



<b>BOARD COMMITTEE DESCRIPTION</b>	This committee is responsible for: (1) Board and Board Committee nominations; (2) Board orientation; (3) Reviewing the Charter and proposing draft amendments; (4) Reviewing options for structural changes when needed; and (5) CoC Membership through the establishment of a Membership Subcommittee.
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AGENDA ITEM	TIMING	PERSON FACILITATING
Welcome and Charter Adoption Celebration	5 min	Fred & Nicole
Agenda and Minutes Approval <ul style="list-style-type: none"> <li>- Approve Agenda</li> <li>- Approve Minutes for June 3, July Action via Email, Oct 8 and 12</li> </ul>	5 min	Fred
CoC Board Membership Updates <ul style="list-style-type: none"> <li>- LEC Elected Richard Rowe to another term for 2021, and elected him to represent the LEC Vice Chair current role, to be CoC Board Chair for 2021</li> </ul>	5 min	Fred
2021 Board Slate <ul style="list-style-type: none"> <li>- Reminder of Board Rules in Charter</li> <li>- Review 2021 Proposed Slate for Board and Exec Com</li> </ul>	10 min	Nicole
2021 Committees <ul style="list-style-type: none"> <li>- Reminder of Committee Rules in Charter</li> <li>- Review 2020 Committee Slates</li> <li>- Review Recruitment Proposal from All Chicago</li> <li>- Interest in BAC Members joining the Membership Committee</li> <li>- Voting for 2021 BAC Chair</li> </ul>	15 min	Nicole
2021 Board Member Orientation Plan	20 min	Nicole
2020 Debrief <ul style="list-style-type: none"> <li>- What went well?</li> <li>- What can be improved?</li> </ul>	10 min	Fred
2021 BAC and Membership Committee Work Plans	15 min	Nicole
Next Meeting Focus (Meeting in Dec and skip Jan?) <ul style="list-style-type: none"> <li>- Finalizing Slate for Executive Committee if needed</li> <li>- Onboarding Plan (if anything needs to be finalized)</li> </ul>		



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<b>BRIEF SUMMARY OF DECISIONS MADE</b>	<ul style="list-style-type: none"> <li>• Many changes to All Chicago's proposed responses from the Board Affairs Committee are outlined below.</li> <li>• The Board Affairs Committee moved that the CoC accept the CoC Charter as revised.</li> </ul>

<b>ACTION ITEMS (INCLUDING ANY AREAS OF UNFINISHED BUSINESS)</b>	<b>PERSON / PARTY RESPONSIBLE</b>	<b>TIMELINE</b>
Finalize Minutes and send to BAC for a vote of approval	Nicole	Within 1 week
Finalize Charter Responses from BAC to CoC	Nicole/Steve	Within 1 week
Send Motion from BAC to CoC in preparation for CoC Membership vote	Nicole	Within 1 week

<b>AGENDA ITEM</b>	Discussion and Voting on Responses Public Comments on Charter Revisions (continued, from October 8 2020 meeting)
<b>SUMMARY OF SIGNIFICANT OUTCOMES (MOTIONS, DECISIONS)</b>	<ul style="list-style-type: none"> <li>• Comment 16 – Leave the response as is. The commenter can propose an alternate to Roberts Rules for Board Affairs Committee consideration at a later date.</li> <li>• Comments 24 – 30 – The Board Affairs Committee agreed to keep the charter as is, but to change the Board Affairs Response to be the following:             <ul style="list-style-type: none"> <li>○ If the service providers' statement that SPC reps are not representing their individual organizations, but rather the Service Providers Commission as a whole, then there is no need to change the conflict of interest policy as a conflict of interest does not exist. The Service Providers must clarify with HUD, a lawyer familiar with HUD regulations, or request an exemption from HUD to 24 CFR § 578.95.</li> </ul> </li> <li>• Comments 10 - 14 – no changes to proposed response.</li> <li>• Comment 15 – This comment helped Board Affairs Committee realize that including procedures as part of the CoC Board's decision making authority was overstepping. Therefore, "and procedures" will be struck from the current charter. Steve will update the comment to "amend this so the word procedures will be eliminated...and the CA's role, and further state that the CA's role is to</li> </ul>

