



**Lee County**  
**Continuum of Care**

# Governance Charter

Lee County CoC Board Chair Approval:

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Date

Last Updated: 03/09/2022 V6



**LEE COUNTY CONTINUUM OF CARE  
GOVERNANCE CHARTER**





Table of Contents

**Record of Changes** ..... 5

**I. Purpose of the CoC and CoC Governing Board**..... 7

**II. Purpose of the Governance Charter** ..... 7

**III. Organization** ..... 8

**IV. Responsibilities** ..... 8

**A. The County** ..... 8

**B. The Coalition** ..... 9

**C. The Coalition and County shall work together to:**..... 12

**D. The Board** ..... 13

**V. Board Membership** ..... 14

**VI. Meetings**..... 16

**VII. Voting**..... 16

**VIII. Code of Conduct and Conflicts of Interest**..... 17

**A. Conduct and Attendance** ..... 17

**B. Conflicts of Interest** ..... 17

**Conflict of Interest Disclosure Statement** ..... 19

## Record of Changes

<b>Version</b>	<b>Reason for Change</b>	<b>Date Approved by Governing Board</b>	<b>Signature of Board Chair or Co-Chair</b>
Original	n/a	02/08/2017	See Original
1	Add new Joint CoC and Homeless Coalition Committees and updated formatting to be consistent with other CoC Documents	08/09/2017	See Version 1 Original
2	Changed Board absence policy, sub-committee assignment, permanent seats on Board, and updated overall purpose of CoC, and Board member selection schedule.	08/08/2018	See Version 2 Original
3	Updated subcommittee names and missions	9/12/2019	See Version 3 Original
4	Corrected formatting issues, incorporated HUD Technical Assistance Feedback, added virtual and phone options for meetings.	08/06/2020	See Version 4 Original
5	Makes changes required by HUD as a condition of the HMIS Capacity Building Grant, and adds Board Selection Committee	12/14/2020	See Version 5 Original
6	Corrected formatting issues, incorporated reference to Lee County Code of Ethical Conduct to Section VIII.	03/09/22	See Version 6 Original



## **I. Purpose of the CoC and CoC Governing Board**

The Continuum of Care (CoC) is a membership, planning, and oversight body in Lee County, Florida. The purpose of the CoC is to develop and implement strategies to ensure that homelessness in Lee County is rare, brief, and non-recurring. The CoC coordinates the community's policies, strategies, and activities, and is tasked with gathering and analyzing data to determine the local needs of people experiencing homelessness, identifying and bridging gaps in housing and services, implementing systemic responses to homelessness, educating the community on issues related to homelessness, providing support and technical assistance on the operations of homeless services, and measuring CoC system performance.

The CoC must coordinate the implementation of a housing and service system within Lee County that meets the needs of individuals and families experiencing homelessness. At a minimum, such a system encompasses the following:

1. Outreach,
2. Engagement,
3. Assessment,
4. Emergency Shelter,
5. Transitional Housing,
6. Permanent Housing,
7. Supportive Services (including, but not limited to mental health, substance abuse and medical services), and
8. Diversion and Prevention Services.

The CoC Governing Board provides ongoing leadership, administrative oversight, and implementation responsibility for fulfilling the purposes of the CoC in Lee County, including the responsibilities set forth in Article IV of this charter. Membership on the CoC Governing Board is constituted by the completion of a Continuum of Care Board Membership Application, Conflict of Interest Form, and favorable vote by the CoC General Membership.

## **II. Purpose of the Governance Charter**

This charter shall provide the structure for the CoC in Lee County and outlines the roles and responsibilities of the CoC General Membership, Governing Board, Lee County Homeless Coalition, and the CoC Lead Agency.

As a whole, the CoC in Lee County must fulfill the following responsibilities:

1. Align oversight responsibilities according to HUD regulations and best practices for CoCs.
2. Promote the commitment to make homelessness rare, brief, and non-recurring;
3. Represent the organizations and projects serving homeless subpopulations, and all individuals and organizations who are affected by and play a role in making homelessness rare, brief, and non-recurring;
4. Ensure that homeless service agencies are fulfilling their obligations according to funding requirements and goals and objectives of the Continuum of Care Strategic Plan in Lee County.
5. Support persons who are homeless in their movement from homelessness to economic stability and affordable permanent housing within a supportive community;
6. Promote access to and effective utilization of mainstream programs;
7. Ensure the CoC service providers are inclusive of the needs of Lee County's homeless population, including the unique service and housing needs of Veteran, Youth, Chronic, Family, and LGBTQ+ homeless sub-populations;
8. Facilitate responses to issues and concerns that affect the agencies funded by the CoC, homeless service providers, and individuals and families who are experiencing homelessness that are beyond those addressed in the annual CoC application process; and
9. Promote diverse and innovative funding and programs to achieve CoC goals and objectives as set forth in the Continuum of Care Strategic Plan in Lee County.

