**Governance Charter**

**North Alabama Coalition for the Homeless, Inc. (NACH)**

Continuum of Care for the Homeless, Huntsville Limestone and Morgan Counties, AL-503

**Mission Statement**

NACH’s mission is to educate the public regarding homelessness, and to coordinate and facilitate the efforts of agencies, communities and concerned citizens into a seamless Continuum of Care (CoC) to affect positive solutions to homelessness in Madison, Morgan and Limestone counties of North Alabama.

**Purpose of the CoC Program**

The CoC program is designed to assist sheltered and unsheltered homeless people by providing the housing and/or services needed to help individuals move into transitional and permanent housing with the goal of long-term stability.

The primary purposes of the CoC Program are to:

1. Promote community-wide commitment to the goal of ending homelessness
2. Provide funding for efforts by nonprofit providers, States, and local governments to re-house homeless individuals and families rapidly while minimizing the trauma and dislocation caused to homeless individuals, families, and communities as a consequence of homelessness
3. Promote access to and effective use of mainstream programs by homeless individuals and families
4. Optimize self-sufficiency among individuals and families experiencing homelessness

**CoC Responsibilities**

The CoC’s three primary responsibilities under the CoC Program Interim Rule include the following:

1. Operating the CoC
2. Designating and operating an HMIS
3. CoC planning

Additionally, the CoC designates an entity to be the Collaborative Applicant and prepare the annual consolidated application for CoC funding.

**Operating a CoC**

The CoC is responsible for the following operations of the CoC:

1. Adopt and follow a written process to select a board
2. Appoint additional committees, subcommittees, or work groups
3. Develop and follow a governance charter detailing the responsibilities of all parties
4. Consult with recipients and sub recipients to establish performance targets appropriate for population and program type, monitor the performance of recipients and sub recipients, evaluate outcomes, and provide technical assistance to poor performers to eliminate determined deficiencies. In the event that the agency is unable to reach the defined objective the CoC will then make a recommendation for the next course of action.
5. Evaluate and report to HUD outcomes of Emergency Solutions Grant (ESG) and CoC projects
6. Establish and operate a centralized or coordinated assessment system
7. In consultation with ESG recipients, establish and follow written standards for providing CoC assistance

**Designating and Operating of the Homelessness Management Information System (HMIS)**

The CoC designates the NACH Administrative Office as the HMIS Lead Agency. The CoC will develop and maintain an MOU with the agency if it is an agency other than the appointed CoC lead agency with the HMIS Lead Agency that is reviewed and updated at least annually. Specific responsibilities of the HMIS Lead Agency include but are not limited to the following:

* Establish and oversee the HMIS.
* Develop written policies and procedures for data security, data privacy and data quality.
* Ensure that the HMIS is administered in compliance with HUD requirements.
* Ensure consistent participation by CoC and ESG recipients and sub-recipients in the HMIS.
* Execute written participation agreements with HMIS user organizations and HMIS individual users.
* Serve as applicant to HUD for HMIS funds.

**CoC Planning**

With respect to planning responsibilities, the CoC must:

1. Coordinate the implementation of a housing and service system within its geographic area. At a minimum, this will include:
   1. Outreach, engagement, and assessment;
   2. Shelter, housing, and supportive services; and
   3. Prevention strategies.
2. Conduct a Point-in-Time (PIT) count of homeless persons (sheltered and unsheltered) at least biennially.
3. Conduct an annual gaps analysis.
4. Provide information required to complete the Consolidated Plan(s).
5. Consult with ESG recipients regarding the allocation of ESG funds and reporting on an evaluating the performance of ESG recipients and sub recipients.

