaled to Meet Demand and Targeted to Meet the Needs of Specific Populations
- Accountability and Success are Demonstrated Using Data
- Engagement and Transparency are Central Behaviors in All Collective Efforts

The Continuum of Care Board (CoC Board) shall serve as the lead decision-making body of the geographic area of the Dallas City and County, Irving Continuum of Care TX-600, which includes all of Dallas and Collin County, Texas, to:

- A. Promote community-wide commitment to the goal of preventing and ending homelessness;
- B. Recommend funding for efforts by nonprofit providers and local governments to rapidly provide services and housing to homeless individuals and families while minimizing trauma;
- C. Promote access to and effective use of mainstream programs by homeless individuals and families; and
- D. Optimize self-sufficiency among individuals and families experiencing homelessness.

II. COC BOARD ROLES AND RESPONSIBILITIES

The CoC Board shall develop policies and procedures conforming to the U.S. Department of Housing and Urban Development (HUD) requirements detailed in 24 CFR part 578.1 to:

- A. Designate a CoC Lead Agency to serve as the Collaborative Applicant to operate the Continuum of Care pursuant to Section III item 8;
- B. Designate an Administrator of the Homeless Management Information System pursuant to Section III item 9; and
- C. Conduct year-round TX-600 Continuum of Care planning of homeless and homeless prevention housing and services; and
- D. Prepare and annually update the community's long-range plan to end homelessness; and
- E. Recommend the annual allocation of CoC funds to end homelessness in accordance with the community's long-range plan for that purpose pursuant to Section VIII; and
- F. Conduct an open and inclusive public process, including two or more public meetings, in performing its planning and budgeting duties as set forth in sections c and d; and
- G. Prepare semiannual reports on progress toward ending homelessness in the community.

III. COC BOARD MEMBERS

The CoC Board will consist of twenty-seven (27) members. The composition of the CoC Board shall include community representatives within the geographic area served by the CoC who are:

- a. Municipalities Places 1 – 5
 - 1) Dallas County- HHS, Health Authority, or designee
 - 2) Collin County- HHS, Health Authority, or designee
 - 3) City of Dallas- Office of Homeless Solutions, Director, or designee
 - 4) Rotating seat for another city with a population larger than 100,000 within Dallas County, Director level for homeless initiatives
 - 5) Rotating seat for another city with a population larger than 100,000 within Collin County, Director level for homeless initiatives
- b. Places 6 - 23
 - 6) School District, Director, Special Programs, or designee

- 7) Dallas Housing Solutions for North Texas, President, or designee
 - 8) Parkland Hospital, Chief Executive Officer, or designee
 - 9) Workforce Solutions of Greater Dallas, Executive Director, or designee
 - 10) United Way of Metropolitan Dallas, President/Chief Executive Officer, or designee
 - 11) North Texas Behavioral Health Authority, Executive Director, or designee
 - 12) US Department of Veteran's Affairs, Director or designee
 - 13) Collin County Homeless Coalition, Chair or designee
 - 14) Service provider serving homeless subpopulations, Chair of CoC Assembly Executive Council
 - 15) Service provider serving homeless subpopulations, Chief Executive Officer, Appointed by Nominating Committee
 - 16) Affordable housing representative, Appointed by Nominating Committee
 - 17) Dallas County Business leader, Appointed by Nominating committee
 - 18) Collin County Business leader, Appointed by Nominating Committee
 - 19) Person with lived experience, Appointed by Nominating Committee
 - 20) Person with lived experience, Appointed by Nominating Committee
 - 21) Faith-based institution, Appointed by Nominating Committee
 - 22) Charitable Foundation, Appointed by Nominating Committee
 - 23) Criminal Justice Representative, Appointed by Nominating Committee
- c. At-large Members (When need arises to support the strategic priorities of the CoC Board, up to two (2) directors known as the "At-Large Members" may be nominated for CoC Board membership. The At-Large Members shall have full and complete voting rights, terms, and privileges as directors.)
- 24) At-large member
 - 25) At-large member
- d. Places 26-27 (Ex officio, non-voting members)
- 26) Continuum of Care Lead Agency Board Chair
 - 27) Past Chair of CoC Board

2. Selection Process

- a. Places 1-3 shall be designated by their respective municipalities
- b. Places 7-12 shall be designated by their respective organizations
- c. Places 13-14, 26 and 27 shall be held for those named positions
- d. Places 4-6 and 15-25 shall be nominated by the Governance and Nominating Committee.