**This Charter and Policies and Procedures shall be maintained and available for review at the offices of the Lee County Homeless Coalition and Lee County Human and Veteran Services.**

### **III. Organization**

The Continuum of Care in Lee County includes:

1. The General Membership - members in good standing of the Lee County Homeless Coalition. Membership includes nonprofit homeless assistance providers, victim service providers, faith-based organizations, governments, businesses, advocates, public housing agencies, school districts, social service providers, mental health agencies, hospitals, universities, affordable housing developers, law enforcement, veterans service providers, homeless and formerly homeless individuals, and any other persons or organizations who have an interest in homelessness in Lee County.
2. The CoC Governing Board - represents the General Membership and authorized to act on behalf of the General Membership, herein after referred to as “Board”.
3. The Lee County Homeless Coalition - a nonprofit agency that advocates on behalf of the homeless, herein after referred to as “Coalition”.
4. Lee County Human and Veteran Services - the Collaborative Applicant for the U.S. Housing and Urban Development (HUD) Continuum of Care (CoC) competitive funding process, and the Homeless Management Information System (HMIS) lead agency, herein after referred to as “County”.

### **IV. Responsibilities**

The following section outlines the responsibilities of the Continuum of Care, the Board, the Coalition, the Collaborative Applicant (the County) and the HMIS Lead Agency (the County).

#### **A. The Collaborative Applicant (the County)**

As the Collaborative Applicant for HUD CoC funding and HMIS Lead Agency for the CoC in Lee County, the County is responsible to:

1. Adopt and follow a written process to select Governing Board members to act on behalf of the CoC. The process must be reviewed, updated, and approved by the full CoC membership at least once every five years;
2. Provide administrative and staff support to the CoC Governing Board;
3. Consult with recipients and sub-recipients of CoC, Emergency Solutions Grant, State of Florida’s Department of Children and Families (DCF) funding, and other stakeholders, to establish performance targets appropriate for population and program type, monitor recipient and sub-recipient performance, evaluate outcomes, provide technical assistance and support to underperforming projects, and take action against poor performers; submit recommendations to the CoC for adoption of performance targets;
4. Monitor and evaluate outcomes of projects funded under Emergency Solutions Grants (ESG), State Homeless, and CoC programs, present reports to the CoC Governing Board, HUD and DCF at least annually;
5. Collaborate with the Governing Board on the process to receive applications for funding to the annual CoC competitive funding application to HUD, to include:
  - a. Developing priorities for funding projects;
  - b. Developing application ranking criteria;
  - c. Selecting a committee to review and rank applications according to the priorities and criteria;
  - d. Approving the full application for the annual HUD CoC competitive funding cycle.
6. Consult with recipients and sub-recipients of CoC, ESG, State Homeless funding, and other stakeholders, to establish and operate a centralized and coordinated entry system that provides an initial, comprehensive assessment of the needs of individuals and families for housing and service.
7. Consult with recipients and sub-recipients of CoC, ESG, State Homeless funding, and other stakeholders to establish and consistently follow written standards for providing assistance. At a minimum, these written standards must include:
  - a. Policies and procedures for evaluating individuals’ and families’ eligibility for assistance;
  - b. Policies and procedures for determining and prioritizing which eligible individuals and families will receive transitional housing assistance;



- c. Policies and procedures for determining and prioritizing which eligible individuals and families will receive rapid re-housing assistance;
  - d. Standards for determining what percentage or amount of rent each program participant must pay while receiving rapid re-housing assistance;
  - e. Policies and procedures for determining and prioritizing which eligible individuals and families will receive permanent supportive housing assistance; and
  - f. When the CoC is designated a high-performing community, policies and procedures for determining and prioritizing which eligible individuals and families will receive Homelessness Prevention Assistance.
8. Operate a single Homeless Management Information System (HMIS) for the geographic area as the eligible applicant, serving as the HMIS Lead;
  9. Review and revise privacy, security, and data quality plans for the HMIS;
  10. Ensure consistent participation of recipients and sub-recipients of CoC, ESG, and State Homeless funding in the HMIS;
  11. Provide information required to complete the Consolidated Plan(s) within the CoC's geographic area;
  12. Submit the annual CoC competitive funding application to HUD as the Collaborative Applicant, and applications for DCF State Office on Homelessness funding, including, but not limited to, the Challenge Grant, Staffing Grant, and State Emergency Solutions Grant (ESG).

