

**Chicago Continuum of Care  
Governance Charter**

*Revised and Amended on December 7<sup>th</sup>, 2017*

## Table of Contents

ARTICLE 1: Continuum of Care Mission, Values, Goals and Responsibilities.....	3
ARTICLE 2: Continuum of Care Membership .....	5
ARTICLE 3: Continuum of Care Governance Structure.....	9
ARTICLE 4: Officers.....	11
ARTICLE 5: Board of Directors Rules of Governance.....	13
ARTICLE 6: Board of Directors Meetings & Action without Meeting.....	14
ARTICLE 7: Committees and Ad hoc Working Groups.....	15
ARTICLE 8: Advisory Boards .....	22
ARTICLE 9: Commissions .....	22
ARTICLE 10: Selection and Review of the Collaborative Applicant and HMIS Lead Agency .....	23
ARTICLE 11: Coordination of CoC and Emergency Solutions Grant Recipient .....	26
ARTICLE 12: Continuum of Care Policies .....	27
ARTICLE 13: Grievances and Appeals .....	29
ARTICLE 14: General Provisions .....	31
ARTICLE 15: Terms and Definitions .....	32

Appendix A

Appendix B

## **ARTICLE 1: Continuum of Care Mission, Values, Goals and Responsibilities**

### SECTION 1: Mission

The Chicago Continuum of Care (CoC) is a membership-based organization whose mission is to prevent and end homelessness in our city. We achieve this by fostering shared responsibility, collaborative planning and aligning the stakeholders and resources essential to implementing the strategic priorities of Plan 2.0, Chicago's plan to prevent and end homelessness.

### SECTION 2: Values

The Chicago Continuum of Care carries out its Mission through a set of Core Values that guide its governance:

- **Clear and logical** governance processes, structures and lines of accountability.
- **Transparent** decision making that makes the greatest possible use of data.
- **Open, accessible, inclusive** Continuum of Care that includes all stakeholders and allies needed to achieve the goals of the Plan to End Homelessness.
- **Compliance** with federal requirements for Continuums of Care.
- **Communication** between all members, committees, and bodies that make up the Continuum of Care.
- **Flexibility** to respond to emerging ideas and challenges.

### SECTION 3: Goals

These Core Values are incorporated into the Goals of the Chicago Continuum of Care that include:

- Provide funding for efforts by nonprofit and faith-based providers, and state and local governments to prevent homelessness when possible and quickly rehouse 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 and resources by homeless individuals and families
- Optimize self-sufficiency among individuals and families experiencing homelessness

The Continuum's Goals are achieved through the implementation of programs by a dedicated group of Stakeholders that include but is not limited to people with lived homeless experience,

nonprofit homeless assistance providers and employment providers, domestic violence and sexual assault providers, faith-based organizations, funders, governments, businesses, advocates, public housing agencies, school districts, social service providers, mental health agencies, substance use treatment providers, hospitals, universities, affordable housing developers, law enforcement, organizations that serve veterans, small non-profit and faith-based providers that do not receive HUD ESG or CoC funding, and individual community members.

#### SECTION 4: Responsibilities

The CoC's work is guided and assessed through the execution of Core Responsibilities, derived from community feedback, Plan 2.0 and the HEARTH ACT. These responsibilities include:

- Establishing project and system performance standards and monitoring outcomes for all CoC- and Emergency Solutions Grant (ESG)-funded projects.
- Developing, implementing and monitoring the function and impact of a coordinated access and assessment system, in consultation with the ESG recipient (Chicago Department of Family and Support Services).
- Establishing written standards for client eligibility, assessment, prioritization for assistance, and type/extent of assistance for all ESG- and CoC-funded projects in coordination with the ESG recipient (Chicago Department of Family and Support Services).
- Implementing, monitoring and supporting a robust Homeless Management Information System (HMIS) that operates in compliance with HUD requirements and applicable federal, state, and local laws.
- Designing, operating, and following a collaborative plan for preparing the annual application for HUD Continuum of Care funding, which covers the selection and prioritization of projects for inclusion in that application.
- Planning efforts that include:
  - Implementation of housing and service strategies set forth in Plan 2.0
  - Annual or biennial point-in-time counts of sheltered and unsheltered homeless persons
  - An annual gap analysis of the homelessness-related needs and services in Chicago
  - Participation in the development of the City's Consolidated Plan

- Consulting with the Department of Family and Support Services regarding the use of ESG program funds and reporting on and evaluating the performance of projects operated by ESG recipients and subrecipients
- Systems alignment
- Resource and fund development for the CoC through various methods, including policy and advocacy work

#### SECTION 5: Plan 2.0: A Home for Everyone

Plan 2.0: *A Home for Everyone* is Chicago’s plan to prevent and end homelessness. Developed in 2012 through extensive community dialogue and feedback, Plan 2.0 establishes seven strategic priorities to achieve over seven years. Plan 2.0 serves as Chicago’s plan for coordinated implementation of a housing and service system that meets the needs of individuals (including unaccompanied youth) and families that are experiencing homelessness in Chicago. Its evaluation and updating are key responsibilities of the CoC as outlined throughout this Charter.

#### **ARTICLE 2: Continuum of Care Membership**

The Chicago Continuum of Care (CoC) is made stronger through the participation of broad and diverse Members. Therefore, membership in the CoC is open to any individual or organization that embraces the mission, values and goals of the CoC. Much of the work of the CoC will be carried out by the CoC Board of Directors and Committees, 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; and
- Every three (3) years following initial approval of this Governance Charter, Members will review, update, and ratify changes to the Governance Charter; and
- Members will vote annually to approve a slate of directors to available board positions.

#### SECTION 1: Membership Structure

Organizations and individuals may be Members. All Members, both individuals and representatives of organizations will be allowed to vote on all-CoC decisions as outlined in Article 2. To be eligible to vote at all-CoC meetings, Members must have completed membership registration no less than 14 days prior to the all-CoC meeting. While registration for membership will be accepted in person at all-CoC meetings, voting will be limited to

Members who register prior to the 14-day deadline.

### Membership Benefits and Responsibilities

A CoC Member is any individual or organization with an interest in understanding and addressing the issues related to homelessness, and a desire to participate in some way in the City of Chicago's coordinated plan to end homelessness. The Chicago CoC recognizes that many stakeholders are invested in addressing homelessness in our city. However, the CoC believes that the most important stakeholders are people with lived homeless experience and those at risk of homelessness. Because their participation is essential to the CoC governance and management, they are considered Members and afforded all of the benefits of CoC membership whether or not they pay dues.

### Membership Benefits

- Invitation to semi-annual open CoC meetings
- CoC orientation
- Voting rights on issues set forth in Article 2
- Eligible for committee and board service
- Access to training and technical assistance opportunities
- Access to CoC information via special website portal and CoC listservs
- Opportunities to network with people doing similar work or interests

### Membership Responsibilities

- Attendance at semi-annual public CoC meetings
- Participation in advocacy initiatives
- Pay annual dues if applicable

Members are committed to working together to advance the mission and purpose of the CoC and achieve the goals of Chicago's plan to end homelessness and adhere to all guidelines, policies and procedures set forth by the CoC.

