

WA 502 Spokane City/County Continuum of Care Governance Charter

Spokane City/County Continuum of Care Governance Charter

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Spokane City/County Continuum of Care Governance Charter

1. Vision, Mission, Goals, and Responsibilities of the Continuum of Care (CoC)

1.1. Vision

The Vision of the Spokane City/County CoC is to bring together resources and resourceful people who create a community where everyone has a safe, stable place to call home.

1.2. Mission

The mission of the community-based Spokane City/County CoC is to make homelessness rare, brief, and non-recurring in our area by fostering shared responsibility among stakeholders and coordinating resources essential to the success of local plans to end homelessness.

1.3. Goals

The goals of the Spokane City/County CoC are the objectives of the 5-Year Strategic Plan to Prevent and End Homelessness of the Spokane City/County Continuum of Care. This plan follows guidance from the Washington State Department of Commerce, in association with HUD and the Spokane City/County CoC Board and Sub-Committees.

Goal 1: Quickly identify and engage people experiencing homelessness.

Goal 2: Prioritization of homeless housing for people with the highest need.

Goal 3: Effective and efficient homeless crisis response housing and services that swiftly moves people into stable permanent housing.

Goal 4: A projection of the impact of the fully implemented local plan on the number of households housed and the number of households left unsheltered, assuming existing resources and state policies.

Goal 5: Address racial disparities among people experiencing homelessness.

1.4. Responsibilities

The regulatory duties of a CoC are set forth in [24 CFR § 578](#), or as otherwise articulated by the U.S. Department of Housing and Urban Development (HUD). These include:

- 1) Hold stakeholder meetings at least semi-annually.
- 2) Invite new members by issuing a public invitation.
- 3) Adopt and follow a written process to select a CoC Board to act on behalf of the CoC.
- 4) Appoint additional committees, sub-committees, or work groups as needed.
- 5) Lead, develop, follow, and update a governance charter.
- 6) Establish performance targets and evaluate and act on outcomes.
- 7) Establish and oversee operations of a coordinated assessment system.
- 8) Establish and consistently follow written standards for providing CoC assistance.

- 9) Designate and oversee operations of a Homeless Management Information System (HMIS) and Collaborative Applicant (CA).
- 10) Develop a plan to prevent, reduce, and end homelessness.

2. Geographic Boundaries of the CoC

Spokane City and County CoC boundaries include the geography within the County of Spokane, including incorporated cities and unincorporated areas.

3. Structure of the CoC

3.1. Composition

A Continuum of Care Stakeholder is any individual or organization with an interest in understanding and addressing the issues related to homelessness and a desire to participate in some way in the Plan to End Homelessness.

The CoC is open to individuals and organizations and shall be broadly based with representatives from nonprofit homeless providers, victim service providers, faith-based organizations, governments, businesses, advocates, public housing agencies, school districts, social service providers, mental health agencies, hospitals, colleges and universities, affordable housing developers, law enforcement, organizations that serve homeless and formerly homeless veterans, and persons with lived homeless experience.

The CoC Board is the coordinating body for the CoC. Much of the work of the CoC will be carried out by the CoC Board, Workgroups, and Committees, with input from the CoC Stakeholders.

3.2. Stakeholder Meetings

The CoC will hold two semi-annual public meetings for all Stakeholders. The first semi-annual public meeting will be held concurrently with the Spokane Homeless Coalition meeting in April of each year. The second semi-annual Stakeholder Meeting will be held in October of each year.

3.3. Stakeholders

Interested organizations and individuals can join the CoC by attending a regularly scheduled meeting, requesting to be added to the Stakeholder roster, and committing to participate in the work of the CoC to achieve stated purposes and goals.

Ways to participate:

- Attend the semi-annual meetings.
- Participate in committee or sub-committee work.
- Help with outreach to the community.
- Serve as a liaison between the CoC and other community groups.

- Offer nominations of names to fill open Board Member positions.
- Help to update the Governance Charter by the full CoC.