**Collaborative Applicant**

The CoC designates the NACH Administrative Office as the Collaborative Applicant. The CoC will develop and maintain an MOU with the Collaborative Applicant that is reviewed and updated at least annually. Specific responsibilities of the Collaborative Applicant include but are not limited to the following:

* Produce planning materials as it relates to the annual competition and the strategic planning needs of the CoC.
* Coordinate homeless needs/gaps assessments, at least annually.
* Collect and report performance data.
* Coordinate resources, integrate activities and facilitate collaboration within the CoC.
* Prepare consolidated application for submission to HUD.
* Coordinate and disseminate all information and deadlines pertaining to the annual CoC competition.

**CoC Project Monitoring and Reviews**

The CoC will conduct Annual Project Performance Reviews on all Emergency Solutions Grant (ESG) & HUD Sponsored Projects. This monitoring will be conducted by either NACH staff or an NACH appointed Representative. If there are deficiencies or concerns cited in the monitoring the CoC reserves the right to conduct a follow up monitoring 90 days after the initial review. If the CoC Executive Director decides that further monitoring is necessary, the NACH Executive Director will develop a Quality Review Plan and assist the agency in its attempt to achieve quality performance. If the CoC appointed monitor finds areas of continued non -compliance as noted in the last review the CoC will once again cite the deficiencies or concerns and schedule a second, follow up visit after 90 days of the second site visit. If the noted deficiencies or concerns have not been corrected by the second, follow- up visit the CoC will make the determination of whether to submit a request to the local HUD Field Office for a Grant Amendment requesting that funds be reallocated from the non- complying agency to another agency within the CoC with current “Good Standing Status in which the NACH agency membership body has selected.

All HUD Sponsored Projects will be required to submit a Copy of their HUD Project Balance Statement from the HUD- E-LOCCS Accounting System verifying that total amount of remaining Project Funds.

Members of the NACH Administrative Office will conduct NACH Area Consumer Meetings a minimum of annually. If issues of concerns are expressed or reported by NACH Consumers, the NACH Staff Member will request that the client report their concerns to the agency administration. If a satisfactory resolution is not met or of the concerns involves the agency Administration or Board Members, the consumer will be requested to submit their concern/ complaints to the NACH Executive Director in Writing. The North Alabama Coalition for the homeless reserves the right to conduct an investigation as is relating to all reports concerning violations of client’s rights as it concerns any forms of abuse harassment or inappropriate conduct concerning agency staff and the clients in which they serve.

**Coc Program Participants Selection Process.**

NACH utilizes its Centralized Coordinated Assessment for the prioritization of client based on the client Vulnerability Matrix (VI-SPDAT). The NACH CoC will prioritize placements in all HUD and ESG funded programs based on the severity of need for the chronically homeless with a process of prioritizing persons with the most severe needs, the following will be the order of prioritization for vacant placements: The order of prioritization for preference will vary depending on the specified annual objectives of the “*Federal Opening Doors Policy”*

1. Chronically homeless individuals or families living on the streets or residing in shelters
2. Individuals or families in which a family member is disabled.
3. Person attempting to flee domestic violence
4. Unaccompanied Youth
5. Veterans

Prioritization for Permanent Supportive Housing will be ranked as following:

1. Ending Chronic Homelessness
2. Ending Chronic Homelessness Amongst Households with Children
3. Ending Youth Homelessness
4. Ending Veteran Homelessness

In the event that there is no qualified program criteria eligible applicant the vacancy will be filled utilizing the HUD PSH Prioritization Addendum Adoption

**CoC Board of Directors**

Membership on the Board of Directors of NACH is not only an honor; it is also a profound community trust.

The purpose of the Board, on behalf of concerned people in North Alabama committed to ending homelessness, is to ensure that NACH makes the best use of the resources entrusted to it to (a) fulfill its chartered purposes, (b) support and strengthen member agencies throughout North Alabama in their efforts to combat homelessness, and (c) avoid unacceptable actions or situations that could compromise NACH or hinder its ability to fulfill its vision.

The Board of Directors shall consist of a minimum of nine and a maximum of eleven Directors. At least one Director will be homeless or formerly homeless.