## **B. The Homeless Management Information System (HMIS) Lead (the County)**

The HMIS Lead has the following responsibilities:

1. Execute participation and user agreements with every contributing HMIS organization
2. Ensure consistent participation of recipients and sub-recipients in the HMIS by running and reviewing quarterly data quality reports, in coordination with the Data Committee, as specified in HVS-HMIS-v1.0, Section 1.2.
3. Ensure the HMIS is administered in compliance with requirements prescribed by HUD through collaboration with the HMIS vendor, who reviews HUD data standards compliance at least annually.
4. Conduct and coordinate training for all recipients and sub-recipients in the HMIS, as outlined in the HMIS Standard Operating Procedure (HVS-HMIS-v1.0, Sections 4.1 and 5.1).
5. Provide technical assistance for all recipients and sub-recipients in the HMIS as outlined in (HVS-HMIS-v1.0).
6. In consultation with the Lee County CoC and Collaborative Applicant, develop, follow, and update annually this governance charter. Any amendments must be approved by the CoC Governing Board.
7. Consult with the Coordinated Entry Committee, and support operations related to Coordinated Entry implementation, including ensuring compliance with current data standards related to Coordinated Entry.
8. Monitor Coordinated Entry operations, in coordination with the Data Committee, as specified in HVS-HMIS-v1.0, Section 1.2.
9. In collaboration with the data committee, will update the HMIS standard operating procedures, which contain the privacy plan, security plan, and data quality plan (Section 1.7), (HVS-HMIS-v1.0) at least one time every 5 years.
10. Execute agreements with HMIS participating agencies and end users, as outlined in HVS-HMIS-v1.0, Section 1.3.
11. Facilitate the collection of HMIS participation fees, should any be collected in the future.
12. Collaborate with the CoC Governing Board and Coalition to determine the amount and frequency of any HMIS participation fees to be collected. Fees should be based on amount charged by HMIS vendor, and should be reasonable. As of version 5 of this charter, no fees are being collected.

The HMIS Lead is the only entity that can operate an HMIS Component Project from HUD. Each year, the HMIS Lead will submit an Annual Performance Report covering the specific functions of the HMIS Lead to the Compliance Committee. Poor overall performance in the annual report may result in rescinding of the HMIS Lead designation prior to the next CoC Program Competition NOFA.

## **C. The Coalition**

The Coalition is responsible to:

1. Educate the community on issues impacting persons who are homeless;
2. Hold meetings of the full membership, with published agendas, at least semiannually;
3. Make an invitation for new members to join publicly available within the geographic area at least annually;
4. Appoint committees, subcommittees, or task forces/workgroups to address CoC objectives and goals, including but not limited to:

### **a. Data Committee**

*Mission:* This Committee is focused on ensuring that the CoC General Membership and Governing Board have timely access to the quality data necessary to make data driven planning possible. The Committee is responsible for:

- 1) regular review of data reports; tracking system performance;
- 2) responding to CoC data requests;
- 3) evaluating the quality, timeliness, and accuracy of data input, data management and data reports; and
- 4) maintaining and implementing the Data Quality Plan.
- 5) Complete the HMIS Administrator Checklist at least once every five years, and report findings to the CoC Governing Board for consideration when selecting

*Objectives:* Identify, prioritize, track, and resolve critical data issues. Establish and update a Data Quality Plan and Data Quality Thresholds. Improve accuracy and reliability of data. Review for timeliness, completeness and consistency. Identify and address potential operational issues with individual Agencies and User Groups. Review data and analyze trends relating to seasonal, racial, ethnic, industry, and geographic characteristics of homelessness in Lee County. Provide data, evaluation, performance measurement and research to guide system design, planning, and project funding.

