

NW MINNESOTA CONTINUUM OF CARE - GOVERNANCE CHARTER

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- I. Name:** Northwest Minnesota Continuum of Care (NW MN CoC).

- II. Mission:** To prevent and end homelessness in Northwest Minnesota and ensure that if it occurs, it is rare, brief and non-recurring.

- III. Purpose:** The Continuum of Care program is authorized by subtitle C of title IV of the McKinney-Vento Homeless Assistance Act (42 U.S.C. 11381-11389). The program is designed to:
 - 1. Promote community wide commitment to the goal of ending homelessness;
 - 2. Provide funding for efforts by nonprofit providers, Tribes, States, and local governments to quickly rehouse homeless individuals (including unaccompanied youth) and families, while minimizing the trauma and dislocation cause to homeless individuals, families, and communities by homelessness;
 - 3. Promote access to and effective utilization of mainstream programs by homeless individuals and families; and
 - 4. Optimize self-sufficiency among individuals and families experiencing homelessness.

NW MN CoC (herein referred to as NW CoC or simply CoC) serves as the HUD-designated primary decision-making group and oversight board for the 12 contiguous counties of Beltrami, Clearwater, Hubbard, Kittson, Lake of the Woods, Mahnomen, Marshall, Norman, Pennington, Polk, Roseau, and Red Lake in Northwest Minnesota (hereinafter referred to as the “geographic area”) for the HUD Continuum of Care process. Within the CoC region lie three American Indian Reservations – the entire Red Lake Nation, a large portion of the White Earth Nation in Mahnomen and Clearwater Counties, and a small portion of Leech Lake Reservation in Beltrami and Hubbard Counties.

As the oversight entity of the Continuum of Care program, NW CoC’s responsibilities are:

- 1. To ensure that the CoC is meeting all the responsibilities assigned to it by HUD regulations and the HEARTH Act (see CoC Responsibilities below);
- 2. To help facilitate housing stability for persons who become homeless, or are at imminent risk of homelessness in a fair and supportive manner;
- 3. To represent and encourage collaboration among the relevant organizations and programs serving persons who are homeless;
- 4. To be inclusive of all the needs of all Northwest Minnesota region’s homeless population, including the special service and housing needs of homeless subpopulations;
- 5. To facilitate discussion and planning within and beyond the HUD CoC process on policy, program, and social issues related to ending homelessness;

6. To encourage and educate on service and housing best practices and quality performance; and
7. To hire and evaluate the CoC Coordinator.

IV. Responsibilities of the Continuum of Care:

As the designated board of the CoC for the geographic area, HUD requires the CoC to work with the CoC Collaborative Applicant to fulfill four major duties:

1. Operate a CoC which must:
 - a. Hold meetings of the full membership, with published agendas, at least semiannually;
 - b. Publicly invite new membership to join the CoC at least annually;
 - c. Adopt and follow a written process to select a CoC board to act on behalf of the CoC. The process must be reviewed, updated, and approved by the NW CoC membership at least once every 5 years;
 - d. Appoint committees, subcommittees, or workgroups as needed to help carry out the goals and responsibilities of the CoC;
 - e. In consultation with the CoC Collaborative Applicant and/or the HMIS Lead, develop, follow, and update annually a governance charter, which will include all procedures and policies needed to comply with CoC requirements as prescribed by HUD; and a code of conduct and recusal process for the CoC, its chair(s), and any person acting on behalf of the board;
 - f. In consultation with recipients and sub-recipients of CoC and Emergency Solutions Grant (hereinafter referred to as ESG) funding, establish performance targets appropriate for population and program type, monitor recipient and sub-recipient performance, evaluate outcomes, and take action against poor performers;
 - g. Evaluate outcomes of projects funded under ESG and CoC and report to HUD;
 - h. Establish and operate a coordinated assessment system, in consultation with the recipients of Emergency Solutions Grants program funds, that
 - i. provides an initial, comprehensive assessment of the housing and services needs of individuals and families within the CoC's area;
 - ii. develops a policy that guides consistent operation of the system, with respect to how the system will triage and address the particular safety needs of individuals and families who are experiencing homelessness (including the needs of persons fleeing or attempting to flee domestic violence, dating violence, sexual assault, or stalking; and
 - iii. demonstrates compliance with the following minimum requirements:
 - Cover the geographic area served by the CoC
 - Be easily accessed by individuals and families seeking housing or services
 - Be well advertised
 - Include a comprehensive and standardized assessment tool
 - i. In consultation with recipients of CoC and ESG funds within the geographic area, establish and consistently follow written standards for providing CoC assistance. At a minimum, these written standards must include:
 - i. Policies and procedures for evaluating individuals' and families' eligibility for CoC assistance;

