

NASHVILLE-DAVIDSON COUNTY CONTINUUM OF CARE CHARTER

APPROVED BY COC GENERAL MEMBERSHIP 16 SEPT 2021

Preamble:

In 2009, Congress passed the HEARTH Act with the aim of codifying and guiding the process by which local community citizens would plan to address homelessness. At that time, Nashville-Davidson County had two governing structures studying, resourcing and working to resolve homelessness for residents in need: the Nashville-Davidson County Continuum of Care (CoC) and the Metropolitan Homelessness Commission (MHC).

During the summer of 2017, the US Department of Housing & Urban Development (HUD) and its technical assistance providers worked with stakeholders in Nashville-Davidson County to consider consolidating the MHC and the CoC Governance Board into a single, coherent governing organization to better align resources and avoid duplication of effort. The MHC and CoC Governance convened a joint Working Group in June 2017 to work towards creating a single governance entity. They evaluated various options and recommended that the Metropolitan Nashville City Council create a new, single entity to replace the MHC that would be the CoC governance entity to develop an effective housing crisis resolution system. The Metro Council took up the recommendation on June 5, 2018 and approved the resulting ordinance (BL2018-1199) on July 3, 2018 creating the Nashville-Davidson County Continuum of Care Homelessness Planning Council.

This Charter provides the overarching framework for how the Continuum of Care and the Planning Council will work for the Nashville-Davidson County community. This Charter sets out the composition, roles, responsibilities, and committee structure of the CoC and HPC, whose jurisdiction is Nashville and Davidson County.

Values & equity statement

On January 13, 2021, the Homelessness Planning Council approved the CoC Equity & Diversity Committee's Anti-Racism Pledge. An abbreviated version - the CoC Values and Equity Statement – found below- is now a part of all Planning Council, CoC General Membership and committee agendas and meetings.

We define racism as racial prejudice plus the misuse of power by systems and institutions (misuse can be intentional or unintentional). We are mindful of the racial inequities across housing, economic mobility, health care, criminal justice, and other systems. These all contribute to racial inequities in homelessness. I pledge to stay mindful of the power and privilege that I bring into every space that I enter and conversation that I have. I pledge to actively and intentionally practice antiracism when participating in CoC Homelessness Planning Council and CoC General Membership meetings, and all related committee meetings, representing the CoC in the community, and in talking about homelessness and housing issues in Nashville.

Glossary of Terms Used in this Charter:

Below are definitions of terms used throughout the Charter, along with standard abbreviations that will be used hereafter, for the sake of consistency.

Collaborative Applicant (CA)- *The organization designated by the CoC to submit the CoC Registration & CoC Consolidated Application to HUD, and apply for CoC planning funds on behalf of the CoC, during the CoC Program Competition. In May 2019, the CoC General Membership designated MDHA as CA for a three-year period.*

Continuum of Care (CoC)- *A regional or local planning body that coordinates housing and services funding for individuals, families, and unaccompanied youth experiencing homelessness. A CoC creates a collaborative community effort that provides a strategic systems approach that focuses on connecting people to housing and services to end their homelessness.*

Homeless Management Information System (HMIS) - *A local information technology system used to collect client-level data and data on the provision of housing and services to individuals and families experiencing or at-risk of homelessness. It is used as a tool to evaluate people’s needs and assist them more effectively, avoiding duplication of services. To make HMIS functional and effective, our community recently took the first steps to allow agencies to share data within HMIS. In May 2019, the CoC General Membership designated Metro Social Services’ Homeless Impact Division as HMIS Lead, to be responsible for administering an effective community-wide HMIS, for a three-year period.*

Nashville-Davidson County Continuum of Care Homelessness Planning Council (HPC) – *A 25-member board that serves as the Continuum of Care’s governance board. It was created in July 2018 to unify our community’s efforts to build an effective Housing Crisis Resolution System (HCRS). The board is anchored within Metro government through BL2018-1199. Members consist of 8 mayoral appointees, 3 Council members appointed by the Vice Mayor, and 14 board members elected by the Continuum of Care General Membership.*

Nashville-Davidson County Continuum of Care General Membership (GM)- *Agency staff and other interested individuals who complete a membership application and attend General Membership meetings during the year.*

Section I. Mission & Purpose

A. Mission

The mission of the CoC is to create a collaborative, inclusive, community-based process and approach to planning and managing effective homeless assistance resources and programs (by which Federal, State and local funding resources will be used to fund all homelessness assistance needs) to end homelessness in our community, consistent with 24 CFR Part 578, the HUD regulations that guide the CoC program.