### **b. Communication Committee**

*Mission:* This Committee is focused on communicating the vision and design of the CoC and the Coordinated Entry System to clients, service providers, businesses, faith-based providers and other stakeholders. The Committee is responsible for 1) creating a uniform communications campaign that communicates the shared goals of all CoC members, 2) designing, implementing and maintaining a system wide messaging plan to build community support and drive system change efforts to enhance our Crisis Response System.

*Objectives:* Design, implement and maintain standardized, system-wide messaging regarding the CoC system, Coordinated Entry System, diversion, housing focused and housing-first practices, and ensuring homelessness is rare, brief, and one-time. Design marketing materials in a variety of Work with agencies to ensure Diversion is standard protocol and clients have a housing goal at intake/admission. Develop public education and outreach initiatives to make homeless persons aware of the services available to them.

### **c. Resources Committee**

*Mission:* This Committee is focused on the relationship between the agencies that provide housing and services for persons who are homeless, and the CoC General Membership. The Committee should

develop innovative ideas to ensure that the CoC has all the information they need to ensure that homelessness in Lee County is a rare, brief, and one-time experience. The Committee is responsible for 1) engaging agencies who are beginning new homelessness initiatives and connecting them to the CoC; 2) obtaining and disseminating information regarding program guidelines, available services, and agency changes to the CoC General membership.

*Objectives:* Inventory all local resources for persons experiencing homelessness, including coordinated entry access points, shelters, street outreach, housing, supportive services and employment. Develop, implement and maintain an innovative solution to share real time programmatic information with all CoC stakeholders. Develop a community resource directory of services available to those experiencing homelessness (i.e., the “Green Book”). Update the Green Book. Homeless Survival Guide biannually. Engage new local homeless initiatives to understand services available and engage them in the CoC. Keep abreast of changes in programs and services throughout the CoC and report to General Coalition. Conduct Annual Provider Survey

#### **d. Events Committee**

*Mission:* This Committee is focused on bringing awareness to the issue of homelessness through the organization and execution of several annual events, including the annual Point in Time Count, Homeless Service Day and Veteran Stand Down, the Candlelight Vigil, and Hunger and Homelessness Awareness Month. The Committee is responsible for developing creative ways to market events, engage a wide range of stakeholders, and create new events as necessary.

*Objectives:* Plan, coordinate and facilitate annual events that bring community awareness to the issue to homelessness, and/or assist in connecting persons who are homeless to housing and resources. Evaluate the impact and success of each event, and report finding to the CoC General membership. Create, plan, and execute new and innovate events that bring community awareness to the issue to homelessness, and/or assist in connecting persons who are homeless to housing and resources.

The events committee is responsible for planning for and conducting an annual point-in-time count of persons who are homeless within the geographic area that exceeds HUD requirements and complies with all HUD standards by ensuring the inclusion of youth, families, and other special populations who are experiencing homelessness. Planning for the county must include identifying and considering local circumstances, capacity, and timing, to develop an appropriate counting methodology. The chosen methodology must be approved by the CoC General Membership at least every five years. The Coalition uses a combination of census and sampling approaches during a service-based count (as defined below) to ensure the inclusion of all unsheltered persons within the CoC’s geographic area.

- i. A **census count** is an enumeration of all homeless people or a distinct subset of homeless people (e.g., households with adults and children) in the CoC. This counting approach provides a direct and complete count of all people and their characteristics, does not require any estimates, and can be used as a benchmark for future PIT counts. A census count should incorporate the entire CoCs’ geography.
- ii. The CoC chooses to **combine census and sampling approaches** to complete the PIT count. For example, the CoC may conduct a census to count the total number of homeless people in the CoC, while using a random sampling approach to generate the necessary demographic information, such as gender and race.
- iii. **Service-based count** (post-night of the count): A survey of people at various social service locations or other public or private locations to identify people who were unsheltered, but not counted, on the night of the count—because unsheltered people may not be included in a single

night count. Service-based counts may only be conducted within the 7-day period after the designated count night. Service-based counts are conducted at locations frequented by people who are homeless, including soup kitchens, day shelters, libraries, and other community locations and include interviews to determine whether people were unsheltered on the night of the count, as well as their characteristics.

The count must also include a housing inventory of shelters, transitional, and permanent housing reserved for persons who are homeless, in general, and persons who are chronically homeless and veterans experiencing homelessness. This data is gathered from HMIS.