- ii. Policies and procedures for determining and prioritizing which eligible individuals and families will receive transitional housing assistance;
 - iii. Policies and procedures for determining and prioritizing which eligible individuals and families will receive rapid re-housing assistance;
 - iv. Standards for determining what percentage or amount of rent each program participant must pay while receiving rapid re-housing assistance;
 - v. Policies and procedures for determining and prioritizing which eligible individuals and families will receive permanent supportive housing assistance; and
 - vi. 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.
2. Designating and operating a Homeless Management Information System (HMIS):
- a. Designate a single HMIS for the geographic area;
 - b. Designate an eligible applicant to manage the CoC’s HMIS, which will be known as the HMIS Lead;
 - c. Review, revise, and approve a privacy plan, security plan, and data quality plan for the HMIS.
 - d. Ensure consistent participation of recipients and sub-recipients of CoC and ESG funding in the HMIS;
 - e. Ensure the HMIS is administered in compliance with HUD requirements.
3. Develop a Continuum of Care Plan that includes the following:
- a. Coordinate the implementation of a housing and service system within its geographic area that meets the needs of the homeless individuals (including unaccompanied youth) and families. At a minimum, such system encompasses the following: Outreach, engagement, and assessment; Shelter, housing, and supportive services; and Prevention strategies;
 - b. An annual point-in-time sheltered (in collaboration with the State of MN quarterly sheltered count) and unsheltered count within the geographic area in adherence with HUD guidelines;
 - c. Annual gaps analysis of homeless needs and services in NW MN in accordance with HUD guidelines;
 - d. Information and input to the State of MN Consolidated Plan; and
 - e. Coordination with the State of MN ESG program to determine a plan for allocating ESG funds and reporting on and evaluating the performance of ESG recipients and sub-recipients.
4. Prepare an application for CoC funds:
- a. Design, operate and follow a collaborative process for the development of applications and approve the submission of applications in response to the annual HUD NOFA;
 - b. Establish priorities for funding projects in the geographic areas;
 - c. Determine if one, or more than one, application will be submitted for all projects in the geographic area.
 - d. Designate a Collaborative Applicant to collect all applications in the geographic area and submit on behalf of the CoC.

- e. Apply, through the Collaborative Applicant, for any desired planning activities.
- f. Approve the CoC application.

V. CoC Membership:

Continuum of Care planning involves a broad-based, inclusive and shall regularly seek membership and input from board and diverse stakeholders, including consumers. The CoC shall have three categories of membership/participation:

1. General Membership: The General membership of the CoC is defined as those persons and organizations signing an annual membership agreement. Each year, the NW CoC will invite membership from across the geographic area and ask interested people and organizations to enter into a membership agreement. The CoC will also hold an annual meeting announcing members, reviewing the CoC governance structure, electing the NW CoC Board, and soliciting committee memberships. The slate of potential NW CoC Board Officers and Committee Chairs (developed as described in the Nomination and Terms section below) are presented to and voted on by the CoC membership.