B. Purpose

The CoC consists of community partners [GM, HPC, CA and the HMIS Lead] dedicated to ending homelessness in Nashville. As a system, the CoC is housing-focused, person-centered, data-driven, promotes equity in homeless services and housing, and is committed to the effective use of resources.

The CoC General Membership (GM) shall annually review and amend this Charter as needed, and thereby develop and follow the Charter's expressed governance requirements. In so doing, the CoC GM shall ensure that all of its activities comply with the procedures and policies of federal law and related requirements including, without limitation:

- Subpart B of 24 CFR Part 578 (as amended from time to time);
- The HUD prescribed Homelessness Management Information System (HMIS) requirements; and,
- A code of conduct and recusal process for the board, its chair(s), and any person acting on behalf of the board pursuant to Interim Rule 578.7(a)(5) (as amended from time to time).

Section II. General Membership

A. Composition

The CoC invites new members to join via electronic application (and paper-based, when needed) on an ongoing basis. The invitation is communicated by public notice and other appropriate media, which may include website announcements and email messages distributed to a wide range of stakeholders and members. To become and remain a member of the CoC, an individual or organization must:

- Submit a membership application (and annual renewal), which provides relevant data and affirms the prospective member's commitment to the following:
 - Supporting the implementation of the CoC's HMIS and maintaining (as applicable) an acceptable HMIS data quality rating (established by the HMIS Lead) for all relevant resources connected to the HMIS system.

- Supporting the CoC's Coordinated Entry (CE) and, if applicable, using CE to receive 100% of referrals for housing resources funded through the CoC, and to maximize the receipt of referrals from non-CoC-funded housing resources.
- Contributing staff capacity (as applicable) to planning and implementing the CoC's annual Point-in-Time (PIT) counts.
- Creating an effective housing crisis resolution system using evidence-based practices (as applicable).
- To retain voting privileges, attend 50% of the GM meetings organized by the CoC.
- If an organization, assign one individual to serve as the primary liaison to the CoC, responsible for representing the CoC within the organization, helping to communicate and generally support trainings and CoC stakeholder meetings and informing the organization's leadership of matters related to the CoC. Each liaison must complete a conflict of interest disclosure statement.
- Support the efforts of individuals appointed to serve on CoC committees.
- On an annual and on-ongoing basis, the Membership Committee will ensure that invitations to join the CoC are made broadly through outreach to regional organizations that may have an interest in participating, general notices posted on the appropriate HPC and CA websites, word-of-mouth invitations and any other resource available for recruitment of new CoC members.

Benefits of Membership

CoC members may:

- Apply for funding opportunities passed through the CoC by HUD and other funding bodies (for example, HUD's CoC and ESG programs).
- Vote at semi-annual stakeholder meetings or at special called GM meetings as appropriate. Voting is limited to one designee per member organization.
- Have staff members appointed to CoC committees as voting members, with the authority to make formal recommendations to the HPC.
- Receive technical assistance from the Collaborative Applicant, and HMIS Lead agencies and their partners to support the implementation of effective program operations.
- Network and collaborate with other agencies and individuals who are committed to ending homelessness in Nashville.
- Access education and training related to providing direct services to individuals and families experiencing homelessness.
- Engage in the decision-making process of the GM to help advocate for the direction of services in the community.
- Receive updates from community partners on the latest initiatives and projects.

The CoC strives to have a broad array of membership, including, without limitation, the following:

- Persons with current or past lived experience of homelessness, or who are at-risk of homelessness
- Interested and concerned members of the community
- Providers of services to persons who are experiencing homelessness or are at risk of homelessness
- Housing developers and property management companies
- Public housing authorities (local and state)

- Mainstream benefit or social services providers
- Healthcare providers
- Behavioral healthcare providers
- Representatives or employees from schools serving children experiencing or at risk of homelessness within Davidson County
- Representatives of faith communities
- Funders, foundations, or development specialists
- Members of the business community
- Employment agencies and potential employers
- Public policy experts or advocates
- Researchers
- Representatives from State and Metro government agencies, including, without limitation, law enforcement, corrections and judicial systems
- Organizations focusing on racial justice and equity issues

B. Roles and Responsibilities

The CoC GM has the authority to adopt, maintain, and update this Charter and any additional bylaws, policies and procedures that will govern the operations of the CoC. Additionally, in accordance with the procedures and provisions established in Section II.C and Section III, the membership shall:

- Elect CoC representatives to the CoC HPC;
- Designate a Collaborative Applicant in accordance with the procedures and provisions established in Section V; and,
- Designate an HMIS Lead in accordance with procedures and provisions established in Section VI.