	<p>implement procedures for the purposes for implementing the policies decided upon by the Board.”</p> <ul style="list-style-type: none"> <li>• Comment 17 – Committee agreed to add that dissemination will include “notifying” the CoC Membership.</li> <li>• Comment 18 – 23 – No changes to the prepared response.</li> <li>• Add to Article 4, Section 8, to the Board Affairs Committee responsibilities: to review options for structural changes when needed, including but not limited to Roberts rules of order, meeting structures, conflict of interest policies, that will then be voted upon by the CoC Board of Directors.</li> </ul>
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<b>AGENDA ITEM</b>	Motion from BAC
<b>SUMMARY OF SIGNIFICANT OUTCOMES (MOTIONS, DECISIONS)</b>	The Board Affairs Committee moves that the CoC accept the CoC Charter as revised.

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<b>ATTENDEES</b>	Fred Friedman (LEC); Michael Banghart (SPC); Sherri Allen Reeves (SPC); Regina Freeman-Hodges (VA) Steve Gaydos and Nicole Bahena, All Chicago Staff
<b>BRIEF SUMMARY OF DECISIONS MADE</b>	<ul style="list-style-type: none"> <li>• Many changes to All Chicago’s proposed responses from the Board Affairs Committee are outlined below.</li> <li>• The Committee agreed to meet again to finalize the discussion and respond to all comments that were submitted during the CoC Charter Public Comment period.</li> </ul>

<b>ACTION ITEMS (INCLUDING ANY AREAS OF UNFINISHED BUSINESS)</b>	<b>PERSON / PARTY RESPONSIBLE</b>	<b>TIMELINE</b>
Circulate Minutes for approval	Nicole	Within 2 weeks
Send out meeting invite for next meeting	Nicole	Today

<b>AGENDA ITEM</b>	Agenda and Minutes Approval
<b>SUMMARY OF SIGNIFICANT OUTCOMES (MOTIONS, DECISIONS)</b>	Minutes will be approved via email after the fact to allow for more review time. Agenda was accepted.

<b>AGENDA ITEM</b>	Confirming the most recent Board seats and Alternates
<b>SUMMARY OF SIGNIFICANT OUTCOMES (MOTIONS, DECISIONS)</b>	<ul style="list-style-type: none"> <li>• SPC Seats: Michael Banghart (Renaissance Social Services) for Jeri Linas, Sanja Stinson (Matthew House) for Audrey Thomas</li> <li>• SPC Alternates: Richard Ducatzenzler (Franciscan Outreach) and Michele Gilbert (Lawyers Committee for Better Housing)</li> </ul>

<b>AGENDA ITEM</b>	CoC Board Vice Chair Role Next Steps
<b>SUMMARY OF SIGNIFICANT OUTCOMES (MOTIONS, DECISIONS)</b>	<ul style="list-style-type: none"> <li>• LEC will vote to move one of the alternatives to take Larry’s seat on the Board</li> <li>• LEC will vote to make one of the LEC Board Members, the vice chair, to be chair next year.</li> <li>• BAC will likely vote on this via email.</li> </ul>

AGENDA ITEM	Discussion and Voting on Responses Public Comments on Charter Revisions
SUMMARY OF SIGNIFICANT OUTCOMES (MOTIONS, DECISIONS)	<ul style="list-style-type: none"> <li>• Comment 1 – Members shared that, as a Continuum, we have not made a concerted effort to diversify our continuum. At one point we did have more organizations as part of the CoC, but we have lost that. There may need to be a concerted effort by the Membership Committee to look into this. The committee discussed how difficult it is to address physical disabilities and all the accommodations people could request. But we have to do better. No changes to the response document.</li> <li>• Comment 2 – The Committee agreed to change the response to include that we did point out the need for equitable division of resources in the Charter, and to emphasize that it is not the responsibility of the charter to commit resources to any particular organization or issue area. Motion was approved for a <b>charter adjustment to this statement from “We strive to ensure” to “We are committed to ensuring decisions, resources...”</b> The response document will be edited to reflect this change.</li> <li>• Comment 3 &amp; 4 – No changes to the prepared response.</li> <li>• Comment 5 – Will be discussed along with comment 24.</li> <li>• Comment 6 – No changes to the prepared response.</li> <li>• Comment 7 – No changes to the prepared response.</li> <li>• Comment 8 – No changes to the prepared response.</li> <li>• Comment 9 – Committee approved a charter change to add, “unless prohibited by an existing conflict of interest,” after the end, “financial or otherwise.”</li> </ul>