4. Governance Structure of the CoC

The Structure Chart provides the general governance structure for the CoC (Attachment 2). It outlines the communication and coordination channels of the CoC Stakeholders, the CoC Board, committees, and sub-committees.

4.1. *The CoC Board*

The CoC Board is the governing body for the Spokane City/County Continuum of Care, and meets all requirements for HUD CoC funding.

4.1.2. Authority of the CoC

The CoC Board will provide oversight and accountability for all CoC responsibilities. The Board will be responsible for approval and implementation of all CoC policies and procedures and the CoC's Plan to End Homelessness. CoC Board Members are approved by the CoC Board.

4.2. *Board Composition*

The CoC Board will consist of no fewer than eleven and no more than twenty-five Members representing the community perspectives listed below. Competencies and representation will be reviewed annually.

Board Representation

4 Representatives	Persons with lived homeless experience
	- 1 family representative
	- 1 single adult representative
	- 1 veteran representative
	- 1 youth representative
3 Representatives	Homeless services providers
	- Supportive Services
	- Permanent Housing
	- Temporary Housing
1 Representative	City of Spokane
1 Representative	City of Spokane Valley
1 Representative	Spokane County
1 Representative	Law & Justice Community
1 Representative	Behavioral Health/Chemical Dependency
1 Representative	Spokane Regional Health District
1 Representative	Workforce Development
1 Representative	Child Welfare
1 Representative	Spokane Housing Authority

1 Representative	Veteran Service Agency
1 Representative	Healthcare Provider or Hospital
1 Representative	Business Community
1 Representative	Landlord Association/Private Landlord
1 Representative	K – 12 Education /Ed
1 Representative	Higher Education
1 Representative	Chair of the Homeless Coalition (or Coalition Designee)
1 Representative	Philanthropy
2 Representatives	At-Large
26 Total Board Members	

CoC Sub-Committee Chairs are not considered Board Members. However, in any case where the Chair of a CoC Sub-Committee is also a CoC Board Member, they maintain their voting right. In addition, the Chair of the CoC Board and the Chair of the CHHS Board will act as liaisons between the two committees and attend regularly scheduled meetings as a non-voting members. Each may appoint a representative to attend in their place when necessary.

4.3. Board Governance Responsibilities

The CoC Board provides oversight and leadership for the implementation of the Plan to End Homelessness, while ensuring accountability for results. The CoC Board shall organize to provide a system of housing and services to address the needs of people experiencing homelessness in Spokane County. The CoC Board will be led by a smaller Executive Committee.

CoC Board responsibilities include:

- 1) Hold stakeholder meetings at least semi-annually.
- 2) Invite New Board Members by issuing a public invitation at least once annually.
- 3) Adopt and follow a written process to select a CoC Board to act on behalf of the CoC.
- 4) Appoint additional committees, sub-committees, or work groups as needed.
- 5) Participate in work groups of the board.
- 6) Lead, develop, follow, and update a Governance Charter.
- 7) Establish performance targets and monitor and act on outcomes.
- 8) Determine funding on an annual basis based on performance and established guidelines.
- 9) Establish and oversee operations of a coordinated assessment system.
- 10) Establish and consistently follow written standards for providing CoC assistance.
- 11) Designate and oversee operations of a Homeless Management Information System (HMIS) Lead and Collaborative Applicant.
- 12) Develop a Plan to Prevent and End Homelessness.

The Board will act on behalf of the CoC to fulfil the regulatory duties of a Continuum of Care (CoC) as set forth in 24 CFR § 578, or as otherwise articulated by HUD. The Board will be responsible for approval and implementation of all CoC policies and procedures including

Coordinated Assessment and the Plan to Prevent and End Homelessness. In this endeavour, the Board will review the coordinated entry policies and procedures to ensure the following goals are able to be achieved as coordinated assessment is a key step to assessing need and providing services (Appendix Item 1):

- 1) Easier access to appropriate housing and service interventions for persons experiencing homelessness or a housing crisis;
- 2) Prioritization of persons with the longest histories of homelessness and the most extensive needs;
- 3) Lower barriers to program entrance or receipt of assistance; and
- 4) Ensuring persons receive assistance and are housed as quickly as possible.