3. Terms.

Members representing Places 1-3 may serve multiple terms with no limits. Other members of the CoC Board will serve for a term of three (3) years. Members representing Places 4-25 may serve no more than two (2) consecutive terms, and any such member who has served two (2) full consecutive terms will not be eligible for re-appointment until after the passage of twelve (12) calendar months from the date of expiration of his or her last term.

Notwithstanding the foregoing, in order to provide for staggered terms so that no more than one-third (1/3) of the terms for members of the CoC Board expire in any given year, the initial terms of the CoC Board will be as follows:

- 1 Year – Places 5, 7, 10, 13, 16, 19, 22, 25
- 2 Years – Places 6, 8, 11, 14, 17, 20, 23
- 3 Years – Places 4, 9, 12, 15, 18, 21, 24

Members in Places 4-25 who are appointed for initial terms of either one (1) year or two (2) years will be eligible to serve for two (2) subsequent full terms of three (3) years each.

4. Meetings; Quorum.

The CoC Board will meet at least six (6) times per calendar year and may hold additional meetings at such times and places as it deems necessary. Fifty percent (50%) plus one (1) of seated members of the CoC Board shall constitute a quorum. Provided that a quorum is established, a vote of a majority of the members in attendance will be necessary in order to pass any item of business.

Electronic communications: Members of the Board may participate in and hold a meeting by means of conference telephone or similar communications equipment, or another suitable electronic communications system (including, without limitation, video conferencing or the Internet), or any combination, if the telephone or other equipment or system permits each person participating in the meeting to communicate with all other persons participating in the meeting. All electronic communications must meet the requirements of the Texas Open meeting act.

The CoC Board will provide prior reasonable notice of CoC Board and committee meetings and such notices shall be published on the CoC Lead Agency website. Each meeting shall have on its agenda the opportunity for members of the public to provide input and comment.

5. Attendance.

CoC Board members are expected to attend all CoC Board meetings. After three consecutive absences, the CoC Board shall consider the seat vacated. After two consecutive absences, the CoC Board Chair will notify the member of a pending violation of this policy. The notification will request a response from the member stating her/his interest in continuing to serve on the CoC Board and inform the member that if he/she does not attend the next scheduled meeting, the seat will be considered vacant and will be filled pursuant to the Nomination Process in Section VI.

6. Officers.

Pursuant to the Nomination Process, the CoC Board will appoint a Chair, Vice Chair, and Secretary of the CoC Board to serve for terms of one (1) year each, for no more than two (2) full terms. The Chair and Vice Chair may be removed by simple majority vote of the CoC Board at any time and for any reason.

- Chair – The Chair will preside at all meetings of the CoC Board. Subject to the direction of the CoC Board, the Chair shall give oversight to the development of policies and execution of the policies and programs of the Continuum of Care. The Chair will ensure meaningful participation and adequate time for members to process information, ask questions, and ask for clarity. The Chair will perform other duties prescribed by the CoC Board and all duties incident to the office of Chair of the CoC Board.

- Vice Chair – The Vice Chair will preside over meetings of the CoC Board in the absence of the Chairman and assist the Chair and the CoC Board on matters as may be requested from time to time.
- Secretary – The Secretary will (or delegate to another) give all notices of meeting dates, times and locations, take minutes of the meetings and keep the minutes as part of the corporate records. The Secretary will perform such other duties as may be assigned by the Chair or CoC Board.

The officers of the CoC Board shall be elected annually by the Board of Directors at its regular annual meeting. Vacancies may be filled, or new offices created and filled at any meeting of the Board of Directors. Each officer shall hold office until his or her successor has been duly elected and qualified.

Officers shall have such authority and perform such duties in the management of the CoC Board as are provided by this Charter or as may be determined by resolution of the Board not inconsistent with these Charter.

8. Duties and Responsibilities of the Lead Agency and Collaborative Applicant

The CoC Board will appoint a Lead Agency that will provide meeting support for CoC Board and all other committees and workgroups. The Lead Agency is responsible for coordinating with the CoC Board to schedule meetings, prepare agendas, issuing meeting materials and post all relevant documents to the Continuum of Care website. All responsibilities are documented in the Continuum of Care Lead Agency Memorandum of Understanding.