## SECTION 2: Membership Dues

The CoC will establish a dues structure that includes general dues for all Members, which will be a nominal fee that will not limit access to participation. The Membership Committee established in this Charter will develop recommendations for additional dues or fees to support CoC fundraising goals for Board of Director approval and CoC approval for addition to this Charter. In the proposed dues structure, the Membership Committee will include a process for requesting waivers for financial hardship for individual and organizational Members. As noted in Section 1, because meaningful participation of persons with lived experience of homelessness is essential to the CoC governance and management, they are considered Members and afforded all of the benefits of CoC membership whether or not they pay dues.

Membership dues will fund work of the Collaborative Applicant for administrative support of the CoC, which may include but is not limited to staff support for committees, production of meeting materials, and costs of a CoC website.

## SECTION 3: CoC Member Meetings

The Chicago CoC will hold semi-annual public meetings for all members. Quorum for all continuum wide meetings shall constitute 50%+1 of CoC Members who have registered for the meeting and are members of the CoC in good standing as outlined in article 2.1. A member can be an organization (which can designate only 1 voting member to be counted towards the quorum) or a freestanding individual. However, an individual cannot be considered freestanding if he or she is currently employed by an organization in the Chicago CoC.

## SECTION 4: Outreach to New Members

The CoC Membership Committee is charged with annual outreach to people with lived homeless or at risk of homelessness experience as well as all entities named in the Goals section of this Charter and in [24 CFR Part 578.5](#), the HUD regulations governing establishment of Continuums of Care, including but not limited to: people who are homeless, formerly homeless or at risk of homelessness, nonprofit homeless assistance providers and employment providers, domestic violence and sexual assault providers, faith-based organizations, governments, funders, businesses, advocates, public housing agencies, school districts, social service providers, mental health agencies, substance use providers, hospitals, universities, affordable housing developers, law enforcement, and organizations that serve veterans, small non-profit providers that do not receive HUD funding, and individual community members.

Outreach activities will include community meetings, press releases, emails to CoC listservs and announcements on the CoC website. New Members may also join the CoC at the annual public

meeting. In the first year of this Charter, the Membership Committee will develop a process to orient new members of the CoC.

## **ARTICLE 3: Continuum of Care Governance Structure**

### SECTION 1: CoC Board of Directors

The Chicago Continuum of Care shall be governed by a Board of Directors (the Board), which will provide oversight and accountability for all Chicago CoC responsibilities.

### SECTION 2: Board Responsibilities

Except for those responsibilities assigned to the Chicago CoC Members in Article 2, the Board will act on behalf of the Chicago CoC to fulfill the regulatory duties of a continuum of care as set forth in [24 CFR § 578](#), or as otherwise articulated by HUD. The Board will be responsible for approval and implementation of all CoC policies and procedures and Chicago's Plan 2.0.

### SECTION 3: Board Composition

The Board will consist of an odd number of directors totaling no fewer than 19 and no more than 23. Each Board member must have the fiscal and program authority of the organization they represent or represent system-wide perspective based on the CoC Commission from which they are elected. The Board will include and not be limited to the following:

- Four (4) SPC members (existing seats)
- Four (4) LEC members (existing seats)
- Mayor's Office (new seat)
- Chicago Department of Family and Support Services (existing seat for ESG recipient)
- Chicago Housing Authority (existing seat for Key Stakeholder)
- One to two (1-2) private foundation representatives (existing seats for Key Stakeholder)
- Business Leader (new seat but could be existing seat for Key Stakeholder)
- Faith-based organization (new seat but could be existing seat for Key Stakeholder)
- Five to Eight (5-8) At-large Representatives from Public/City, State and Federal Government/Academic Organizations (e.g., Veterans Administration, DCFS, IHDA, CPS, Workforce Investment Board, University, etc. (new existing seats for Key Stakeholders)

The ESG recipient, Other Members as a group, and the Service Providers Commission as a group, shall each have 2 Alternates for times when a regular Board Member cannot attend. The Lived Experience Commission may designate any number of Alternates to ensure full representation at all Board meetings.

The Collaborative Applicant will not have dedicated seats on the Board.

The CoC's intention is to ensure a balance of constituencies represented on the Board while ensuring a path for new stakeholders to serve on the Board. The Nominating Committee will

ensure that the total Other representatives equals the total number of people with lived homeless experience and service providers on the slate, while ensuring that the 21-25 minimum/maximum Board composition is maintained.

To the extent that Directors represent an entity or constituency, they are responsible for relaying information back to that constituency about what is discussed at board meetings (unless that would violate someone's confidentiality), and should serve as conduits to relay the concerns and opinions of members of their constituency back to the Board.

#### SECTION 4: Board of Directors Terms

All Directors will serve staggered terms of three years so that approximately one-third of directors will transition off the Board or go through the nomination process each year. A Director may serve for up to three consecutive years with one additional successive term and then must wait one year before accepting nomination to the Board again.

A three-year term of a board member is designated to that particular seat and is not designated for the individual who holds the seat. Therefore, in cases when a vacancy occurs on the Board of Directors, a new Board member shall be selected or elected based on the vacated constituency seat and the new Board member will then complete the term held by the vacating member.

#### SECTION 5: Nomination and Approval of Board of Directors Slate

Each year, the CoC Membership Committee (established in this Charter) will form an ad-hoc Nominating Committee which will solicit nominations for open At-large, Persons with Lived Homeless Experience, Service Provider and Key Stakeholder Board positions from CoC Membership. DFSS, Plan 2.0, State Agency/Major System and Private Funder seats will be assigned or appointed and given to the Nominating Committee. Nominations for the Persons with Lived Homelessness Experience and Service Provider seats will come from the Lived Experience and Service Provider Commissions and if the nominations are not qualified for any reason, the Nominating Committee would go back to the Commissions for additional nominees.

The Nominating Committee will prepare for Membership approval a slate of candidates for the Board. The Nominating Committee will prepare brief bios that outline employment, board affiliations, and qualifications for the CoC Board of Directors for the presentation of the Board slate to the CoC Membership. Finally, the Nominating Committee's primary goal is ensuring a balanced and representative Board.

#### Balanced and Representative Board

To ensure a Board of balanced stakeholder groups, no more than one member of the board or

staff of a particular organization, plus no more than one volunteer or consumer affiliated with that organization may serve on the Board of Directors at the same time. Organizations with separate affiliate organizations will be held to the same requirement and may not have more than one member of the board or staff of any affiliate within their structure, plus no more than one volunteer or consumer affiliated with any arm of that organization serve on the Board at the same time.