4.4. Board Member Responsibilities

Board members are expected to share the vision of the Spokane City/County CoC to bring together resources and resourceful people to create a community where everyone has a safe, stable place to call home.

Together with the rest of the Board, all Board members should support and work to further the mission of the CoC is to make homelessness rare, brief, and non-recurring in our region by fostering shared responsibility among stakeholders and coordinating resources essential to the success of local plans to end homelessness.

Board members shall be familiar with the 5-Year Plan, as all the work of the CoC is based on the 5-Year Plan.

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

Committee members are expected to attend meetings (CoC and assigned sub-committee, committee, and/or work group) and be prepared to discuss matters presented for their deliberation. Members are required to attend no less than 75% of meetings (e.g., at least 9 of 12 monthly meetings) within a calendar year. Committee members must notify the Chair of the CoC of their excused absence and if they are sending a proxy from their organization. Failure to meet the attendance requirement or repeated failure to complete work assignments will be grounds for removal from the Board, work group, committee, and/or sub-committee assignments.

See Resignation or Removal below.

4.5. Board Member Terms

Jurisdictional Board positions shall not be time limited. These positions include:

City of Spokane	Spokane County
City of Spokane Valley	Spokane Housing Authority
Workforce Development	Spokane Regional Health District

All other Board positions will serve no more than one- 5 year term. These Board positions include:

4 People with Lived Homeless Experience	3 Homeless Service Providers
1 Law & Justice	1 Behavioral Health/Chemical Dependency
1 Child Welfare	1 Veteran Service Agency
1 Healthcare Provider/Hospital	1 Business Community
1 K-12 Education	1 Higher Education
1 Philanthropy	2 At-Large

The position for the Chair of the Homeless Coalition shall change as the Chair of the Coalition changes.

Terms for Board positions shall be staggered to ensure continuity for the CoC Board while maintaining experienced Board Members who can mentor new Board Members and assist in the on-boarding process. Staggered terms shall work as follows:

Year 1: (Recruit Fall 2020)

Person with lived homeless experience (1 position)
Homeless Provider – Support Services
Law & Justice
Healthcare Provider
Philanthropy

Year 2: (Recruit Fall 2021)

Person with lived homeless experience (1 position)
Homeless Provider – Permanent Housing
Behavioral Health/Chemical Dependency
Business Community
K – 12
At Large

Year 3: (Recruit Fall 2022)

Person with lived homeless experience (2 positions)
Homeless Provider – Temporary Housing
Child Welfare
Veteran Service Agency

Staggered Board terms shall begin with the nomination process in the fall of 2020. All currently open positions will be filled with the above staggered schedule in mind. For instance, if there are 2 openings for persons with lived homeless experience, the City recommends waiting to fill the positions until year 3 (Fall 2022) so that staggered terms can begin. Some Board positions may be asked to serve an extra year to fit the staggered schedule

4.6. *Board Member Selection Process*

4.6.1. Board Membership & Nominating Committee

The Executive Committee of the CoC Board will serve as the Nominating Committee. Each year in the fall, the Executive Committee will meet to discuss potential new Board members as needed, ensuring a balanced and representative Board. The CoC Board must represent relevant organizations and projects serving homeless populations and meet the requirements set forth in this Governance document.

4.6.2. Role in Soliciting Nominations for Open Board Positions

The Executive Committee will discern and solicit nominations for Board positions from the CoC Stakeholders. Individuals will be chosen as representatives from service providers, and others for at large board members. At the fall Stakeholder forum, nominations for potential Board members will be solicited. Nominations may be considered by the Executive Committee in their deliberation and discernment process.

4.6.3. Preparation of Slate of Candidates to Consider

The Executive Committee will ultimately prepare for approval a slate of Board member candidates for the Board to consider. The Executive Committee will prepare brief bios that outline employment, board affiliations and other qualifications of candidates for the overall Board to review, discern, discuss and vote on. The Executive Committee will prepare a slate that is vetted with one name for each actual Board vacancy need.