The CoC will promote membership to the following; homeless 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, organizations that serve homeless and formerly homeless veterans, and homeless and formerly homeless persons. The CoC will strive to include representation from each of these groups through membership, ideally, or through input derived through other means (focus groups, surveys, mailing lists, meetings, etc.).

Membership Responsibilities and Conditions:

1. Each organization/agency can appoint up to three people to represent their organization.
 2. No organization may have more than one (1) vote at NW CoC Membership Meetings, regardless of how many staff are regularly in attendance or how many programs the organization administers;
 3. Each organization shall sign an annual membership agreement and Code of Conduct.
 4. In addition to electing the Board of Directors, the membership shall approve:
 - i. Governance Charter changes;
 - ii. Written policies to select the board & standing committees; and
 - iii. The HMIS lead agency and system.
2. Board of Directors: The NW CoC shall annually elect a Board of Directors (hereinafter referred to as the “Board”) to act on behalf of the CoC to conduct CoC business and assure compliance with HUD regulations. The Annual meeting is open to the public. The Board shall meet a minimum of 6 times annually; additional meetings may be scheduled based on a meeting calendar accepted by the Board and as deemed necessary to accomplish Board business. Notice of meetings and minutes from previous meetings will be sent to the full membership by email at least 5 days before.

The Board will be composed of no less than 11 and no more than 15 members and must include representatives of the relevant organizations in the region and of projects serving the region's homeless subpopulations. The board shall include at least 4 representatives from non-COC funded agencies. The board shall include at least one adult with lived experience and one youth (age 16-24) with lived experience.

Specific responsibilities of the Board include:

- a. Plan and conduct a bi-annual membership recruitment process;
- b. Appoint Committees and workgroups as needed to help conduct the business of the NW CoC and assure compliance with HUD regulations;
- c. Vote to approve the following:
 - i. Standards for administering CoC assistance; outcomes for ESG and CoC programs; HMIS lead; HMIS Agreement with Lead Agency and/or State System Administrator; HMIS Data System; Annual Gaps Analysis; Collaborative Applicant; CoC Funding Priorities; and CoC Application Process. *Note: Consideration and vote on the above items shall come from committee recommendations, with input from the CoC Membership.*
- d. Develop, approve and evaluate an annual CoC plan;
- e. Review and approve the annual HUD CoC application;

Additional Board Conditions:

- a. Executive Officers: The General membership will elect the following officers from the Board: Chair, Chair Elect, Secretary, and Committee Chairs. Officers will serve two-year terms. New officers shall be elected as soon as possible in the event that an officer must leave before his/her term ends.
 - b. Removal: The seat of any representative absent without communication to the NWCoC Coordinator and/or NWCoC Board Chair, for two consecutive meetings may be declared vacant by the remaining board members. Such seats will then be filled through the processes described above under vacancies.
 - c. Resignation: Unless otherwise provided by written agreement, any representative may resign at any time by giving written notice to the Chairperson. Any such resignations shall take effect at the time specified in the written notice or if the time is not specified therein upon its acceptance by the Board.
 - d. Terms: Board members will serve for a term of three years. Terms are to be divided into one, two or three classes with the number of board members in each class being as nearly equal as possible; the term of office of those of the first class to expire at the annual meeting next ensuing; of the second class one year thereafter; at the third class two years thereafter; and at each annual election held after such classification and election, directors shall be chosen for a full term to succeed those whose terms expire. There is no limit to how many times a board member may be reelected to serve.
3. Committees: The NW CoC Board may establish standing and ad hoc committees to help carry out the work of the CoC and assure compliance with HUD regulations. The standing committee chairs shall be elected annually by the CoC Board. The Board shall establish meeting frequency and annual work plan for each committee.

- i. Standing Committees: The NW CoC membership has approved the development and maintenance of five (5) standing committees: Executive, Coordinated Entry, Performance & Evaluation, Racial Equity and Youth Advisory Committee. Only the CoC Membership can vote to add additional standing committees. The NW CoC Board will annually review committee roles and responsibilities.