### **C. The Coalition and County shall work together to:**

1. Collaborate with the Governing Board to develop, adopt, and monitor a CoC Strategic Plan, which is based on the consideration of documented best practices, local needs and gaps, innovations in programs and service delivery, and available and potential resources.
2. Coordinate the implementation of a housing and service system within its geographic area that meets the needs of individuals who are homeless (including unaccompanied youth) and families. At a minimum, such system encompasses the following:
  - a. Outreach, engagement, and assessment;
  - b. Shelter, housing, and supportive services;
  - c. Prevention strategies.
3. Conduct an annual gaps analysis of the homeless needs and services available within the geographic area.
4. Establish, support, and manage the HMIS in a manner that meets HUD's standards for data quality, privacy, and security.

## D. The Board

As the entity meeting regulatory requirements for the CoC, the Board must complete the following:

1. Provide semi-annual reports on activity to the full CoC membership;
2. Update annually this governance charter, including all policies and procedures necessary to comply with HUD and HMIS requirements, including Code of Conduct and recusal process for the CoC Governing Board, its chair(s), and any person acting on behalf of the CoC Governing Board;
3. Designate a single eligible Collaborative Applicant to collect and combine the required application information from all applicants for the annual HUD CoC funding competition, and to serve as the agency eligible for State of Florida CoC funding related to homelessness, including, but not limited to the Staffing and Challenge Grants. (24 CFR 578.15(b))
4. Designate a HMIS Lead to manage the Lee County CoC Homeless Management Information System (HMIS).
  - a. The HMIS lead agency shall be reviewed and voted upon by the CoC Governing Board not less than once every 5 years. HMIS lead agency selection shall be based on the results of the HMIS system administrator checklist, which will be completed by the data committee at least once every five years.
5. Approve the final submission of applications in response to the HUD CoC annual funding competition and other funding for which the CoC Collaborative Applicant is the eligible applicant on behalf of the CoC.
6. Review and adopt performance targets appropriate for population and program type, review monitoring reports and sub-recipient performance, evaluate outcomes, and recommend action against poor performers;
7. Approve the privacy, security, and data quality plans for HMIS, as written in standard operating procedure HVS-HMIS-v1.0;
8. Review outcomes of projects funded under CoC, ESG, and State Homeless programs;
9. Appoint committees, subcommittees, or task forces/workgroups to address CoC objectives and goals, including but not limited to:

- a. **Coordinated Entry Committee**

*Mission:* Evaluate client access or entry points across the CoC, along with intake & assessment process.

*Objectives:* Develop a coordinated assessment and encourage agencies to participate; Reorient housing and service provisions to be focused on the needs of the people it serves, creating a more client-focused environment; Review and update the Coordinated Entry System training curriculum annually; Facilitate ongoing planning and stakeholder consultation in coordination with the CoC in Lee County, HMIS Lead Agency, and Lee County Homeless Coalition concerning the implementation of the Coordinated Entry System through quarterly Coordinated Entry Committee meetings; Organize client satisfaction surveys regarding the Coordinated Entry, to be combined with provider surveys sent by the Coalition.

- b. **Project Performance, Evaluation and Ranking Committee**

*Mission:* Establish the local process for applying, reviewing, and prioritizing project applications for funding in the annual HUD CoC funding competition, DCF State Office on Homelessness funding, and any other funding for which the CoC Collaborative Applicant is the eligible applicant on behalf of the CoC.

*Objectives:* Establish priorities that align with local, state, and federal policies for recommending projects for HUD and DCF State Office on Homelessness funding.

## V. Board Membership

1. The Board shall consist of no less than 13 and no more than 25 members, be representative of the general membership and projects serving homeless sub-populations, and include at least one homeless or formerly homeless individual.
2. All terms of Board Membership shall be 1 calendar year in length, beginning in August.
3. The seat of any representative that is absent without providing notification for two or more meetings will be declared vacated.
  - a. Repetitive absences with notification will be reviewed by the Board to determine if a representatives seat should be vacated.
  - b. Board members may assign one alternate representative from their organization to attend meetings in their absence. The alternate must complete a membership application and conflict of interest form.
  - c. Meeting attendance via phone or online webinar is not considered an absence.
4. The process to select Board members shall be reviewed by the General Membership at least every five years.
5. The officers, consisting of a Chair and a Vice-Chair, shall be elected by the Board at the August Board meeting. Nominations will be taken at the beginning of the meeting and a majority favorable vote shall determine the officers.
6. Officers shall not be compensated for their services as such officers.
7. Officers may not serve more than two consecutive terms.
8. The Chair is responsible to:
  - a. coordinate with the County and Coalition to review policies, procedures, and project performance;
  - b. lead CoC Governing Board Meetings in accordance with Robert's Rules of Order;
  - c. maintain board member attendance record and notify representatives that have been absent without cause for two or more meetings;
  - d. provide semi-annual updates to the CoC General Membership;
  - e. solicit new board members;
  - f. sign any required and/or necessary documents on behalf of the CoC in Lee County.
9. The Vice-Chair is responsible to fulfill the duties and obligations of the Chair in his or her absence.