If the Nominating Committee nominates two candidates with a common organizational affiliation (e.g., CEO and consumer), the materials presenting the slate to the CoC membership should note their shared affiliation, and should include a rationale for that decision. If the Nominating Committee determines that a candidate put forth does not meet eligibility criteria or decides not to include a candidate on the slate for any reason, the Nominating Committee will notify the entity making the nomination and allow a new nomination to be put forth. In the case of the Service Providers and Persons with Lived Experience stakeholder groups, the Nominating Committee will notify the Service Providers Commission and Lived Experience Commission of the need for additional nominations, allowing them to use the practices they have in place to nominate their own representatives.

#### Approval of Board of Directors Slate

Approval of the Board of Director slate will take place during the last scheduled all-CoC meeting of the calendar year by a majority vote of all Members present.

#### SECTION 6: Resignation and Removal

Unless otherwise provided by written agreement, any Director may resign at any time by giving written notice to the Chair. In addition, Directors may be removed by a majority vote of the Board for repeated absence, misconduct, failure to participate, or violation of conflict of interest policies.

## SECTION 7: Vacancies

When a Director resigns, is removed from the Board or cannot serve his/her full term for any reason, the Nominating Committee will accept nominations from the CoC Membership or appointments depending on the stakeholder group of the vacant seat. The Board will elect the new Director from the slate of nominations presented. The Alternate for the stakeholder group represented by the vacant seat may fill the seat until the Board officially fills the seat.

## **ARTICLE 4: Officers**

The Chicago CoC Board of Directors will elect a Chair, Vice-Chair, Secretary, Treasurer and at-large officer that will make up the Executive Committee. The Chair position will be held by a different stakeholder group each year according to a rotation set by this Charter. Beginning with the first year of this Charter, the rotation will be as follows: Public Funder, Consumer, Service Provider, Key Stakeholder, and Private Funder.

### *Chair and Vice Chair*

The Chair is responsible for scheduling meetings of the CoC and Board, ensuring that the Board meets regularly or as needed, and for setting the agenda for these meetings in collaboration with the Executive Committee. The Chair governs and leads the Board of Directors. In the absence of the Chair, the Vice Chair assumes the duties of the Chair.

### *Secretary*

The Secretary will keep accurate records of the acts and proceedings of all meetings of the 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 will be responsible for the timely posting and dissemination of all meeting summaries, minutes, announcements, and notices, or for ensuring that such minutes, announcements and notices are posted and disseminated by designated entities. The Secretary will chair Board meetings in the case of the absence of the Chair and Vice Chair.

### *Treasurer*

The Treasurer will keep the board informed of key financial events, trends, concerns, and assessment of fiscal health in addition to completing required financial reporting forms in a timely fashion and making these forms available to the board. The Treasurer will also serve as the Chair of the Finance Committee of the Board.

### *At-Large*

The At-Large Officer will participate in the development of Board agendas and will be responsible for coordinating, with designated Committees, the review of performance and designation processes for the designated entities described in Article 9, Sections 1-3: Collaborative Applicant and HMIS Lead Agency.

### SECTION 1: Election and Term

Beginning 2018, the CoC Board Chair rotation shall be ESG, Other, LEC, SPC, and in the following year the vice chair succeeds to the chair to maintain leadership continuity. The Nominating Subcommittee of the Membership Committee will develop the Executive Committee slate in advance of the first Board meeting and shall include representatives from each stakeholder group as noted in article 3 section 3 to make up the executive committee. In order to be slated for the Executive Committee slate, a candidate must have served at least one year on the Board.

Each officer will 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.

### SECTION 2: Responsibilities of Executive Committee

The Executive Committee is responsible for setting and timely dissemination of the agenda for CoC Board meetings, including regular updates on the work of Committees; for setting and timely dissemination of the agenda for the two annual all-CoC member meetings; for providing Board leadership in ensuring clear and effective lines of communications between the Board and CoC members and stakeholders; and for providing Board leadership in ensuring that CoC planning and implementation is consistent with requirements articulated by HUD in [24 CFR Part 578](#) and other directives, with applicable federal, state, and local laws, and with the strategic direction of Plan 2.0.

The Executive Committee will be responsible for setting and upholding process decisions to determine which issues go to the Board for official vote, and for determining when the need for action is sufficiently urgent as to require either an unscheduled meeting, or a vote by the Board on a matter which was not included on the publicly disseminated meeting agenda, or action by the Board without a meeting. In the interest of transparency, the rationale for such decisions should be communicated to the CoC membership and stakeholders along with the outcome of such actions.

### SECTION 3: Resignation of Officers

Any officer may resign at any time by giving written notice to the Chair. Any such resignations will take effect at the time specified within the written notice or if the time is not specified therein upon its acceptance by the Chair. In the event the Chair resigns; the Chair will hand their resignation to the vice chair.

### SECTION 4: Officer Vacancies

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

## **ARTICLE 5: Board of Directors Rules of Governance**

### SECTION 1: Quorum and Voting

A number equal to a 2/3 majority of the Board will constitute a quorum for the transaction of business decisions at any meeting.

At all meetings, every effort should be made for business items to be decided by arriving at a consensus of the Board. Votes will 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 will have one vote. No Director shall vote on any item that presents a real or perceived conflict of interest.

If a Director calls for Division of the House under ***Robert's Rules of Order Newly Revised***, individual votes can be recorded in the meeting minutes and the Board Chair will be responsible for ensuring accurate documentation of those votes.

### SECTION 2: Alternates

Directors will be expected to attend regularly scheduled and emergency board meetings as part of their service; however, in the event of unavoidable absence Directors may request an Alternate representative, who was approved in the annual Board slating process, to attend meetings and vote in the Director's stead. Each stakeholder category list in Article 3, Section 3, will have one Alternate, except for persons with lived homelessness experience who may have multiple Alternates. The inclusion of additional Alternates for persons with lived homelessness experience reflects the CoC's commitment to promoting meaningful participation for persons with lived homelessness experience.

Alternates will be required to attend all Board meetings.

### SECTION 3: Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the CoC in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the CoC may adopt. A non-voting parliamentarian will support all Board meetings.

## **ARTICLE 6: Board of Directors Meetings & Action without Meeting**

### SECTION 1: Meeting Frequency

The Board will meet no less frequently than six (6) times per year at such times and places as the Board will determine, and the twelve-month calendar of regularly scheduled meetings will be set and approved during the first meeting of each year. The Executive Committee may call a special meeting of the Board provided it meets all notice and quorum requirements.

### SECTION 2: Open Meeting

Attendance at meetings of the Board of Directors will be open to any interested person to observe.

### SECTION 3: Communicating Information about Board Meetings

In keeping with the values enumerated in Article 1 Section 2, the Board shall take all reasonable and practical steps to keep CoC Members and stakeholders informed about upcoming Board meetings, pending matters before the Board, actions proposed for consideration by the Board, and decisions made by the Board; shall hold meetings in accessible and convenient locations; and shall expect CoC Committees to maintain those same standards of inclusiveness and transparency. Specifically, the Board will provide for the timely dissemination to the full CoC of notices about its upcoming meetings, including agendas and descriptions of any motions proposed for a vote at such meetings; information helpful to understanding pending matters; and, within seven (7) days of such meetings, summaries of the decisions and actions taken by the Board.