**Composition**

The CoC board shall be composed of representatives of but not limited to, the following community segments:

Service Providers

Homeless service providers and agencies

Nonprofit housing developers

Mental health services providers

Substance abuse service providers

Advocates

Homeless / formerly homeless / homeless advocates

Advocates for special needs populations

Public & Elected Officials

Local government representatives

Housing authorities

Mental health authorities

Local employment council / Workforce Investment Agency

Public School representatives

Business Community

Banking & real estate

Major employers

Chamber of Commerce

Legal Representatives

Church & Community

Funding organizations

Key civic leaders

Local universities / colleges / vocational educational schools

Veterans Service organizations

Religious leaders

The CoC membership may waive that composition standard to include other representatives or expand representation by a segment with a quorum vote of the CoC membership.

Specific responsibilities assigned to the CoC board, which may be accomplished with external assistance are:

1. Planning and research

2. Annual CoC listing of agencies and services

3. CoC activities (as authorized by the organizational membership)

Project Connect for Homeless Citizens

Annual Point-In-Time Count and Needs Assessment

Other activities as proposed and authorized

4. Project monitoring

5. Oversight and direction for the HUD application process

Consider new projects

Determine projects for renewal

Decide utilization of available HUD funds

Prioritize projects

Submit annual application to the organizational membership for approval

**Board Elections**

CoC members shall nominate candidates for the Board of Directors upon notification of a Board vacancy. Nominations may be made by members who are in good standing with the CoC. The slate of board members and Officers will be presented to and adopted by the CoC membership during our Annual Membership meeting conducted in December of each calendar year.

Vacancies that occur during the operating year may be filled at any other meeting of the CoC board as proposed by the Nominating Committee or member at-large and with permission of the individual(s) being nominated.

The NACH Board of Directors may recommend the removal of a NACH Board Member for any ethical violations or misconduct that may impact the credibility of the organization within the community. NACH Board Members may also be removed due to excessive absences of the NACH Board of Directors Meetings. Excessive Absences are considered to be three consecutive absences without prior notice to either the Executive Director or Board President via e- mail or phone call. If removal of a NACH Board Member becomes necessary, the member will be notified in writing of the intent of removal by the Board President. The board member in question will have the opportunity to meet with the other board members at a special call meeting in order to challenge the recommendation for their removal from the NACH Board of Directors. The member in question will be asked to leave the room while a vote is conducted by the remaining board members to determine whether or not the board member in question will be allowed to continue to serve on the NACH Board of Directors.

**Terms**

Members of the CoC board shall serve staggered three-year terms with one third of the board replaced or re-elected each year.

CoC board members may be re-elected for a second three-year term but may not serve again until a one-year absence has occurred.

**Officers**

CoC board officers shall be elected at the annual meeting by a quorum vote of the CoC board members present.

The CoC board shall have a President, Vice President, Secretary and Treasurer.

The President and Vice President shall be elected for three-year terms.

The President shall sit and preside at all CoC board meetings and is responsible for ensuring proper procedures and adherence to the principles and guidelines incorporated in these Operational Procedures.

The Vice President shall assume the responsibilities in the absence or incapacity of the President and shall serve as the President of the Planning Committee.

The Secretary shall be elected for ~~a~~ three-year term and shall be responsible for recording or cause to be recorded the official business of the CoC board and organizational membership and the archiving of records.

The Treasurer shall be elected for a three-year term and shall be responsible for providing oversight and reporting of all financial and other assets, and the archiving of financial records.

Officers shall not be eligible for election for a second term as described above but shall be eligible for re-election following partial-term service as indicated below.

In the event that an officer may not be able to complete a term, the CoC board may elect a replacement for a partial term with the member so elected eligible to serve one subsequent full term.