AGENDA ITEM	Wrap-up and Next Steps
SUMMARY OF SIGNIFICANT OUTCOMES (MOTIONS, DECISIONS)	<p>Wrap-up and Next Steps</p> <ul style="list-style-type: none"> <li>- Any Charter wrap-up?</li> <li>- Next Meeting’s Focus – CoC Board Slate for 2021</li> </ul>



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<b>COMMITTEE MEMBERSHIP</b>	The following Committee Members were included on the email where action was taken.  Fred Friedman (LEC); Michael Banghart (SPC); Sherri Allen Reeves (SPC); Christy Prah (Private Funders); Sharon Cargile (LEC); Regina Freeman-Hodges (VA); Todd Fuller (IDHS); Larry Smith (LEC); Jennifer Miller Rehfeldt (SPC)
<b>BRIEF SUMMARY OF DECISIONS MADE</b>	<ul style="list-style-type: none"> <li>Confirmed the Ad Hoc Charter Committee’s decision to publish the updated CoC Charter for public comment.</li> <li>Confirmed a schedule for public comment as proposed by All Chicago staff.</li> </ul>

ACTION ITEMS (INCLUDING ANY AREAS OF UNFINISHED BUSINESS)	PERSON / PARTY RESPONSIBLE	TIMELINE
Post Charter for public comment period	Nicole	Week of July 27

## Email Contents and Final Voting Documentation

**From:** Nicole Bahena

**Sent:** Friday, July 17, 2020 11:08 AM

**To:** fredfriedman1954@gmail.com; lasmith@cchc1.org; mbanghart@rssichicago.org; todd.fuller@illinois.gov; sherri.reeves@matthewhousechicago.org; Jennifer Miller Rehfeldt <JMRehfeldt@inspirationcorp.org>; sharon.cargile2424@gmail.com; larrysmith55@yahoo.com; cprahl@crown-chicago.com; Regina Freeman-Hodges <Regina.Freeman-Hodges@va.gov>

**Cc:** Steven H. Gaydos <sgaydos@allchicago.org>

**Subject:** BAC Voting Items via Email - Please vote by Wednesday, July 22

The majority of BAC Members indicated interest in an email vote instead of a meeting. Fred, I’ll be sure to capture the email chain/voting as documentation for decisions made. We’ll circle back on who can present an update to the Board at a later date.

## Voting Item Background

### Voting Item 1: Ad Hoc Charter Group recommendation to send charter for public comment

- The Ad Hoc Charter Group (a subgroup of Board Affairs Committee) voted via email to release the updated charter for public comment. Proposed Charter is attached.
- Board Affairs Committee should confirm or deny the recommendation to send the charter for public comment.

**Voting Item 2: Proposed timeline for public comment**

- A Proposed Timeline for Public Comment is included below:
  - Open for Public Comment on Friday, 7/24 – Keep open for 4 weeks – Closing on 8/14
- Additional information (not part of the vote, but please share suggestions if you have them)
  - Will be posted on All Chicago’s Website along with a high-level summary of changes.
  - Survey format will be used to collect public comments – we’ve done this in the past and it works well.
  - Email notifications will be sent to all CoC at least 3 times during public comment period
  - All Chicago will use bi-weekly CoC webinars to remind people about public comment period

**Cast your vote! Reply all and put your name and vote in the table below.**

Name	<b>Voting Item 1</b>  <b>I vote to confirm the Ad Hoc Charter Group’s recommendation to send the updated Charter for public comment.</b>  <b>Yes or No</b>	<b>Voting Item 2</b>  <b>I vote to confirm the proposed timeline for public comment as presented above.</b>  <b>Yes or No</b>
Larry Smith	Yes	Yes
Christy Prah	Yes	Yes
Sherri Allen Reeves	Yes	Yes
Michael Banghart	Yes	Yes
Jennifer Miller Rehfeldt	Yes	Yes
Regina Freeman-Hodges	Yes	Yes
Todd Fuller (no vote)		
Fred Friedman (chair, no vote unless tie breaker)		
Sharon Cargile (no vote, on leave)		