The Board will disseminate agendas and any motions proposed for a vote seven (7) days in advance of scheduled meetings. If stakeholders, acting through a board member, wish to propose a substitute or amended motion in place of a motion on the agenda, it must be submitted prior to the meeting and the proposing entity of the original motion must have a response at the scheduled Board meeting. The Board may accept motions submitted closer to or at the Board meeting with a 2/3-majority vote agreeing to do so.

#### SECTION 4: Notice of Meeting

The calendar of regularly scheduled meetings of the Board will be posted on the CoC website. Special meetings may be called in situations when the Board must vote on decisions that need to be made off the regular meeting schedule. When such a meeting is called, the Board will post the meeting notice on the CoC website and send out meeting notice to the full CoC email list at least ten (10) business days in advance.

#### SECTION 5: Action without Meeting

The Board of Directors may take an action without a meeting, provided:

- The action is within its authority
- At least three-business day notice is provided via CoC communication mechanisms outlined in this Charter
- It is approved via email or conference call (or letter when email is unavailable)
- It is approved by a 2/3 majority of all then-seated Board members who are entitled to vote on the matter and meet quorum requirements
- The Board gives an explanation of the urgency of acting without a meeting

### **ARTICLE 7: Committees and Ad hoc Working Groups**

#### SECTION 1: Formation

Standing committees are designated in this Charter. Ad hoc working groups may be formed and given specific responsibilities as needed by the Board. All Charter provisions governing the accountability, transparency, and general responsibilities of committees apply to ad hoc working groups.

In the first year of this Charter, the Board will ask each Committee to propose a set of responsibilities and decisions that they envision making under the parameters noted in descriptions below. The Board will review these proposed scopes of work and note and facilitate resolution of any overlapping tasks. Once the Board votes on adopting (or amending) a Committee's scope of work, that list of responsibilities would be proposed as a Charter amendment at the next all-member meeting.

## SECTION 2: Membership

The Membership Committee will follow its established process for establishing slates and selecting committee members from the Board and wider CoC membership for each standing committee. Committee slates will include slots for all stakeholder groups represented on the Board, using the same ratio of representation as the Board Slate. To that end, all committee slates will include slots for persons with lived experience of homelessness. The Membership Committee will solicit nominations of members from all constituencies, using broadly disseminated emails. The Board will determine ad hoc committee or working group membership.

Committees will fill a vacancy internally maintaining specifications in the charter. If they cannot generate a name internally, then they should seek assistance from the Nominating Subcommittee of the Membership Committee. The Nominating Subcommittee of the Membership Committee should act as oversight.

All committees, standing and ad-hoc, will be comprised of a minimum of twelve (12) members, filling twelve seats. In order for a committee to be considered functional and able to do work,  $\frac{3}{4}$  (75%) of its member seats must be filled at the time the committee meets. Committee membership will be evaluated by the Nominating Committee and issues identified will be addressed during the annual charter review process.

## SECTION 3: Committees of the Board

The Chicago CoC Board of Directors has three (3) standing committees that conduct Board and CoC administrative business:

- **Finance** – this committee is responsible for reviewing membership dues revenue, trends, concerns and the use of dues, in addition to completing required financial reporting forms in a timely fashion and making these forms available to the Board.
- **Membership** – this committee will be responsible for developing an outreach plan to outreach to the full diversity of stakeholders, including persons/organizations that are not currently members and will establish and annually review a dues structure and membership process/application for the CoC in the first of year of this Charter. The Membership Committee will convene an ad-hoc Nominating Committee which will have overall responsibility for slating Board of Director and Committee nominations, while ensuring diversity, balanced stakeholder representation and institutional memory. In the first year of this Charter, the Nominating Committee will make recommendations to the Board for a slating process that will include the Nominating Committee’s review of all CoC slates and management of all CoC slating processes except where otherwise

specified in this Charter.

- **Executive** – this committee will fulfill the responsibilities set forth in Article 4.

#### SECTION 4: Committees for the Board and CoC

The Board has three (3) committees that serve as the implementation and planning bodies of the system. These committees are charged with establishing strategies, recommendations and work plans to achieve particular outcomes. These groups may also be directly responsible for specific strategies or exploring options to solve particular concerns. These committees include:

- **System Performance and Evaluation**- Responsible for several CoC Planning activities including:
  - In coordination with the Collaborative Applicant and the City of Chicago (ESG Recipient), establishing CoC system performance metrics and standards (i.e. Program Models Chart); evaluating CoC system performance; establishing metrics and standards for measuring the performance of ESG; establishing metrics and standards for measuring the performance of CoC-funded projects utilizing the Evaluation Instrument; and utilizing the results of evaluations to make system level improvement recommendations to the CoC Board.
  - Convening an Evaluation Tool Subcommittee responsible for establishing evaluation policies and processes, and developing an evaluation tool to evaluate performance of CoC-funded projects. The evaluation tool is administered and executed by the Collaborative Applicant.
  - Reviewing, at least quarterly, the CoC system performance dashboard developed by the HMIS Lead in collaboration with the Collaborative Applicant and the City of Chicago. Based on the performance results, the committee will provide system improvement recommendations to the CoC Board.
  - Convening a Point-in-Time Count subcommittee chaired by the Department of Family and Support Services with support from the Collaborative Applicant to plan and implement a Point-In-Time Street Count every other year at minimum in accordance with HUD requirements.
  - Using Point-In-Time Count data to conduct an annual gap analysis that is presented to the Board.
- **HMIS Committee** –This committee provides recommendations to the HMIS Lead Agency on HMIS issues including project participation, policies and procedures for participant privacy, data security, data quality, and HMIS governance. This committee also hears grievances related to sanctions by the HMIS Lead agency as outlined in the Interim HMIS Governance Charter (Appendix A). Finally, this committee will lead the annual process of reviewing the performance of the HMIS Lead Agency and the every-three-year process of either re-appointing the HMIS Lead Agency or undertaking a competitive process.
- **Collaborative Applicant Committee** – This committee is responsible for annually reviewing the performance of the Collaborative Applicant, resolving stakeholder

challenges of decisions by the Collaborative Applicant, and leading the every-three-year process of either re-appointing the Collaborative Applicant or undertaking a competitive process.

#### SECTION 5: Plan 2.0 Implementation Committees

As noted throughout the Charter, the CoC Board is responsible for oversight of Plan 2.0 implementation. The following Board committees directly correspond to system wide implementation of the seven strategic priorities of the Plan.