The NW CoC standing committees are:

- a. Executive: (Committee): Comprised of the Chair, Chair elect, Secretary, CoC Coordinator (non-voting), the Executive Committee is responsible for recommending updates to CoC Policies, annually reviewing the Collaborative Applicant's performance, establishing an annual work plan with the CoC Coordinator, and providing feedback to the CoC Coordinator on CoC business between meetings.
- b. Coordinated Entry:
- Plan a Coordinated Assessment system in coordination with board & membership.
 - System must include; Evaluation of eligibility for assistance, prioritization of who receives TH, Rapid Rehousing, YHDP and PH Assistance, and Determination of % rent received in Rapid Rehousing.
 - Facilitate annual system mapping exercise.
 - Annually evaluate system policies, participation and performance.
- c. Performance and Evaluation:
- Take lead in establishing performance measures for ESG and CoC programs.
 - Review outcomes for ESG & CoC programs and report to Board.
 - Regularly monitor system wide performance targets.
- d. Youth Advisory Committee:
Led by the Youth Action Board, utilizing Youth Program leads in a collaborative role:
- Develop initial Coordinated Community Plan and update plan regularly with a focus on continuous quality improvement.
 - Oversee cross-systems coordination work and strategize and problem-solve to move this work forward.
 - Bring youth voice and perspective to youth centered programs
 - Co-equal governance partner with Youth Committee
 - Participate in Continuous Quality Improvement for youth centered programs.
- e. Racial Equity and Membership
- Review and recruit membership including lived experience.
 - Review homeless response system for equity.
 - Propose solutions for equitable decision making.

Additional Committee Conditions:

- a. Membership: Committee membership shall be comprised of members of the NW CoC and representatives from the geographic region with interest and expertise relevant to the said committees. The CoC shall hold an annual solicitation for committee membership. Additionally, the Committee chair, with support of the members, can recruit membership to fill out the membership. Committees should contain no more than 10 members and no fewer than 5.
 - b. Vacancies: Vacancies on the committee will be handled as follows:
 - Chairs: The standing committee chairs shall be elected annually by the standing committee. The standing committee shall establish meeting frequency and annual work plan for the committee, to be approved by the Board.
 - Committee members: The Committee chair, with support from the CoC board and membership, shall recruit for the vacant seat.
4. Work Groups and Sub-Committees: The Board and Committees may establish sub-committees as it is deemed necessary. However, only the General CoC membership can designate a standing committee through revision of the Governance Charter
5. Code of Conduct: Members of the NW CoC and all committees will sign a bi-annual Code of Conduct annually. The Code of Conduct includes an agreement to act in a professional and collaborative manner and includes Conflict of Interest policy. Any member (CoC, Board, or Committee) having a conflict of interest or a conflict of responsibility on any matter shall refrain from voting on such matter.

VI. Meetings:

- a. Call to Meetings: All meetings shall be held at the call of Chair or a designated representative of the chair;
- b. Notice: Notice of all meetings, including the time and place shall be delivered by email at least 5 days prior to the meeting;
- c. Frequency:
 - i. General Membership: Meetings shall be held at least 4 times annually;
 - ii. Board: Meetings shall be held at least 6 times annually.
- d. Facilitation: The respective Chairs or Vice Chairs shall preside over all meetings when present OR appoint a member to act as chair in his or her absence or during a conflict of interest.
- e. Annual Meeting:
 - i. Annual meetings of the Board and the General Membership shall be held to elect Board members, committee chairs and officers.
 - ii. Annual meetings shall be held, as set by the Board, not less than 10, or more than 13 months after the annual meeting held the prior year.
 - iii. The annual meeting shall be open to the public, and to the extent possible, should be held in different locations around the region.