4.6.4. Timing for Approval by the CoC Board

Approval of the Board slate will take place at the last meeting of the calendar year by a majority vote of the Board. Nominated candidates will be asked to accept the position by the Chair or Vice Chair of the Board.

4.6.5. Review of Selection Process

The CoC Board selection process must be reviewed and updated by the CoC Board at least once every five years.

4.6.6. Balanced and Representative Board

To ensure a balanced and representative Board, no more than one volunteer or staff of a particular organization may serve on the CoC Board at the same time. However, one Board Member may represent the interest of more than one homeless subpopulation.

4.7. *Resignation and Removal*

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

When a Board Member resigns, is removed from the Board, or cannot serve his/her full term for any reason, the Executive Committee will accept nominations or appointments from the CoC Stakeholders depending on the Stakeholder group of the vacant seat. The Board will elect the new Board Member from the slate of nominations presented.

4.8. *Officers*

The CoC Board will elect a Chair, Vice-Chair, Secretary and two to four additional Board Members to make up the Executive Committee. A City of Spokane, City of Spokane Valley, and Spokane County representative will serve on the Executive Committee; however, will not serve as Chair or Vice-Chair.

4.8.1. Chair and Vice Chair

The Chair is responsible for scheduling meetings of the CoC and Board, ensuring that the Board meets regularly or as needed, and for setting the agenda for these meetings in collaboration with the Executive Committee. The Chair governs and leads the Board. In the absence of the Chair the Vice Chair assumes the duties of the Chair. The Chair shall not be a person who has a current or potential conflict of interest (cannot work for a provider who does, or may eventually receive, CoC program funds).

4.8.2. Secretary

The Secretary will be responsible for overseeing the Collaborative Applicant's duty to keep accurate records of the acts and proceedings of all meetings of the Board, which shall include the names of those in attendance. Meeting agendas, summaries, minutes, announcements, and notices will be posted on the CoC tab of the Collaborative applicant's website (<https://my.spokanecity.org/endinghomelessness/about/coc/>) to ensure public access. The Secretary will chair Board meetings in the case of the absence of the Chair and Vice Chair.

4.8.3. Executive Committee Members

The Executive Committee Members will participate in the development of Board agendas and will be responsible for coordinating, with designated Committees, the review of performance and designation processes for the Collaborative Applicant and HMIS Lead Agency.

4.8.4. Election and Term

The Board will elect the officers from nominations received by the Executive Committee at the first Board meeting of the calendar year. The person receiving the majority votes for each officer position will be selected. If there is a tie, there will be a re-vote between only the persons receiving the same number of votes. If there is another tie, the outgoing Chair will break the tie.

Each officer will hold office for a term of one year or until a successor has been elected and qualified. No person may hold more than one office.

4.8.5. Provisions for Resignation

Any officer may resign at any time by giving written notice to the Chair. Any such resignations will take effect at the time specified within the written notice or, if the time is not specified therein, upon its acceptance by the Chair.

4.8.6. Officer Vacancies

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

5. Board Rules of Governance

5.1. *Quorum and Voting*

A simple majority of the Board will constitute a quorum for the transaction of business decisions at any meeting. The Chair will only vote in the event of a tie.

At all meetings, every effort should be made for business items to be decided by consensus of the Board. Votes will be by voice or ballot at the will of the majority of those in attendance at a meeting with a quorum represented. Each representative seat will have one vote. No Board Member shall vote on any item that presents a real or perceived conflict of interest.

5.2. *Meeting Frequency*

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

5.3. *Open Meeting*

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

5.4. *Meeting Notification*

The calendar of regularly scheduled meetings of the Board will be distributed to CoC Stakeholders. Special meetings may be called in situations when the Board must vote on decisions that need to be made off the regular meeting schedule. When such a meeting is called, the Board will distribute the meeting notice to CoC Stakeholders five business days in advance.

5.5. *Communicating Information about Board Meetings*

The Board shall take all reasonable and practical steps to keep CoC Stakeholders informed about upcoming Board meetings, pending matters before the Board, actions proposed for consideration by the Board, and decisions made by the Board; shall hold meetings in accessible and convenient locations; and shall expect CoC Committees to maintain those same standards of inclusiveness and transparency.