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<b>BRIEF SUMMARY OF DECISIONS MADE</b>	<ul style="list-style-type: none"> <li>• Approved new CoC Board Members for existing seats</li> <li>• The group decided to replace all references to the Plan to End Homelessness with strategic implementation plan (lowercase letters) and to define the strategic implementation plan as the CoC’s plan to end homelessness, as adopted by the CoC.</li> <li>• The group confirmed that the CoC should still have a goal of ending homelessness.</li> </ul>

<b>ACTION ITEMS (INCLUDING ANY AREAS OF UNFINISHED BUSINESS)</b>	<b>PERSON / PARTY RESPONSIBLE</b>	<b>TIMELINE</b>
Schedule an Ad Hoc Charter Committee Group Meeting	Steve Gaydos	By June 19
Draft an overarching diversity and equity statement for the Charter.	Michael Banghart; Sherri Allen Reeves	By June 19

<b>AGENDA ITEM</b>	Confirming the most recent Board seats
<b>SUMMARY OF SIGNIFICANT OUTCOMES (MOTIONS, DECISIONS)</b>	<p>The following two CoC Board of Director seats were vacated, and each CoC Board Member recommended a replacement for themselves. The Board Affairs Committee reviewed the replacements:</p> <ul style="list-style-type: none"> <li>• Mayor’s Office: Deputy Mayor Sybil Madison for Emily Krisciunas</li> <li>• Department of Housing: Colleen Mahoney for Comm. Marisa Novara</li> </ul> <p>A motion to accept the new Board members was made by Michael and seconded by Christy seconded. The motion passed unanimously.</p>

<b>AGENDA ITEM</b>	<p>Discussion of Charter work</p> <ul style="list-style-type: none"> <li>• Ad Hoc Charter Group is going to continue its work</li> <li>• Parking Lot Items from prior Ad Hoc Charter Group meeting</li> </ul>
<b>SUMMARY OF SIGNIFICANT OUTCOMES (MOTIONS, DECISIONS)</b>	The committee confirmed the charter work is a priority and that All Chicago staff have capacity to proceed with the Ad Hoc Charter Group.



The committee discussed two parking lot items from prior Ad Hoc Charter Group meetings.

- 1) The need an overarching diversity statement – Michael and Sherri will draft one to include.
- 2) Plan to End Homelessness term is used throughout. The group discussed the need to provide greater clarity with other similar terms, such as Plan 2.0 or Strategic Implementation Plan.
  - a. The group decided to replace all references to the Plan to End Homelessness with strategic implementation plan (lowercase letters) and to define the strategic implementation plan as the CoC’s plan to end homelessness, as adopted by the CoC.
  - b. The group confirmed that the CoC should still have a goal of ending homelessness.

At time, Michael made a motion to adjourn the meeting, which was seconded and the group adjourned.

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The CoC Charter states that the CoC Board Committees and Subcommittees may include membership from the broader CoC. In order to provide leadership opportunities throughout the CoC, and to ensure wide-spread community engagement and shared decision making, the Board Affairs Committee should consider a recruitment campaign. A good committee size should be about 10-15. A proposal for review and discussion is outlined below.

**Recruitment Plan:**

- Develop Committee/Subcommittee job description and text (see below)
- Newsletter and Slack.com outreach in Dec/Jan
- Short online application to show interest and availability
- The Board Affairs Committee would review applications in early Jan and officially invite to participate

**Draft Committee/Subcommittee Recruitment Text:**

The CoC Board of Directors, Board Affairs Committee is seeking members to join the CoC Board’s Committees and Subcommittees. The CoC Charter states that the Board’s Committees and Subcommittees can include people from throughout the CoC.

You can review more about each Committee and Subcommittee’s responsibilities and time commitment here.