**Code of Conduct**

No member of the Board of Directors (including Officers) shall vote upon or participate in the discussion of any matter which shall have a direct financial bearing on the organization that the member represents. This includes all decisions with respect to funding, awarding contracts, and implementing corrective actions**.**

Directors of the board and all employees and other agents of the board must abide by the following rules in order to avoid conflicts of interest and promote public confidence in the integrity of the CoC and its processes. Failure to honor these rules will be grounds for removal from the board or dismissal from the board’s service.

1. No board member or agent may participate in or influence discussions or resulting decisions concerning the award of a grant or other financial benefit to:
2. Any organization that he or a member of his immediate family represents; or
3. Any organization from which he or a member of his immediate family derives income or anything of value.
4. Whenever a board member or agent or any immediate family member of a board member or agent has a financial interest or any other personal interest in a matter coming before the board, the board member or agent must:
5. Fully disclose the nature of the interest; and
6. Withdraw from discussing, lobbying, and voting on the matter.
7. At the beginning of every meeting of the board and every board committee, the meeting facilitator must ask if there are any conflicts of interests or potential conflicts of interest that need to be disclosed before the business included in the meeting’s agenda is discussed.
8. Any matter in which a board member has an actual or potential conflict of interest will be decided only by a vote of the disinterested directors. In addition, the minutes of any meeting at which such a vote is conducted must reflect the disclosure of the interested board member’s actual or potential conflict of interest and his abstention.
9. CoC board members and agents must sign a conflict of interest form annually, attesting to the fact that they have reviewed the conflict of interest policy and disclosed any conflicts of interest that they face or are likely to face in fulfilling their duties as board members.

**Fiscal Year**

The fiscal year of the CoC shall be January 1 through December 31 of each calendar year.

**Meetings**

The NACH Agency Membership Meetings will be held bi- monthly with the membership meetings being held on the even months of the year. Written agenda are provided at each meeting. Agencies can have items added to the upcoming agenda by submitting their request by e-mail ten business days prior to the scheduled monthly CoC Meeting. Special membership sessions will be held on an as needed basis with proper notification of these Special Sessions being made in writing by e- mail to our agency members as well as posted as an update to the NACH Website.

The NACH CoC Board meetings will be conducted on each even month of the calendar year. Additional NACH Board meetings may be held on an as needed basis.

The agency membership will elect the agency to represent the Continuum of Care as the Collaborative Applicant and the HMIS Lead Agency during the Annual Membership Meeting conducted in December of each calendar year.

Efforts should be made for Board representation to be present at each of the monthly NACH Agency Membership meetings.

**Quorum**

A quorum of the CoC Board of Directors meeting shall be 50% plus one of the elected board members in attendance.

**Organizational Membership**

**Eligibility and Fees**

NACH is a membership organization and can accept memberships from both individuals and organizations. Organizational membership in the CoC is open to any legally credentialed public, private and faith-based organization that has by declarations, actions, services and the application of resources established itself as interested and committed to helping serve and house the homeless.

The annual membership fee shall be 1.5% of the total grant award for all HUD-funded CoC Grant Recipients and 1.5% of all HUD-funded ESG Recipients. If the Recipients contract a portion of their responsibilities to Sub- Recipients, it will be the responsibility of the Recipient to negotiate what percentage of the membership fee the sub- recipient will be responsible for paying. The membership fee for all other organizations that are not required to participate in the Continuum of Care as a condition for grant awards will be $100 for each organizational member and $30.00 for each individual member, payable on or before January 1 of each calendar year. Membership Fees are non- refundable.

All HMIS User Agencies must be a member of the CoC in order to receive a HMIS User license. Per the State Promise SE Policies all agencies will be responsible for conducting a National Background Check on all agency representatives whom will have access to the HMIS/Coordinated Assessment Database. Additional HMIS Support Services Fees may be charged for all non -HUD Supportive Housing Service Grants. The additional HMIS Support Service Fee amounts will be 2.5% of the grant award but in no case will they be greater than the maximum amount allowable by the grant. All applicable CoC Agency members will be notified of the determined amount or percentage of the award for this service fee prior to the grant application submission either by e-mail, NACH Agency Meeting announcement or posting of this requirement to the NACH Website.