- **Plan Advisory** –This committee makes recommendations to the Board on annual Plan 2.0 priorities and reports on the implementation of Plan 2.0 action items with a system wide project management tool that is updated quarterly (Appendix A). The Board will delegate the evaluation of the type of committees needed to implement Plan 2.0 to the Plan Advisory Committee in the first year of the charter. This structure may be modified to adapt to changes in annual priorities.
- **Advocacy** - Engage all of Chicago in a robust plan that creates a path to securing a home for everyone in our community. This committee will be responsible for coordinating, partnering and/or leading efforts to influence policy and resource allocation that affects the CoC. The committee will work in coordination with other political advocacy groups on shared policy agendas and may also lead policy initiatives that closely align with CoC goals.
- **Chicago Task Force on Homeless Youth** – Create a comprehensive, developmentally appropriate menu of services for youth who experience homelessness in order to prevent homeless youth from becoming the next generation of homeless adults.
- **Plan 2.0 Employment Task Force** - Increase meaningful and sustainable employment opportunities for people experiencing or most at risk of homelessness.
- **Coordinated Access Steering Committee** – This committee is responsible for developing, monitoring the progress and impact of, and periodically recommending any necessary revisions to an implementation plan for a coordinated access and assessment system for all homeless and prevention resources. This committee will also create recommendations for written standards for eligibility, assessment, prioritization for all CoC and ESG program types that will be included in future Charter updates.

#### SECTION 6: Committee Leadership

Chairs and co-chairs will be elected by committee members to serve as leaders for the

committee. Committee leadership will be responsible for establishing the work plan for the committee, ensuring adherence to committee governance and voting rules as well as committee responsibilities set forth in this charter. Chairs and co-chairs will also be responsible for ensuring meaningful participation of all stakeholder groups on the committee. This includes ensuring meetings are accessible and supporting persons with lived experience with meeting attendance, meeting preparation and opportunities to serve as chair/co-chair.

Committee chairs are also responsible for ensuring that the Board has been duly apprised of an issue before a committee recommendation is presented to the Board for a vote. As such, committee chairs will give written updates to the Board at least seven (7) days before Board meetings on a schedule established with the Board calendar each year. The committee leadership will notify the Board Chair to place an issue on a Board meeting agenda when the committee has an update that requires Board feedback or consultation and when the committee has a recommendation or motion for a Board vote.

#### SECTION 7: Committee Terms

Committee members will serve staggered terms of three years so that approximately one-third of members will transition off the board or go through a nominating process each year to ensure continuity of membership.

In the first year, newly confirmed committee members will draw lots to determine the length of their term—one, two, or three years.

#### SECTION 8: Quorum and Voting

A number equal to a 2/3 majority of a committee's filled member seats will constitute a quorum for the transaction of voting decisions 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 will have one vote. No member will vote on any item that presents a real or perceived conflict of interest.

If a committee member calls for Division of the House under ***Robert's Rules of Order Newly Revised***, individual votes can be recorded in the meeting minutes and the Committee Chair will be responsible for ensuring accurate documentation of those votes.

If a committee cannot vote or endorse a recommendation because a quorum cannot be achieved, the Committee chair will notify the Board chair and the Board Executive Committee will determine the course of action to complete the committee task, including referring the

matter to the Board with a report from the Co-Chairs representing significant points of view on the Committee.

#### SECTION 9: Meeting Frequency

Committee leadership will determine the frequency of committee membership with the approval of committee members and will be responsible for communicating the schedule and location of meetings, including opportunities for telephone participation, when available. Such advance notice will include a proposed agenda, brief background information about the intended topics of discussion, including any proposed votes. Such information will be conveyed to the members of the Committee (and Alternates) and to the Board Secretary, who will be responsible for disseminating that information to the broader CoC membership.

#### SECTION 10: Open Meeting

Attendance at committee meetings of the Chicago CoC will be open to any interested person to observe.

#### SECTION 11: Agendas and Motions

The committee leadership will disseminate agendas and any motions proposed for a vote seven (7) days in advance of scheduled meetings. Motions will be considered without one-week advance notice through a 2/3-majority vote of the committee accepting such motions.

#### SECTION 12: Notice of Meeting

A calendar of regularly scheduled committee meetings will be posted on the CoC website.

#### SECTION 13: Action without a Meeting

Committees may take an action without a meeting, provided:

- The action is within its authority
- At least three business day notice is provided
- It is approved via email or conference call (or letter when email is unavailable)
- It is approved by a 2/3 majority of all Committee then-seated members who are entitled to vote on the matter and meet quorum requirements
- The Committee gives an explanation of the urgency of acting without a meeting

## SECTION 14: Other Committee Roles & Responsibilities

Each committee will be responsible for:

- Establishing policies and procedures governing the functioning of the Committee, and providing them to the Board
- Ensuring transparency of its process and meetings

## **ARTICLE 8: Advisory Boards**

If necessary, due to longer-term, consistent oversight or other system implementation requirements, the Board of Directors may form one or more specific Advisory Boards. As Advisory Boards are established, they will be added to the Charter.

### SECTION 1: Formation of Advisory Boards

The Board of Directors will select members of Advisory Boards following committee formation guidelines set forth in Article 7, Section 1 and 2.

### SECTION 2: Governance and Structure of Advisory Boards

Advisory Boards will follow the same guidelines as committees set forth in Article 7, Sections 6 - 14.

## **ARTICLE 9: Commissions**

The Chicago CoC includes commissions that are comprised of like stakeholders organized around common goals of ending homelessness in Chicago. These commissions and their authorized constituency groups play a vital role in the work of the CoC, including the development of leaders for the Board and Committees and ensuring communication between stakeholders and other CoC structures. CoC members who represent commissions on the CoC Board or CoC Committees are responsible for sharing information from those bodies with the commissions. Through their representation on CoC Committees or the CoC Board, commissions may use those structures to advance issues and recommendations to the full CoC.

Each commission noted in the charter has a charter or established policy and procedure documents that can be found on the CoC website. In the first year of this Charter, the Commissions will review and update charter and policy procedure documents.

Constituency group listings may also be found on the CoC website.

Current CoC commissions include:

- **Lived Experience Commission** –this commission is a coalition of individuals who are receiving or have received services from Chicago’s homeless system, people who were formerly homeless or people at risk of becoming homeless. This commission was formed to ensure an organized voice for those with lived experience of homelessness.
- **Service Providers Commission** – this commission is a coalition of approximately 80 organizations providing homeless services and advocacy in Chicago. The Service Providers Commission was formed to ensure an organized voice for homeless service providers.

#### **ARTICLE 10: Selection and Review of the Collaborative Applicant and HMIS Lead Agency**

Except as otherwise specified in this section, the process for Collaborative Applicant and HMIS Lead Agency designation will be as follows:

- There will be a separate selection process for each appointed entity.
- The full CoC will formally select appointed entities based on Board recommendation every 3 years.
- Specific performance expectations and reporting requirements for each designated agent will be outlined in a Memorandum of Understanding (MOU) between the selected agent and the Board.
- Through designated committees, the Board of Directors will review performance and renew designations and their MOUs each year with the endorsement of the full CoC membership.
- Designated agent relationships may be terminated upon mutual agreement or for cause with a 2/3 vote of the then-seated Board.