The Membership shall meet at least two (2) times a year, to satisfy HUD's requirement and publish its agenda and minutes on a website accessible to the public. The GM meeting will be facilitated by a member of the executive committee of the Planning Council whenever possible or a CoC member appointed by the HPC Chair. Regularly scheduled meeting agendas shall be noticed at least five (5) business days in advance. With the exception of specially called meetings, all meeting notices and agendas shall cite items that will require a vote, if applicable, and where advanced notice is known. For specially called meetings, the advance notice should reasonably describe the purpose of the meeting or the action that is proposed to be taken. In compliance with state and federal law, all HPC and GM meetings of the CoC shall be open to the public.

C. Representation and Voting

Quorum: In order for a vote to occur, a majority of all eligible voters (member agencies/individuals having attended 50% or more of the meetings in the year prior to the vote) must be in attendance.

1. Organizations: Each member organization shall have at least one (1) authorized representative who attends and votes at the semiannual membership meetings. The authorized representative for member agencies shall be the person designated on the CoC membership application and/or annual renewal application. Agencies seeking to change their designee must submit in writing the new name of their designee to the Collaborative Applicant no less than five (5) business days before any vote of the general membership. Each agency/organization/unit of government shall have one (1) vote, to be cast by the authorized representative of that agency as identified in its membership application or as appointed in writing as set forth above.

2. Individuals: Individuals are defined as any person not formally associated with an organization. Persons who are experiencing homelessness or have experienced homelessness are essential to the effectiveness of CoC efforts to end homelessness. Each such individual who submits a membership application shall have one (1) vote.

3. Planning Council Members: Any person elected by the GM or appointed by the Mayor or Vice Mayor to the HPC will be considered a member of the CoC GM. Each such individual shall have one (1) vote unless the individual is employed by or on the board of an organization that is a member of the CoC and already has a voting representative or designee.

Section III. Nashville Davidson County CoC Homelessness Planning Council

A. Roles and Responsibilities

The purpose of the HPC is to ensure orderly operations of the CoC. The HPC shall have the power to act on behalf of, and in the best interest of, the CoC. The HPC shall conduct the business of the CoC as set forth in Section II B and the HEARTH Act. It shall guide the affairs of the CoC as well as set meeting agendas and timelines for regularly occurring activities of the CoC, including without limitation funding processes, needs assessments, and the annual point-in-time count of people experiencing homelessness.

The HPC is responsible for regular and systematic data-driven evaluation and monitoring of current grantees as well as overall CoC performance. For the transaction of business, and for the acts of the Council to be considered valid, a majority of voting members must participate in the decision-making process.

Except when the Tennessee Governor has waived in person meeting requirements due to declared public emergencies, pursuant to Tennessee's Open Meetings Act (TCA§ 8-44-101 et. seq.), conference calls or the use of other telecommunications equipment are not acceptable means for communicating HPC business. The HPC shall keep regular minutes of its proceedings and report such proceedings at the next regularly scheduled meeting of the CoC GM. Final adopted minutes of the HPC shall be made available at the next CoC GM meeting.

The HPC shall have the power and authority to act on behalf of the CoC GM and shall meet a minimum of six (6) times per year or as called by the Chair or membership at-large as provided for in this Charter.

B. Composition of Planning Council

The HPC is comprised of the following 25 members who serve staggered terms:

- 14 elected by the CoC Membership,
- 8 appointed by the Mayor, and
- 3 Metro Council members appointed by the Vice Mayor.

The HPC shall have no less than five (5) members (elected or appointed) who shall have current/past lived experience of homelessness. Composition of the HPC shall reflect constituencies that mirror the Nashville community and reflect the guidance provided in the HEARTH Act.