The Board will provide for the timely dissemination of notices about its upcoming meetings to all CoC Stakeholders. Minutes will be distributed to CoC Stakeholders within ten days of such meetings, including summaries of the decisions and actions taken by the Board.

5.6. *Action without Meeting*

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

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

5.7. *Attendance*

Committee members are expected to attend meetings (CoC and assigned subcommittee) and be prepared to discuss matters presented for their deliberation. Members are required to attend no less than 75% of meetings (e.g., at least 9 of 12 monthly meetings) within a calendar year. Committee members must notify the Chair of the CoC of their excused absence and if they are sending a proxy from their organization. Failure to meet the attendance requirement or repeated failure to complete work assignments will be grounds for removal from the Committee and/or Sub-Committee assignments.

6. Committees and Work Groups

6.1. Formation

Standing Committees are designated in this Charter. Ad hoc working groups may be formed and given specific responsibilities based on the 5-Year Plan, as needed, by the Board. All Charter provisions governing the accountability, transparency, and general responsibilities of committees apply to ad hoc working groups. All committees will include a member of the CoC Board. Committees shall have member representatives of those with lived homeless experiences. Committees will bring any recommendations forward to the Executive Committee. Committees submit regular reports of their meetings to the CoC Board Chair.

In the first year of this Charter, the Board will ask each Committee to propose a set of responsibilities. In subsequent years the Board will review these proposed scopes of work based on the 5-Year Plan, and note and facilitate resolution of any overlapping tasks. Once the Board votes on adopting (or amending) a Committee's scope of work, that list of responsibilities would be proposed as a Charter amendment at the next CoC Stakeholder meeting.

6.2. Committee and Sub-Committee Leadership

All committees will include a member of the CoC Board. Chairs and Co-Chairs will be elected by Committee Members to serve as leaders for the Committee. Committee Chairs and Co-Chairs do NOT have to be CoC Board members and are NOT voting members of the CoC Board, however they will be the Committee's representative to the Planning and Implementation Committee (described below). Committee Chairs will serve no more than three (3) consecutive years. Committee leadership will be responsible for establishing the work plan for the Committee, ensuring adherence to Committee governance and voting rules, as well as Committee responsibilities set forth in this Charter. Committee Chairs will attend all Executive Committee meetings. They will also prepare and submit a CoC Sub-Committee Report on a monthly basis to the CoC Secretary, reporting on such at the CoC Board Meeting.

6.3. Standing Committees, Work Groups, and Sub-Committees of the Board and CoC

The Board has Committees, Work Groups, and Sub-Committees that serve as the implementation bodies of the system. These Committees and Workgroups are charged with establishing strategies, recommendations and work plans to achieve particular outcomes. They will establish processes for public comment where needed.

6.3.1. Standing Committees

6.3.1.a. Executive Committee

The purpose of the Executive Committee will be to assist with the functioning and leadership of the CoC Board. The Executive Committee meets monthly or as needed.

The Executive Committee provides Board leadership for ensuring:

- Clear and effective lines of communications between the Board and CoC Stakeholders;

- CoC planning and implementation consistency with requirements articulated by HUD in 24 CFR Part 578 and other directives, with applicable federal, state, and local laws, and with the strategic direction of CoC's Plan to End Homelessness;
- Implementation of nomination and selection process for Board and Committee members.
- Preparing and issuing letters of support and/or any other correspondence when requested of the CoC and approved by Executive Committee.

The Executive Committee is responsible for:

- Setting and timely dissemination of the agenda for CoC Board meetings;
- Timely dissemination of the agenda for the two CoC Stakeholder meetings; and
- Dissemination of updates on the work of Sub-Committees.

The Executive Committee will be responsible for setting and upholding process decisions that:

- Determine which issues go to the Board for official vote;
- Determine when the need for action is sufficiently urgent as to require either an unscheduled meeting, or a vote by the Board on a matter which was not included on the publicly disseminated meeting agenda, or action by the Board without a meeting.