Annually, the Board and Collaborative Applicant and HMIS Lead Agency will define priorities for committee staffing and deliverables based on CoC priorities. The Collaborative Applicant and HMIS Lead Agency will then determine staffing patterns needed to meet work expectations of the MOU or Governance Charter.

The selected Collaborative Applicant and HMIS Lead Agency are responsible for raising additional funds to support work not paid for by membership fees, CoC Planning grant or CoC HMIS grants.

A broad description of each appointment is provided in this section of the Charter.

## SECTION 1: Collaborative Applicant

All Chicago has been designated as the current Collaborative Applicant for the Chicago Continuum of Care and will serve in that role until the next annual review of performance and CoC confirmation.

For the purposes of the annual HUD CoC application and the management of CoC Program planning grants, the Chicago CoC must designate a grant recipient to be the Collaborative Applicant. The Collaborative Applicant is the only entity that may:

- Submit the CoC Consolidated Application to HUD
- Apply for CoC Program grants from HUD on behalf of the Continuum
- Apply for and receive CoC Program planning funds on behalf of the Continuum

The Collaborative Applicant will also assume responsibility for:

- Monitoring CoC programs in accordance with an approved quality assurance plan to ensure compliance for HUD requirements including:
  - Compliance with CoC Program Rule, NOFA-specific terms and conditions and the Written Standards adopted by the CoC
  - CoC program progress reporting and compliance with HUD match requirements
  - Ensuring CoC Programs serving families establish policies and procedures to comply with the McKinney-Vento Homeless Assistance Act
  - Maintaining confidentiality of participant information and project location information in the case of family violence projects.
  - Involving persons experiencing homelessness in project construction/rehab/operation/services (as volunteers and employees) to the maximum extent possible.
  - Supporting the Lived Experience Commission directly or through a contracted entity selected by the Lived Experience Commission. Support includes but is not limited to leadership development, technical assistance, supporting people in CoC leadership positions and generally ensuring meaningful participation of people with lived experience of homelessness in the CoC.
  - Supporting the Service Provider Commission until such time that the Collaborative Applicant becomes the Unified Funding Agency. At such time, the Service Provider Commission and UFA will evaluate and mutually agree on the role of support to the Service Provider Commission.

The duties, assignments and responsibilities of the Chicago CoC, the Board of Directors, Collaborative Applicant Committee, and Collaborative Applicant will be set forth in further

detail in the Collaborative Applicant Memorandum of Understanding.

Annually, the Collaborative Applicant Committee will review the Collaborative Applicant's performance on metrics agreed upon in the MOU. The Committee's recommendation will be reviewed by the Board of Directors annually and renewed by 2/3 votes of then-seated Board members. The renewal will be approved by the full CoC.

Every three years, the Collaborative Applicant Committee will be charged by the Board to lead a process of recommending reselection of the Collaborative Applicant or initiating a competitive process to select a Collaborative Applicant.

## SECTION 2: APPLICATION FOR UNIFIED FUNDING AGENCY STATUS

The Chicago CoC Board selected All Chicago as the CoC's planned applicant for Unified Funding Agency on May 4, 2011. With the approval of this Charter, the Chicago CoC endorses All Chicago's application to HUD to become a Unified Fund Agency and to assume the regulatory duties of a unified funding agency as set forth in [24 CFR § 578](#), or as otherwise articulated by HUD.

Once approved by HUD, the UFA will establish a Memorandum of Understanding (MOU) with the CoC Board and the UFA will be evaluated by the Board three years from the execution date of the MOU, unless otherwise specified by HUD or an amendment to this Charter.

## SECTION 3: HMIS Lead Agency

All Chicago has been designated as the current Chicago CoC HMIS Lead Agency and will serve in that role until the next annual review of performance and CoC confirmation, which will occur no later than DATE.

The HMIS Lead Agency is responsible for ensuring that the Chicago HMIS is administered in accordance with the HEARTH Act, with regulations and notices promulgated pursuant to the HEARTH Act, and with other applicable federal, state and local laws and ordinances.

## SECTION 4: HMIS Software

The Chicago CoC designates Bowman System's ServicePoint as the official Homeless Management Information System for the Chicago CoC.

## SECTION 5: HMIS Responsibilities

The Chicago CoC has responsibility to ensure that the HMIS Lead executes written HMIS Participation Agreements with Contributing HMIS Organizations (CHOs), requiring compliance

with its Standard Operating Procedures, and in turn, with the requirements laid out in various regulations, Notices, and guidance documents, as well as with applicable federal, state, and local laws.

The respective responsibilities of the Chicago CoC, the Board of Directors, HMIS Lead, HMIS Committee and CHOs, including expectations to contribute to the cost of their HMIS Participation, are set forth in further detail in the draft version of the Standard Operating Procedures which will be approved by the Board this year and included in this Charter through the annual update process. Additional roles and responsibilities of the aforementioned entities are included in the Interim HMIS Governance Charter (Appendix B) which will be affirmed with this Charter.

Annually, the HMIS Committee will review the HMIS Lead Agency's performance on tasks agreed upon in the Interim HMIS Governance Charter. The Committee's recommendation will be reviewed by the Board of Directors annually and renewed by 2/3 votes of then-seated Board members. The renewal will be approved by the full CoC.

Every three years, the HMIS Committee will be charged by the Board to lead a process of recommending reselection of the HMIS Lead Agency or initiating a competitive process to select a HMIS Lead.

#### **ARTICLE 11: Coordination of CoC and Emergency Solutions Grant Recipient**

As required by the Emergency Solutions Grant (ESG) and CoC Program Interim Rules, the CoC and ESG recipient will coordinate on system planning, funding allocation, development of the Consolidated Plan for Chicago, and project and system performance evaluation activities. This Article outlines coordination that has not already been specified in other sections of this Charter.

##### **SECTION 1: Chicago Department of Family and Support Services**

The Chicago Department of Family and Support Services (DFSS) is the Emergency Solutions Grant (ESG) recipient for Chicago.

##### **SECTION 2: City of Chicago Consolidated Plan and Annual Action Plan**

The City of Chicago will work with the Collaborative Applicant and HMIS Lead Agency to collect CoC information needed to inform the City of Chicago Consolidated Plan and Action Plans. To support connection between the CoC and these local planning processes, DFSS as the ESG recipient will have a seat on the Board. In addition, a designee from the Collaborative Applicant and a member of the Board will be invited to participate on the City's Consolidated Plan Committee.

### Section 3: ESG Funding Allocations

DFSS will present its ESG funding allocation recommendations to the Board annually, for their consideration and comments. DFSS funding allocations are made in alignment with Plan 2.0 and CoC priorities and adhere to ESG Interim Rule allocation requirements.