The designation of the Lead Agency is valid for a maximum of five (5) years before the designation must be reviewed and renewed by the CoC Board. Every five (5) years a Request for Proposal will be broadly disseminated for any interested parties to submit their interest in serving as the lead agency. In response to negligence or poor performance of the CoC Lead Agency, the CoC reserves the right to open an RFP process prior to the five-year mark and designate a new CoC Lead Agency. The selection of or midterm change in the CoC Lead Agency may only occur by a super majority (75%) vote of the

CoC Board in attendance at the meeting in which the recommendation is presented.

Specific responsibilities include:

- a. The Continuum of Care must designate a legal entity who is also a Continuum of Care Program eligible applicant to serve as the Collaborative Applicant. The Collaborative Applicant is responsible for collecting and combining the required application information from all Continuum of Care Program funded projects within the geographic area. The Collaborative Applicant is also responsible for submitting the annual application to HUD for Continuum of Care Program funding and to apply for Continuum of Care Planning dollars. The Lead Agency responsibilities include serving as a collaborative applicant on behalf of the collective for Federal and State funding in addition to the following duties:
 - i. Provide leadership to stakeholders regarding best practices, system planning and direction
 - ii. Coordinate, facilitate, and inform the CoC Board
 - iii. Facilitate workgroups
 - iv. Produce planning materials
 - v. Prepare and report on needs/gaps analysis, annual homeless counts of individuals and housing inventory and system performance
 - vi. Collect and report program and system performance data and use data to compel targeted performance improvement
 - vii. Evaluate and incentivize performance with oversight from the CoC Board
 - viii. Coordinate resources, maximize multiple existing and new funding sources, integrate activities and facilitation collaboration
 - ix. Prepare collaborative application for Federal and State funds
 - x. Act as collaborative applicant for other funds as deemed necessary and appropriate to meet system goals
 - xi. Provide technical assistance and training to member organizations
 - xii. Represent the system in state and national forums
 - xiii. Build awareness and build support by leading advocacy efforts
 - xiv. Build strategic partnerships with key stakeholders and mainstream resources to increase and build system capacity

9. Duties and Responsibilities of the HMIS Administrator

The Continuum of Care must designate a legal entity who is also a Continuum of Care Program eligible applicant to serve as the Homeless Management Information System (HMIS) Lead. The HMIS Lead will maintain the community's HMIS in compliance with HUD standards and coordinate all related activities including training, maintenance, and the provision of technical assistance to contributing organizations. Responsibilities required by the Continuum of Care Interim Rule are outlined in this Governance Charter. These and any additional responsibilities are documented in the Continuum of Care Homeless Management Information System Lead Memorandum of Understanding.

The designation of the HMIS Lead is valid for a maximum of five years before the designation must be reviewed and renewed by the CoC Board. Every five (5) years a Request for Proposal will be broadly disseminated for any interested parties to submit their interest in serving as the lead agency. In response to negligence or poor performance of the HMIS Lead, the CoC Board reserves the right to open an RFP process prior to the five-year mark and designate a new HMIS Lead. The selection of or midterm change in the CoC HMIS Administrator may only occur by a super majority (75%) vote of the CoC Board in attendance at the meeting in which the recommendation is presented.

IV. COMMITTEES.

While decisions for the work of the Continuum will be made by the CoC Board, the work of the Continuum will generally be carried out by Committees and, as appointed by Committees; Ad Hoc Committees; Subcommittees and workgroups. Committee members may be recommended by the CoC Board, by Committees or other interested parties. CoC subcommittees and workgroups may be made up of CoC board members and other members of the community. Standing committees must be chaired by a CoC Board member. At a minimum, CoC Committees shall include the following Committees:

- A. Standing Committees. The CoC shall have the following Standing Committees:
 1. Independent Review Committee (IRC): Responsible for conducting the CoC Program Grant project prioritization and other grants and preparing allocation recommendations CoC Board.

Seven members of the CoC Board that do not receive CoC funding and have not submitted a current CoC application will serve as the IRC Committee.