All HMIS Users are required to attend all user meetings and user trainings. If the HMIS User is unable to attend the meeting or training at is regularly scheduled time NACH reserves the right to charge a member agency a Private Training Fee this Private Training Fee may also be assessed to agencies with high staff turnover or request for additional training or supports.

     A.  NACH shall have members pursuant to the terms of the Articles of Incorporation, as amended, which may consist of individuals, agencies or other organizations whose membership application has been accepted by the Executive Director and has paid the required annual dues. Membership is open to any interested individual, agency or organization by completing a membership application. Homeless and/or formerly homeless persons are encouraged to join NACH and membership dues will be waived for homeless/formerly homeless individuals. All Federal, State and City agencies may be partners of the CoC and will not be required to pay membership dues.

1. Each agency and organization with a paid membership may have up to two (2) delegates to attend member meetings however each agency will only be allowed one representative vote on all issues that require a vote by agency members.
2. No delegate may regularly represent more than one agency at NACH member meetings.
3. A substitute delegate may attend meetings in the absence of a named delegate.
4. At any time, NACH may remove any agency or individual member for cause, by a vote of 2/3 of NACH members in attendance at a regular meeting. Such action shall be distributed to NACH members with written notice of the meeting.
5. Any members serving NACH in any capacity, such as a participant on a committee, shall serve without compensation.

Recruitment for new agency member will be continuous. New membership solicitation will be conducted by the NACH administrative staff, Board of Directors and current membership body. Applications for membership can be downloaded from the NACH website at [www.nachcares.org](http://www.nachcares.org) or requested by phone or mail from the NACH administrative office staff.

**Committees**

The standing committees shall be:

1. Strategic Planning- This committee will be consisted of NACH Members with the purpose of reviewing the progress or lack thereof of the CoC Strategic Plan Objectives. This committee will meet annually and on an as needed basis.
2. Project Evaluation and Monitoring -This committee will be responsible for monitoring all HUD and ESG Projects performance
3. Point-in-time count- This committee will be consisted of NACH Members with the purpose of project planning and coordination for the CoC – HUD Mandated Annual Point in Time Count. This committee will meet annually.
4. Homeless Management Information System (HMIS)-This committee will consist of the NACH- HMIS Coordinator, NACH-HMIS Assistant and all NACH- HMIS System Administrators to discuss the compliance and regulations in relations to the Administration of the HMIS Project, Data Standards as specified in Promise Al and the performance of the System Administrators. This committee will meet quarterly and on an as needed basis.
5. Emergency Shelter Committee- This committee will consist of area Emergency Shelter Providers. The purpose of this committee is to enhance local shelter capacities as well as discuss client barriers for success and best practice procedures used at each shelter facility.
6. Health Care Committee- This committee will consist of area Health Care Providers and Advocates. The purpose of this committee is develop local guidelines for client access to health care and establish appropriate discharge policies. to enhance local shelter capacities as well as discuss client barriers for success and best practice procedures used at each shelter facility.
7. Veterans Focus Committee-This committee will consist of veteran services providers. The purpose of this committee is to develop guidelines for Homeless Veteran Referral for both Health Care Access and Housing.

All committee Presidents shall be CoC Board members and appointed by the CoC Board President.

A committee President shall recruit its membership from the CoC membership and from the greater community as appropriate to the assignment.

All committees shall have a written charge of responsibilities.

**Amendments**

This Governance Charter will be reviewed by the CoC members annually and may be changed and amended as proposed and approved by a quorum of the CoC membership.

**As Proposed and Adopted:**

Proposed by the CoC Board

President: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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

Addendum adopted by the NACH Board of Directors on 08/09/2018

Addendum adopted by the NACH CoC Agency Membership on 8/1/5/2018