## **ARTICLE 12: Continuum of Care Policies**

### SECTION 1: Conflict of Interest & Recusal

It is the policy of the Chicago CoC that a conflict, or the appearance of a conflict, between the Board of Directors or any of its official committees and the organizations, which are receiving awards of grants or benefitting from other business items, shall in all cases be avoided. No member of the CoC (Board, Committee, Member, Agent or employee of Agent) shall vote or make recommendations on funding decisions concerning the award of a grant or other financial benefits that:

- Directly benefits them as an individual, or an immediate family member;
- Directly benefits any organization in which they have a direct financial interest;
- Directly benefits any organization with which they are affiliated in an official capacity;
- or
- Directly benefits any organization from which they derive financial benefit, exclusive of stipends.

To that end, neither Board nor Committee members whose organizations are submitted in the HUD CoC Application and ranked for that application may vote on ranking policies. Such members may participate in the development of performance targets and the evaluation tool. Persons with lived homeless experience who receive services from an organization that may directly benefit from a funding decision may vote or make recommendations on funding decisions.

Members of the CoC will disclose potential conflicts of interest that they may have regarding any matters that come before the Chicago CoC in full session, Board of Directors or committee.

### SECTION 2: Disclosure and Conflict of Interest Form

As soon as they become aware of any actual or potential conflict of interest, whether at the beginning of a meeting or, during the course of a meeting of the full CoC, the Board, or any committee or advisory board, CoC members, Board members, and committee members must disclose such actual or potential conflicts of interest regarding any business included in the meeting's agenda.

If any person who is a Board or committee member is aware that the CoC is about to enter into

any business transaction directly or indirectly with such person, any member of such person's family, or any entity in which such person has any legal, equitable or fiduciary interest or position, including without limitation as a director, officer, shareholder, partner, beneficiary, trustee or employee, such person shall:

- a) Immediately inform the Chair
- b) Aid the persons charged with making the decision by disclosing any material facts within such person's knowledge that bear on the advisability of such transaction from the standpoint of the CoC; and
- c) Not be entitled to vote on the decision to enter into such transaction

Each calendar year, CoC Board Directors and Committee/Advisory Board Members must sign a conflict of interest form 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 or Committee/Advisory Board Members.

### SECTION 3: Abstention from Decision-Making

Any matter in which CoC members, directors, or committee/advisory board members have an actual or potential conflict of interest will be decided only by a vote of members with no actual or potential conflict of interest. To the matter of general policies of the CoC, even when such votes have impact on the general distribution of resources, it will be sufficient in the discussion and voting that the members of the CoC disclose their relationships. In those cases, it will be left to the discretion of the Executive Committee or Committee Chair to determine if the member may participate in the discussion and vote.

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.

### SECTION 4: Attendance

A Board, Committee or Advisory Board attendance problem occurs if any of the following conditions exist:

- The member has two unexcused absences in a row (unexcused means the member did not notify the Chair of the respective body before a regular meeting to indicate they would be absent from the upcoming meeting).
- The member misses one third of the total number of regular board or committee

meetings in a consecutive twelve-month period.

If an attendance problem occurs, the Board, Committee or Advisory Board will decide what actions to take regarding the member's status on the body at the next regular meeting. If the body decides to terminate the member's membership, termination will be conducted per this policy. Committees and Advisory Boards will notify the Board and Membership Committee about decisions made related to attendance problems and then the body will promptly initiate a process to begin recruiting a new member according to the steps outlined in this Charter. The Membership Committee will take attendance into consideration when developing slates for all CoC bodies.

The Committee Chair or Board Chair will call the member with the attendance problem and notify him or her of the board's decision to terminate the member's membership per the terms of the CoC Attendance Policy.

### **ARTICLE 13: Grievances and Appeals**

**Grievances.** If any party feels aggrieved by an action or non-funding related decision of the Collaborative Applicant, which is a contractor to the Continuum of Care, the aggrieved party should submit a letter to the Executive Director of the Collaborative Applicant, outlining the nature of their grievance. The grievance policies of the Collaborative Applicants will then dictate how it hears the grievance and responds to the aggrieved party.

**Appeals.** If any party wishes to appeal decisions made by the Collaborative Applicant, HMIS Committee or Board of Directors that are within the scope described below, the appeal will be handled according to the processes outlined below. If an appeal reaches the CoC Board of Directors level, the Board will then refer such appeals to be adjudicated via a panel from the Appeals Committee. In all cases, the Appeals Committee has the final authority on appeals decisions.

#### Formation of Appeals Committee

The Board of Directors will select members of the Appeals Committee following committee formation guidelines set forth in Article 7, Section 1. The Board will ensure that no person serving on the Appeals Committee would benefit from a decision made by the Committee that year. For each individual matter, the Board will select a minimum of five committee members to hear the appeal.

#### Scope of Appeals

Appeals are solely limited to HUD funding related decisions (i.e. evaluation scoring, ranking

priorities, reallocation, defunding, and HMIS sanctions) made by the Collaborative Applicant, the HMIS Committee, or the Board of Directors. In all cases, the decision of the Appeals Committee is final.

#### Appeals Process for Evaluation Instrument Scoring

In the case of appeals of decisions related to the Evaluation Instrument, the Collaborative Applicant, at the time that results of the Evaluation Instrument are published on its web-site, will also publish a timeline for the appeal process related to scores on the Evaluation Instrument. Deadlines established by the Collaborative Applicant will be stated in terms of calendar dates and may not necessarily reflect the optimal number of days allowed for each step of the process, as noted below, since deadlines for submitting final rankings and scores to HUD vary from year-to-year and the amount of time allowed for the appeals process to take place needs to conform to submission deadlines set by HUD, which the Collaborative Applicant must meet. The process is as follows:

- (1) Individuals or organizations with appeals must first submit a written appeal to the Collaborative Applicant stating the reason for the appeal. The Collaborative Applicant will consider the appeal and respond to the appellant within ten (10) business days of having received the appeal.
- (2) If the Individual or organization wants to further appeal the response from the Collaborative Applicant, a written appeal must be submitted to the Collaborative Applicant Committee with the appeal, response from the Collaborative Applicant and basis for further appeal. The appeal will be considered at the next scheduled Collaborative Applicant Committee meeting or within fifteen (15) business days. The Collaborative Applicant Committee will notify the appealing agency of its decision within five business days of making the decision.
- (3) If the individual or organization wants to appeal the decision made by the Collaborative Applicant Committee, the individual or organization will submit a written appeal to the Chair of the CoC Board (or, in the Chair's absence, the Vice Chair) stating appeal history and basis for additional appeal, and will providing The Board will convene a panel from the Appeals Committee to review the appeal and submit a response to the Board within ten (10) business days. The Board will notify the appealing agency of the Appeals Committee decision within five business days of receiving the decision.