The Executive Committee will lead the annual process of reviewing the performance of the HMIS Lead Agency and the Collaborative Applicant and the selection process when needed.

6.3.1.b Planning and Implementation Committee

This committee is comprised of the CoC Board's Executive Committee, as well as the Chairs from the CoC sub-committees, who act as key advisors (not Board members), and inform the community's strategic response to end homelessness for all populations. The Committee is tasked with being responsive to system needs, supporting best practice shifts and program design, and making researched and validated recommendations to the Board.

6.3.1.c HMIS and Evaluation Committee

The HMIS and Evaluation Committee focuses on data collection, HMIS coordination, and program evaluation.

This Committee provides recommendations to the HMIS Lead Agency on HMIS issues, including: project participation, policies and procedures for participant privacy, data security, data quality, and HMIS governance.

This Committee also performs program evaluation.

- Using Point-In-Time Count data to conduct an annual gap analysis that is presented to the Board.
- Develop a tool to evaluate performance of CoC-funded projects.

6.3.1.d Funding and RFP Committee

This Committee oversees the Request for Proposals (RFPs); including coordinating CoC program funding awards with other funding partners. The Committee reviews project and system performance data from the past award year and makes recommendations to the CA regarding monitoring plans and funding allocations/reallocations.

6.3.2 Work Groups

6.3.2.a Communications

Educate the community about homelessness, best practices to reduce homelessness, resources needed to reduce homelessness, and long-term savings that are achieved by providing permanent, stable housing

Engage the private and public sector in the work of the commission and communicate funding and partnership priorities to organizations, including, businesses, corporations, philanthropic organizations or foundations, and any municipal, state or federal government agencies to improve the City/County's ability to end and prevent homelessness.

Manage the CoC's website and take lead role in events planning and messaging, including messaging and marketing of special initiatives

6.3.2.b Data and Performance

Evaluate system performance, research best and future practice solutions to address changing needs in the region, and make data-driven recommendations for project shifts. This Work Group will work closely with the Chair of the HMIS and Evaluation Committee on its deliverables.

The Work Group will lead the Board in monthly discussions about performance and help in the design of tools to improve evaluative mechanisms.

6.3.2.c Community Outreach

This Work Group is responsible for public-facing work, including engagement in sharing information about the coordinated regional system, promoting key work products including successes, and supporting efforts related to the annual Point-in-Time Count.

Develop and sponsor educational and listening community/neighborhood listening events around homelessness. Reports on any educational or public

outreach activities undertaken during the preceding year. Align initiatives of the CoC with other work.

6.3.2.d. Racial Equity

Engaging in research, data analysis, community engagement, and understanding related to equity in the region, including providing ongoing input and monitoring of racial equity within our homeless crisis response system and designing a racial equity strategy that is implemented across the CoC and the broader homeless crisis response system. This includes garnering buy-in and support across systems, partners, and stakeholders to address critical gaps and needs to address equity.

This work group may be expanded to encompass all equity needs as determined by the CoC.

6.3.3 Sub-Committees

The following sub-committees have been established to focus on specific strategies:

Youth Experiencing Homelessness:

Create/Monitor/Assess a comprehensive, developmentally appropriate menu of services for youth who experience homelessness in order to prevent homeless youth from becoming the next generation of homeless adults.

Youth Advisory Board:

Composed of at least 3 members, age 24 and younger, two-thirds of whom will be homeless or formerly homeless. Advises the CoC on policies related to preventing and ending youth homelessness. The Chair of the Youth Advisory Board will sit on the Homeless Youth Sub-Committee.

Veterans Experiencing Homelessness:

Create, monitor, and assess a comprehensive menu of services for Homeless Veterans.

Families Experiencing Homelessness:

Create, monitor, and assess a comprehensive menu of services for Homeless Families.

Individuals Experiencing Homelessness:

Create, monitor, and assess a comprehensive menu of services for Homeless Individuals/Adults without Minor Children.