Interested individuals should be prepared to:

- Attend all meetings and prioritize this role among their other obligations;
- Commit for at least one year, throughout 2021;
- Prepare for meetings by reviewing data and documents ahead of time;
- Act as a representative of the constituency, rather than their individual organization, while also contributing to system change efforts; and
- Be a champion of the CoC and Committee/Subcommittee work, and act as a liaison between the Committee/Subcommittee and other CoC committees, workgroups, and constituencies.

To apply, please complete this short survey to show interest. The Board Affairs Committee will review all applications in early January and reach out to those who applied with next steps. If you have questions, please reach out to [cocprograms@allchicago.org](mailto:cocprograms@allchicago.org).

Thank you for your consideration in joining.

**Online Application Questions:**

- Name
- Organization (if applicable)
- Representation (drop-down options: LEC, SPC, At-Large, Other – fill in)
- Email Address
- For each committee or subcommittee you are interested in joining, please share the reason you are interested and, if applicable, what you would bring to this group.

The CoC Charter states that the Board Affairs Committee is responsible for the orientation of new CoC Board Members. All Chicago prepared a proposed orientation plan for new CoC Board members to be discussed by the Board Affairs Committee.

- New Board Members would participate in two virtual meetings before the first CoC Board Meeting if the year.
- Meeting 1 (90 min)
  - o Recommended Pre-Reading / Handouts
    - CoC Charter
    - CoC Website and/or History of CoC One-Pager
    - List of accomplishments from recent history
    - CoC Board Slate for Current Year
    - Description of CoC Board Committees and areas of responsibility
    - Roberts Rules Cheat Sheet
    - Written Standards and Program Models Chart
  - o Meeting Content
    - CoC Board Member Responsibilities and Expectations
    - CoC Mission, Values
    - CoC Implementation Structure and key goals for year ahead
    - Explanation of lead agencies and roles
    - Review Program Models Chart and Homeless System Components (flow of how things work)
    - Work through how each member can contribute effectively to the CoC Board
- In Between Meetings 1 and 2
  - o Complete conflict of interest form
  - o Sign-up for at least one Committee
  - o Ensure meetings are all on calendar for committee and board for year
- Meeting 2 (hold close to first CoC Board Meeting, 1 hour)
  - o Refresher from last meeting
  - o Review upcoming CoC Board Agenda

#### Questions for BAC Discussion

- Do all Board members need to go through this for 2021 since we haven't done it before?
- What is BAC's role in carrying out an orientation plan?
- Do any of [these expectations / ideas](#) resonate for folks? Want to include them?

The CoC Charter states that the Board Affairs Committee is responsible for (1) Board and Board Committee nominations; (2) Board orientation; (3) Reviewing the Charter and proposing draft amendments; (4) Reviewing options for structural changes when needed; and (5) CoC Membership through the establishment of a Membership Subcommittee.

In 2021, the Board Affairs Committee has the potential to work on these priority issues:

- 1) Standing up a Membership Subcommittee, and overseeing their work
- 2) Creating a Board Orientation Process, and Orienting New Members
- 3) Creating Board and Board Committee Nominations for 2022

Other work that may fall into the Board Affairs Committee’s purview throughout 2021 includes:

- 4) Approving and/or recommending Board seats for vacancies that occur throughout the year
- 5) Correcting any charter issues that may arise
- 6) Reviewing options for structural changes when needed, including Robert’s Rules of Order, meeting structure, conflict of interest policies, etc. This may include: Discussing and/or Approving SPC-EC’s request to vote on matters related to HUD funding

<b><i>Deliverables</i></b>	J	F	M	A	M	J	J	A	S	O	N	D
Membership Subcommittee Created			X									
Membership Subcommittee Work Plan Approved			X									
Board Orientation Process Created	X											
Board Orientation for 2021 Completed	X											
Board and Committee Nominations for 2022											X	
<b><i>Ongoing Tasks, as necessary</i></b>												
Approving and/or recommending Board seats for vacancies that occur throughout the year												
Correcting any charter issues that may arise												
Reviewing options for structural changes when needed, including Robert’s Rules of Order, meeting structure, conflict of interest policies, etc. This may include: Discussing and/or Approving SPC-EC’s request to vote on matters related to HUD funding												