### Member Selection

Potential Board Members must submit a Board Member application. All applications will be reviewed by a Nominating Committee, as outlined below.

#### 1. Purpose of Committee

The Nominating Committee (the "Committee") is a committee of the CoC General Membership established to support the CoC in fulfilling its responsibility to identify candidates to represent the CoC general membership and serve as Officers on the CoC Governing Board.

#### 2. Committee Membership

The chair of the Committee is the Immediate Past Chair of the CoC Governing Board. In addition to the chair, the Committee is composed of four members. To prevent a tie, the Committee shall have an odd number of voting members at all times. Voting members of the Committee are not eligible to be nominated as an Officer. Committee membership is appointed by the CoC General Membership and approved by the Governing Board. Committee members serve one-year terms beginning August and ending July 31st or until the new Committee is appointed by the Chair of the Board..

#### 3. Committee Authority and Responsibilities

The Committee will:

- 1) Review applications for Governing Board Members and make recommendations to the CoC General Membership (Coalition) during monthly meetings, or as frequently as applications are received ;
- 2) Call for nominations for Chair and Vice Chair during the July General Membership meeting of the Coalition.
- 3) Review applications for membership and officer nominations received against the selection criteria established below:

- a) Members shall consist of one permanently represented seat and those that are not.
    - i) The permanently represented seats shall be: At least one homeless or formerly homeless individual. This position shall be considered to fill the role of “advocate,” but may also meet the required representation of another community representative, such as a business.
    - ii) Other seats not permanently filled by the above mentioned representative shall be:
      - (1) organizations and projects serving homeless sub-populations (such as persons with substance use disorders; persons with HIV/AIDS, veterans, the chronically homeless, families with children, unaccompanied youth, the seriously mentally ill, and victims of domestic violence, dating violence, sexual assault, and stalking),
      - (2) local businesses,
      - (3) Lee County Schools,
      - (4) local governments,
      - (5) public housing authorities,
      - (6) elected officials,
      - (7) private philanthropists,
      - (8) affordable housing developers
      - (9) law enforcement, and
      - (10) other interested advocates.
  - b) Nominated members must demonstrate competencies, interest and experience in issues related to homelessness.
  - c) Nominated members must demonstrate a history of behavior that is aligned with the CoC’s Code of Ethical Conduct.
- 4) Ensure Board composition reflects factors that impact the CoC’s sustainability and mission effectiveness, including diversity and inclusion. No organization may have more than one representative on the Board, and no constituency may hold more than 35% of the Board seats;
  - 5) Upon the resignation or removal of an Officer, recommend a candidate to fill the vacancy to the Board if required;
  - 6) Operate under a charter and review annually for adequacy and recommend any necessary changes for approval to the Board; and
  - 7) Accomplish additional tasks as charged by the Chair of the Board.

#### **4. Committee Meetings**

The Committee will meet at least annually and as often as its chair or a majority of its members deems necessary or appropriate, either in person, telephonically or electronically, and at such times, places and manner as its chair and chair’s staff may determine. Deliverables, budget, and alternative meeting methods should be included in the decision-making process. The chair and chair’s staff will develop an agenda in advance of each meeting and communicate meeting details to Committee members in a timely fashion. As necessary, the Committee will meet in a joint session with other committees regarding items of concern to both committees.

#### **5. Committee Reports**

The Committee will produce a written report at the conclusion of each meeting, which will include an attendance record, a copy of the agenda, and a full report of Committee discussions with documented recommendations and decisions. These reports will be completed no more than three weeks following the meeting and forwarded to the Committee membership and the CoC staff for proper filing. All Committee reports, to the extent not confidential, will be posted on the CoC webpage/portal so all Board members have access to the reports.