Diversion:

Oversees the system's diversion strategy and is responsible for ongoing training for staff and service agencies, as well as integration of diversion strategies across the system.

6.4. *Committee Leadership*

Chairs and co-chairs will be elected by Committee Members to serve as leaders for the Committee.

6.5. *Committee Process*

Committees which make recommendations to change CoC systems or structures, or add to such systems and structures, will be asked to bring those committee recommendations to the CoC Executive Committee for discussion and, ultimately, to the CoC Board for ratification.

7. CoC Board Code of Conduct

7.1. *Code of Ethics*

Members of the CoC Board are committed to observing and promoting the highest standards of ethical conduct in the performance of their responsibilities on the board. CoC Board Members pledge to accept this code as a minimum guideline for ethical conduct and shall:

1. Faithfully abide by the CoC Governance Charter.
2. Exercise reasonable care, good faith, and due diligence in organizational affairs.
3. Fully disclose, at the earliest opportunity, information that may result in a perceived or actual conflict of interest. Sign a Conflict of Interest Policy annually.
4. Act with honesty, integrity, and openness in all dealings as CoC Board Members and representatives of the CoC.
5. Promote an environment with staff, Committees, and CoC Stakeholders that values respect, fairness and integrity, and that promotes inclusiveness.
6. Exercise the duties of serving on the CoC Board for the good of all stakeholders of CoC consistent with the Conflict of Interest Policy.
7. Respect the sensitive information known due to CoC Board service.
8. Respect the diversity of opinions as expressed or acted upon by the CoC Board, Committees, and Stakeholders.
9. Attend 75% of all meetings and subcommittee meetings on an annual basis.
10. Members representing an organization or municipality shall communicate back to their constituents important information to keep all stakeholders fully informed.

7.2. *Public Statements and Media Response*

When making public statements or speaking to the media on CoC matters, CoC Board Members will make clear whether they are speaking in their own name, or if the CoC or CoC Board has empowered them to speak on the group's behalf.

7.3. *Conflict of Interest*

Board, Committee and staff members of the Spokane City/County CoC (individually and collectively the "Members") must exercise discretion, diligence and prudence when acting on behalf of the CoC. In order to: (i) promote public confidence in the integrity of the CoC and its processes; and (ii) avoid any actual or potential conflicts of interest, Members shall, at all times,

abide by 24 CFR §578.95, Conflicts of Interest. Failure to adhere to these rules is grounds for removal of the Member from the Board and/or any of its committees.

For purposes of the Conflict of Interest Policy a conflict of interest exists when a Member is unable, or potentially unable, to make an impartial decision on behalf of the CoC due to family or personal relationships, outside business interests, or financial gain, whether direct or indirect. Members with lived homeless experience who receive services from an organization that may directly benefit from a funding decision may vote or make recommendations on funding decisions.

All Members must sign the Conflict of Interest Policy form annually, affirming that they have: (i) reviewed the Conflict of Interest Policy; and (ii) disclosed any actual or potential conflicts of interest that they face or are likely to face in fulfillment of their duties as Members. Members will not be permitted to participate in any CoC meetings until their signed Conflict of Interest Policy is on file with the Collaborative Applicant.

The Conflict of Interest Policy form, which includes the complete Conflict of Interest Policy, is Attachment 1.

7.4. Review of Charges of Violation of the Code of Conduct

When an allegation of misconduct is received by the CoC Board, an Ad Hoc Ethics Review Committee will be assembled. This Committee may not exceed 5 members, and must include a minimum of two persons from the CoC Board. If requested by a majority, the Committee may also give guidance to the CoC concerning other aspects of conduct, including actions of staff, consultants or other persons charged with implementation of duties relative to the responsibilities of the CoC Board.

8. General Provisions of the CoC

8.1. Operating Year

The operating year of the CoC begins on January 1st of each calendar year and ends on the 31st day of December of that calendar year.

8.2. Review and Update of Governance Charter

The Charter shall be updated as necessary by the CoC Board in consultation with the Collaborative Applicant and the Homeless Management Information Systems (HMIS) lead. The Charter shall be reviewed and approved in full every five years by the CoC Stakeholders. All changes must be approved by the CoC Board.