#### Appeals Process for HMIS Sanction from HMIS Lead Agency

- (1) Individuals or organizations who wish to appeal an HMIS sanction must submit a written appeal to the HMIS Lead Agency stating reason for the appeal. The HMIS Lead Agency will respond within ten (10) business days.
- (2) If the Individual or organization wants to further appeal the response from the HMIS Lead Agency, a written appeal must be submitted to the HMIS Committee stating sanction,

appeal history and basis for additional appeal. The appeal will be considered at the next scheduled HMIS Committee meeting or within fifteen (15) business days. The HMIS Committee will notify the appealing agency of its decision within five business days of making the decision. (3) If the individual or organization wants to appeal the decision made by the HMIS Committee, the individual or organization will submit a written appeal to the Chair of the CoC Board (or, in the Chair's absence, the Vice Chair) stating sanction, all appeal history and basis for additional appeal. The Board will convene a panel from the Appeals Committee to review the appeal and submit a response to the Board within ten (10) business days. The Board will notify the appealing agency of the Appeals Committee decision within five business days of receiving the decision.

#### Appeals Process for Decisions Made by the Board of Directors

(1) Individuals or organizations with appeals related to decisions made by the CoC Board of Directors will submit a written appeal to the Chair of the CoC Board (or, in the Chair's absence, the Vice Chair). The appeal must state the decision that was made and the reasoning that motivated the appeal. The Board will convene a panel of the Appeals Committee to review the appeal and the panel will submit a response to the Board and appealing entity within ten (10) business days. The Board will notify the appealing agency of the Appeals Committee decision within five business days of receiving the decision.

### **ARTICLE 14: General Provisions**

#### SECTION 1: Operating Year

The operating year of the CoC will commence on January 1<sup>st</sup> of each calendar year and end on the 31<sup>st</sup> day of December of said calendar year.

#### SECTION 2: Review and Update of Governance Charter

The Board, in coordination with the Collaborative Applicant and HMIS Lead Agency, will review this Charter annually to ensure it remains consistent with HUD's CoC Program requirements as well as Continuum objectives and responsibilities. This review process will also include the annual review and update of conflict of interest and recusal policies. A final, updated draft charter will be presented to the CoC for endorsement at an all-CoC meeting. Additionally, every three 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 Chicago CoC Members to ratify the existing Governance Charter or approve proposed changes to the Governance Charter at their next all-CoC Meeting.

### SECTION 3: Accessibility of Meetings

While in-person meetings are encouraged for all-CoC, Board, and Committees, leadership members will strive to improve access to meetings with alternative methods such as conference video/call, listserv, webinars and online meetings. When technology is used, leadership members will provide instruction on how to participate/observe on the CoC website and in the meeting notice.

### SECTION 4: Orientation of Board, Committee and CoC Members

Each calendar year, staff from the Department of Family and Support Services (DFSS) and the All Chicago as the lead implementers of Plan 2.0 will provide an orientation to the new board and committee members about the HEARTH Act, Plan 2.0 and strategic priorities of both for the year. DFSS and All Chicago staff will serve in advisory capacities to the Executive Committee throughout the year.

Similar orientations will be held at least annually for new CoC members to ensure opportunities to learn about the CoC structure and governance, process for engaging with committees and the Board and providing clear pathways to leadership opportunities within the CoC. The Board Executive Committee and Committee Chairs are also responsible for ensuring new members are oriented to their specific work, promoting meaningful participation and supporting new leaders.

### SECTION 5: CoC Decision Making Transparency

Meeting summaries of decisions made at all Board, Committee, and Advisory Board meetings, will be posted on the CoC website within seven (7) business days unless otherwise specified in this Charter. Formal meeting minutes will be posted within seven (7) business days of approval by the Board, Committee or Advisory Board from which they originated.

### SECTION 6: Open Meetings Act

In the event any provision(s) of this Charter conflict with any provision(s) of the Illinois Open Meetings Act (OMA), or other applicable state or federal laws, rules, or regulations, the conflicting provision in the Illinois OMA or other applicable laws, rules or regulations shall prevail.

## **ARTICLE 15: Terms and Definitions**

**Collaborative applicant** means the eligible applicant that has been designated by the CoC to submit the annual CoC Consolidated Application for funding on behalf of the CoC. In addition,

the Collaborative Applicant is the only entity that can apply for a grant for Continuum of Care planning funds on behalf of the Continuum. Article 10, Section 1 of this Charter designates the All Chicago as the Collaborative Applicant for the Continuum.

**The Continuum** (Continuum of Care) means the group organized to carry out the responsibilities required by the HUD CoC Program and that is composed of but not limited to representatives of organizations, including nonprofit homeless providers and employment providers, domestic violence and sexual assault 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)** means the information system designated by the Continuum of Care to comply with the HMIS requirements prescribed by HUD.

**HMIS Lead** means the entity designated by the Continuum of Care in accordance with this part to operate the Continuum's HMIS on its behalf. Article 10, Section 2 of this Charter designates All Chicago as the HMIS Lead for the Continuum.

**Plan 2.0** is the Chicago Continuum of Care's strategic plan to prevent and end homelessness.

## CAIC Recommendation for Implementation of CoC Action Agenda

Recognizing the Chicago CoC Board endorsement of the four key strategies of the CoC Action Agenda in June, CAIC identifies that a critical initial step is needed to move the CoC's work from concept to implementation. The following recommendation outlines two key steps that will support successful implementation of the CoC Action Agenda and ultimately impact our collective efforts to effectively end homelessness in Chicago.

CAIC moves that the CoC Board approve a demonstration period that allows flexibility within the CoC Charter for the CoC to test population and task-specific work groups for the next calendar year. Because of this flexibility, CoC committees may shift their focus, become more action-oriented, become dormant or new work groups may need to be formed based on community need.

Recognizing this as a significant shift in CoC functions, CAIC offers the following definition of charter flexibility:

- a. The CoC Board allows the workgroups/committees to be formed with appropriate representation in relation to the area of work and not be held to the CoC Charter mandated structure;
- b. The CoC Board empowers the workgroups/committees to make and carry out decisions for their area of work (without Board approval) to support experimentation, testing, and phasing of implementation before codification, unless a significant policy introduction or change is necessary, that will impact scoring and/or create a competitive disadvantage for some partners;
- c. The committees/work groups, through Project Managers, will publish their work plans and provide monthly updates to enhance transparency and communication;
- d. The Lead Project Managers report to the CoC Board at their meetings, deliver request for action as implementation practices are ready to be codified and prepare a monthly report distributed to the CoC to keep the community informed of their work and decisions, and;
- e. The Lead Project Managers continuously solicit community-wide feedback and rapidly activate the implementation infrastructure to ensure implementation issues are being addressed quickly and fairly.
- f. Six months into this demonstration period, CoC stakeholders will review successes, challenges and concerns at a collaborative meeting so that mid-course corrections can be implemented as needed. If after a full year of operation, the CoC determines, through the use of data collected from Work Groups, Committees and Commissions, the Action Agenda is successfully accomplishing its goals, formal charter amendments may be submitted at an all-CoC meeting to give the CoC continued flexibility in how work is carried out.