#### **6. Committee Evaluation**

The Committee will conduct periodic performance evaluations to review the performance of the Committee in relation to the requirements of this Charter and such other matters, as the Committee deems appropriate.

## **VI. Meetings**

1. General Membership Meetings are held monthly in coordination with monthly Coalition meetings.
  - a. Available board positions will be outlined and the nomination process for the Board will be explained at General Membership meetings at least twice annually.
  - b. A slate of potential Board members will be presented to and voted on by the CoC general membership at General Membership meetings at least once annually.
  - c. Meetings may be held in person, via telephone conference line, or in an online format.
2. CoC Governing Board Meetings are held bi-monthly, or more frequently as needed.
  - a. It is the intent of the CoC Governing Board to be open and transparent in all efforts. All CoC Governing Board meetings shall be open to any interested party. Meetings will be noticed a minimum of one week in advance of the meeting on the CoC webpage. Such notice will include the date, time, and location of the meeting. Meeting agendas shall be provided with the meeting notification. These notice and posting timeline requirements shall be waived if the business of the CoC Governing Board or its committees requires a meeting, which does not permit such timely notices. In such instances, notice shall be provided as quickly as possible.
  - b. Meetings may be held in person, via telephone conference line, or in an online format.
  - c. Meeting minutes shall be taken by County Staff and shall be made available on the Human and Veteran Services website.
  - d. Procedures for CoC Governing Board meetings follow Robert's Rules of Order.
  - e. A quorum must be present for any issues requiring a vote. If a quorum is not present, the item may still be discussed, but no vote may be held.

## **VII. Voting**

At all Board meetings, business items may be decided by vote, if a quorum is present. If a vote is necessary, all votes shall be by voice or ballot at the will of the members of the Board.

1. A quorum, consisting of 50% + 1, must be present to hold a vote.
2. Actions of the CoC Board will be by majority vote (50% +1) of the CoC Board Members.
3. Each organization represented shall have one vote.
4. No member may vote on any item, which presents a real or perceived conflict of interest.
  - a. Representatives from CoC funded agencies must abstain from voting at CoC Governing Board Meetings.
5. Action that may be taken at any meeting of the Board will be allowable in writing through email or letter only for special circumstances. The County will confer with the Board Chair and Vice-Chair regarding the circumstance and to determine if an email vote is allowable in lieu of convening a special board meeting. If approved by the Board Chair or Vice-Chair (in the absence of the Chair) an email vote will be conducted.



## VIII. Code of Conduct and Conflicts of Interest

The Board is responsible for the development, update, and adherence to the following code of conduct and conflict of interest processes.

### A. Conduct and Attendance

Governing Board members, committee members, and other CoC agents and employees must exercise care, diligence, and prudence when acting on behalf of the Lee County CoC. Please refer to “Lee County Continuum of Care Code of Ethical Conduct.” Work undertaken on behalf of the CoC Governing Board in Lee County must be completed in the timeframe specified by the Board.

Board members must notify, via email, County staff or the Board Chair if they are unable to attend a meeting. Absence without notice or explanation for two meetings within a calendar year, or two failures to complete work assignments, will be grounds for removal from the Board and/or committee assignments. Repetitive absences with notification will be reviewed by the Board to determine if a representatives seat should be vacated. Board members may assign one alternate representative from their organization to attend meetings in their absence. The alternate must complete a membership application and conflict of interest form.