- f. Meeting minutes: The Board Secretary shall keep accurate records of the acts and proceedings of all CoC and Board meetings of the NW CoC or designate another person to do so at each meeting. Committees and workgroups shall either elect, nominate or appoint a member to take minutes at each meeting. Minutes shall document all actions taken without a meeting, as described above. Such records will include the names of those in attendance. The Board Secretary shall have general charge of NW CoC records and shall keep or cause to be kept all such records at the CoC collaborative applicant's office.
- g. Voting: 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.
 - i. Each agency shall have one vote, regardless of member representatives;
 - ii. No member may vote on any item which presents a real or perceived conflict of interest;
 - iii. A quorum will be met when a majority of active membership is represented;
 - iv. Electronic voting may take place through roll call. The final vote shall be reported to the respective membership and noted in the minutes. If the validity of the electronic vote is questioned, the board may request a recount.
 - v. Manner of Acting: The act of the majority of the representatives present at a meeting of the committee at which a quorum is present shall be the act of the committee.
- h. Elections:
 - i. Nominations: The Executive Committee shall identify a slate of officers and present it to the Board at the meeting before the annual meeting.
- i. Action Without a Meeting: Any action that may be taken at any meeting of the committee may be taken without a meeting if that action is approved, in writing (e.g. letter, email) by a majority of all members who would be entitled to vote if a meeting was held for such purpose.

VII. CoC Policies

The following policies help guide the CoC in decision-making. These include:

- Policies for the Administration of CoC and ESG assistance: The Board, with broad input from membership, CoC recipients and ESG recipients, shall establish and update Policies for the Administration of CoC and ESG Assistance. These policies shall be made available to all members on the CoC website and an annual training on policies shall be made available.
- Coordinated Entry Policies: The CoC Board, with broad input from Stakeholders, shall establish, review and update Policies. Policies will be available on the CoC website and training will be provided at least annually. Policies must comply with HUD and State policies.
- HMIS Policies: The HMIS Governing Board shall establish, review and update HMIS Policies and an MOU, with broad input from HMIS Stakeholders, and approval of the CoCs. HMIS Policies are available on the MN HMIS website.
- Chronic Homeless Prioritization Policy: This gives agency guidance to ensure that housing placements follow HUD priorities.
- School Enrollment: This policy clarifies the priority on school connectedness for homeless children and the role of homeless assistance agencies in promoting this.
- Family Separation: This policy emphasizes the value of family connection/preservation.

- **Other Policies:** The CoC Board and Task Force may establish other policies to support the mission and vision of the CoC or to remain in compliance with HUD. Other Policies are available on the CoC website and added to the Policies for the Administration of CoC and ESG Assistance when updated.

VIII. Governance Charter Amendments

The Governance Charter and Bylaws maybe be altered, amended, repealed or added to by majority vote of a quorum of the voting General Membership. Membership shall be notified at least 30 days before a vote on any changes to this document.

Addendum A: Chronic Homeless Prioritization Policy

Addendum B: Policies for the Administration of ESG & CoC Assistance

Addendum B: School Enrollment

Addendum C: Family Separation Policy

Chair’s Signature Date

Secretary’s Signature Date

Approved May 2014; Updated 11.2015; Updated 9.2016; Updated 12.2018; Updated 4.2019; Updated 12.2020; Updated 12.2022; Updated 3.2024; Updated 9.2024

December 17th, 2020, Updates

1. Move membership agreement from annual to bi-annual.
2. Adjust makeup of NWCOB Board
3. Remove requirement of 50% of last 10 meetings as a board was elected.
4. Remove data committee
5. Remove Income and Employment committee
6. Add Equity and Membership Committee

December 15th, 2022, Updates

1. Define board meeting notice timeframe
2. Further definition of staggered board terms
3. Further definition and language clean-up of committees

March 2024

1. Revise language around Executive Board vacancies
2. Revise language around Executive Committee responsibilities

September 2024

1. Revise language around frequency of General Membership agreement.
2. Formally removed the “data” committee with work being absorbed into remaining standing committees.

3. Moved election of committee chair from the Board of Directors to the committee.