8.3. CoC Policies and Procedures

Continuum of Care Policies and Procedures will be posted for public review on the Continuum of Care tab on the Collaborative Applicant's website at <https://my.spokanecity.org/endinghomelessness/about/coc/>

9. Attachment 1

Conflict of Interest Policy

Board, committee and staff members of the Spokane City/County CoC (individually and collectively the "Members") must exercise discretion, diligence and prudence when acting on behalf of the CoC. In order to: (i) promote public confidence in the integrity of the CoC and its processes; and (ii) avoid any actual or potential conflicts of interest, Members shall, at all times, abide by 24 CFR §578.95, *Conflicts of Interest*. Failure to adhere to these rules is grounds for removal of the Member from the Board and/or any of its committees.

For purposes of this policy a conflict of interest exists when a Member is unable, or potentially unable, to make an impartial decision on behalf of the CoC due to family or personal relationships, outside business interests, or financial gain, whether direct or indirect. Members with lived homeless experience who receive services from an organization that may directly benefit from a funding decision may vote or make recommendations on funding decisions.

I. General Rules:

1. Members may not participate in or influence discussions or resulting decisions concerning the award of a grant or other financial benefit to:
 - (a) Any organization that they or a member of their immediate family represents or has represented during the previous year; or
 - (b) Any organization from which they or a member of their immediate family derives, or has derived, income or anything of value (whether tangible or intangible) during the previous year.
2. Whenever a Member or any of their immediate family members have a financial interest or any other personal interest in a matter coming before the Board or one of its committees, they must:
 - (a) Fully disclose the nature of the interest; and
 - (b) Recuse themselves from discussing, lobbying or voting on the matter.

II. Disclosure:

Board and committee members must disclose any actual or potential conflicts of interest regarding any business included in the meeting's agenda at the beginning of each Board or committee meeting, or as soon as they become aware of any actual or potential conflict of interest.

III. Abstention from Decision Making:

Any matter in which a Member has disclosed an actual or potential conflict of interest will be decided only by a vote of the disinterested Members. The

minutes of any meeting at which such a vote is conducted must reflect the disclosure of interested Member's actual or potential conflict of interest and their abstention.

IV. Annual Conflict of Interest Acknowledgement Form:

All Members must sign this Conflict of Interest Policy form annually, affirming that they have: (i) reviewed the conflict of interest policy; and (ii) disclosed any actual or potential conflicts of interest that they face or are likely to face in fulfillment of their duties as Members. Members will not be permitted to participate in any CoC meetings until their signed Conflict of Interest Policy is on file with the CoC Lead organization.

V. Conflict of Interest for the CoC Evaluation/Procurement Committee:

No Member with an actual or potential conflict of interest may serve on the CoC Evaluation Committee. For purposes of this Section V, a conflict of interest exists if:

1. The Member currently, or within the last year has been, or has a current agreement to serve in the future as, a board member, staff member or paid consultant of an organization making a proposal to the CoC for an award of a grant or other provision of financial benefit; or
2. The Member's employer or an organization on whose Board of Directors the person sits has now, or within the last year has had, a contractual relationship with an organization making a proposal for any award of a grant or other provision of financial benefit. However, if the Member's employer, or the organization on whose Board of Directors the person sits, is a funding entity or organization whose mission includes providing services an/or funding to other service providers, under this definition of "conflict of interest," no conflict exists; or
3. Any other circumstance exists which impeded the Member's ability to objectively, fairly and impartially review and rank proposals for funding.

VI. Exceptions:

Exceptions to any of the foregoing may only be granted by HUD in accordance with 24 CFR §578.95(d)(2), *Exceptions*.

AFFIRMATION:

By my signature below I hereby affirm that I have reviewed, understand and agree to comply with this Continuum of Care Conflict of Interest Policy:

Printed Name: _____

Signature: _____ Date: _____

10. Attachment 2

Governance Structure Chart

CONTINUUM OF CARE (CoC) GOVERNANCE CHART