2. **Governance Committee:** Responsible for conducting the annual nominations process for CoC Board of Directors in compliance with Section VI A-B. Membership is restricted to current CoC Board members.
3. **CoC Assembly Executive Council:** Responsible for issues related to CoC wide policy, procedures, and training. Members of this council will be elected by the CoC Assembly and must be the Lead Executive or their designee who has decision-making authority. This council must also include the Chair of the Alliance Homeless Forum. The Chair of the CoC Assembly shall be the only sitting member of the CoC Board.

B. **Ad Hoc Committees of the CoC Board and CoC Assembly workgroups.** The CoC Board or CoC Assembly Executive Council shall create ad hoc committees of the CoC Board or CoC Assembly workgroups as necessary to accomplish its purpose, roles, and responsibilities. Each ad hoc committee or workgroup may elect a chair.

V. COC REPORTS

At least annually, the CoC Board shall approve the following reports and documents:

- A. CoC Program Grant Project Priority List

At least annually, the CoC Board shall review the following reports:

- A. Annual report on homeless services needs and gaps
- B. Annual Point In Time Count (PIT)
- C. Annual Housing Inventory Chart (HIC)
- D. Annual System Performance (System Performance Measures or Longitudinal System Analysis)

VI. NOMINATION PROCESS

Places 4-6 and 15-25 will be appointed through a nomination process.

A. CoC Board Members

1. The Governance Committee will be responsible for executing the procedures for the nominating process.
2. Not less than 120 days prior to the beginning of each calendar year, the Governance Committee shall convene the Nominating Committee.
3. The Nominating Committee shall consist of 5-7 members of the board. The Past Chair of the CoC Board shall serve as Chair of the Nominating Committee.
4. The Nominating Committee shall call for nominations for any vacant member places CoC Board.
5. Not less than 60 days prior to the last CoC meeting of the calendar year, the Nominating Committee will review all nominations and present a slate of recommended nominations from all nominations received to the Governance Committee. The Governance Committee shall review all nominations and provide the recommended nominations to the CoC Board for review and consideration.
6. At the last meeting of the calendar year, the CoC Board will elect new members to fill any vacant places by majority vote.
7. If, during the course of the year a member in Places 4-6 or 15-25 vacates his/ her position, the Nominating Committee will convene within thirty days to choose a replacement member from prior nominees not previously selected to fill the remainder of the vacated term.

B. Officers

1. The Governance Committee will be responsible for executing the procedures for the election of Officers.

2. Not less than 120 days prior to the beginning of each calendar year, the Governance Committee shall convene the Nominating Committee.
3. The Nominating Committee shall consist of 5-7 members of the board. The Past Chair of the CoC Board shall serve as Chair of the Nominating Committee.
4. The Nominating Committee shall call for nominations for the Officer positions (Chair, Vice-Chair, and Secretary) from the CoC Board.
5. Nominees for Officer positions will have served on the CoC Board for at least one year immediately prior to being nominated except in the initial year.
6. Not less than 60 days prior to the last CoC meeting of the calendar year, the Nominating Committee will review all nominations for Officer positions and present a slate of recommended nominations from all nominations received to the Governance Committee. The Governance Committee shall review all nominations and provide the recommended nominations to the CoC Board for review and consideration.
7. At the last meeting of the year, the CoC Board will elect new Officers to fill any vacant places by majority vote.
8. If, during the course of the year, an Officer vacates his/ her position, the Nominating Committee will convene within thirty days to choose a replacement Officer from prior nominees not previously selected to fill the remainder of the vacated term.

VII. CONFLICTS OF INTEREST

Board members with actual or perceived conflicts of interest must identify them as they arise. Individuals with a conflict of interest may participate in all discussion but shall recuse themselves from voting on any issue in which they may have a conflict. No member of the Board shall vote upon any matter which shall have a direct financial bearing on the organization that the member represents or sits as a board member on the organization. This includes all decisions with respect to funding, awarding contracts, and implementing corrective actions.

CoC Board members will receive no compensation for their duties. They may receive direct expense reimbursement for any expenses incurred for activities directed by the CoC Board. Persons with lived experience representatives may be reimbursed for travel and meeting time.

VIII. AMENDMENT TO CHARTER

The CoC Board will review and make recommendations for changes to this Charter at least once every five (5) years. This Charter may be amended only by a super majority (75%) vote of the CoC Board in attendance at the meeting in which the Amendment is presented.

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