### B. Conflicts of Interest

1. **Rules Regarding Conflict.** Governing Board members must abide by 24 CFR Part 578.95 as noted in this section to avoid conflicts of interest and promote public confidence in the integrity of the CoC and its processes. Failure to abide by these rules will be grounds for removal from the Board and any of its committees.
2. **Conflicts.**
  - a. *Individual conflict.* No Governing Board member may participate in or influence discussions or resulting decisions concerning the award of a grant or other financial benefits to the organization that the member represents.
  - b. *Organizational conflict.* An organizational conflict of interest arises when, because of activities or relationships with other persons or organizations, the recipient or subrecipient is unable or potentially unable to render impartial assistance in the provision of any type or amount of assistance, or when a covered person’s (see next section) objectivity in performing work with respect to any activity assisted is or might be otherwise impaired. Such an organizational conflict would arise when a board member of an applicant participates in decision of the applicant concerning the award of a grant, or provision of other financial benefits, to the organization that such member represents. It would also arise when an employee of a recipient or subrecipient participates in making rent reasonableness determinations under 24 CFR Part 578.49(b)(2) and 24 CFR Part 578.51(g), and housing quality inspections of property under 24 CFR Part 578.75(b) that the recipient, subrecipient, or related entity owns.
  - c. *Other conflicts.* For all other transactions and activities, the following restrictions apply:
    1. No covered person, meaning a person who is an employee, agent, consultant, officer, or elected or appointed official of the recipient or its subrecipients and who exercises or has exercised any functions or responsibilities with respect to activities assisted, or who is in a position to participate in a decision-making process or gain inside information with regard to activities assisted, may obtain a financial interest or benefit from an assisted activity, have a financial interest in any contract, subcontract, or agreement with respect to an assisted activity, or have a financial interest in the proceeds derived from an assisted activity, either for him or herself or for those with whom he or she has immediate family or business ties, during his or her tenure or during the one-year period following his or her tenure.
    2. *Exceptions.* Upon the written request of the recipient, HUD may grant an exception to the provisions of this section on a case-by-case basis, taking into account the cumulative effects of the criteria, provided that the recipient has satisfactorily met the threshold requirements:

- d. *Threshold requirements.* HUD will consider an exception only after the recipient has provided the following documentation:
    - (A) Disclosure of the nature of the conflict, accompanied by a written assurance. If the recipient is a government, that there has been public disclosure of the conflict and a description of how the public disclosure was made; and if the recipient is a private nonprofit organization, that the conflict has been disclosed in accordance with their written code of conduct or other conflict-of-interest policy; and
    - (B) An opinion of the recipient's attorney that the interest for which the exception is sought would not violate State or local law, or if the subrecipient is a private nonprofit organization, the exception would not violate the organization's internal policies.
  - e. *Factors to be considered for exceptions.* In determining whether to grant a requested exception after the recipient has satisfactorily met the threshold requirements, HUD must conclude that the exception will serve to further the purposes of the Continuum of Care program and the effective and efficient administration of the recipient's or subrecipient's project, taking into account the cumulative effect of the following factors, as applicable:
    - (A) Whether the exception would provide a significant cost benefit or an essential degree of expertise to the program or project that would otherwise not be available;
    - (B) Whether an opportunity was provided for open competitive bidding or negotiation;
    - (C) Whether the affected person has withdrawn from his or her functions, responsibilities, or the decision-making process with respect to the specific activity in question;
    - (D) Whether the interest or benefit was present before the affected person was in the position;
    - (E) Whether undue hardship will result to the recipient, the subrecipient, or the person affected, when weighed against the public interest served by avoiding the prohibited conflict;
    - (F) Whether the person affected is a member of a group or class of persons intended to be the beneficiaries of the assisted activity, and the exception will permit such person to receive generally the same interests or benefits as are being made available or provided to the group or class; and
    - (G) Any other relevant considerations.
- 3. Abstention from Decision-Making.** Governing Board members must disclose if they have any conflicts of interest or potential conflicts of interest prior to the discussion of any agenda item that presents such conflict. Any matter in which Governing Board members have an actual or potential conflict of interest will be decided only by a vote of disinterested individuals. If the abstention changes the quorum, additional votes may be accepted by email from disinterested members who are not present. 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. If email votes have been accepted, the minutes shall reflect the final vote including those votes.
- 4. Annual Conflict of Interest Acknowledgement Form.** Governing Board members must sign a conflict of interest form annually, affirming that they have reviewed the conflict of interest policy and disclosing any conflicts of interest that they face or are likely to face in fulfillment of their duties as board members.

## Conflict of Interest Disclosure Statement

*I have read and am fully familiar with the Lee County Continuum of Care's Conflict of Interest policy as described in the Governance Charter. Except for the matters listed below, there is no situation in which I am involved in which my decision on behalf of the Lee County Continuum of Care may be influenced by my own gain or advantage, financial or otherwise.*

Please describe any existing or potential conflict of interest associated with any particular contract or transaction relating to your role within the Lee County Continuum of Care. If "none," please indicate in space below.

---

---

---

---

---

I agree to promptly, in accordance with the requirements of the Lee County Continuum of Care Governance Charter Section VIII. Code of Conduct and Conflicts of Interest; disclose any additional interest, which may arise after the filing of this statement.

Date: \_\_\_\_\_

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Agency Name