C. Terms

HPC Members shall serve terms of three (3) years beginning with the first annual meeting of the HPC, which shall follow the start of its operating year, from July 1 to June 30. Individuals may serve up to two (2) consecutive terms on the HPC. After serving two (2) consecutive terms, at least one (1) year must elapse before such former member becomes eligible for nomination to the HPC. If an HPC member must resign prior to serving the full three (3)-year term, he/she may become eligible for nomination again in the following year. If an individual fills a seat for a partial term of less than 18 months, he/she may then be eligible to serve two (2) full consecutive terms.

D. Selection of Planning Council Members

The CoC shall adopt and follow a written process to select a board to act on behalf of the Continuum of Care. The process shall be reviewed, updated, and approved by the CoC GM at least once every five (5) years in accordance with the CoC Interim Rule 578.7(a)(3). This process shall detail the mechanisms for selection of the HPC members from the CoC GM, Mayoral Appointment, and Metro Council.

1. CoC Representatives: In an effort to maintain a current pool of candidates for anticipated/unanticipated vacancies, the CoC Nominating Committee is charged with developing and implementing an on-going process of identification, recruitment, and vetting of potential HPC candidates. HPC members shall be elected by the GM from a list of candidates prepared by the Nominating Committee and nominations made from the floor by voting members of the CoC if those nominees are present or otherwise able to confirm their acceptance of the nominations. Elections shall occur during the last occurring CoC GM meeting of the fiscal year. If the elections cannot be held during the last occurring CoC GM meeting of the fiscal year, the CoC shall cause the election to be held at a special meeting of the Voting Members called as soon thereafter as may be convenient.

Vacancies occurring as a result of normal term expiration, resignation, death, or removal for cause shall be filled by a similar process at the next occurring CoC GM meeting unless the circumstances require that a special meeting be called sooner. Such elected members shall serve the remainder of the original term and be eligible for re-election to a full term.

2. Mayoral Appointments: Mayoral appointments to the HPC shall be made by the Metropolitan Mayor who has the discretion to appoint candidates identified through the CoC's Nominating Committee process or identified through other channels. If a replacement appointment is not able to be made prior to the end of an HPC member's last term, an HPC member serving by mayoral appointment may continue to serve until they are replaced by the administration. Terms shall be staggered so that at no point shall all seats be up for re-appointment.

Vacancies occurring as a result of normal term expiration, resignation, death, or removal for cause shall be filled by a similar process. Such appointed members shall serve the remainder of the original term and be eligible for re-appointment to a full term.

3. Metro Council Representatives: Metropolitan Council Representative appointments to the HPC shall be made by the Metropolitan Vice Mayor from the following Metropolitan Council positions: Vice Mayor, At-Large, 1st Term, and 2nd Term. Such appointments shall be made prior to the start of the next fiscal year. If appointments are not able to be made in accordance with this timeline, Metropolitan Council representatives may continue to serve until they are replaced by the Vice Mayor.

Vacancies occurring as a result of normal term expiration, Metropolitan Council term, resignation, death, or removal for cause shall be filled by a similar process. Such appointed members shall serve the remainder of the original term.

E. Resignation

Any HPC member, except the Chair, may resign by tendering a written notice to the Chair. The Chair may resign by tendering written notice to the HPC.

F. Removal

Any HPC officer may be removed by the HPC from the officer position whenever, in the judgment of the HPC, the best interest of the organization shall be served thereby. A vote to remove an officer from his/her position must occur during a regularly scheduled HPC meeting and requires a two-thirds (2/3) vote of the HPC for passage. Removal as an officer does not automatically remove the HPC member from the HPC.

Pursuant to the Metro Code and Charter, an elected or appointed HPC member may only be recommended for removal by the Metropolitan Davidson County City Council from the HPC by a two-thirds majority vote of the voting members of the CoC GM during a regularly scheduled meeting. The request for consideration for recommendation of removal may originate from the HPC and/or GM. Only the Metropolitan Nashville-Davidson County City Council has the authority to remove an HPC Member.

G. Meetings, Quorum and Voting

It is expected that a regular and publicized schedule of HPC meetings be kept. All meetings are open to the public.

1. Attendance: All HPC members are required to attend no less than 75% of regular HPC Meetings.

2. Quorum: The presence of a majority of the seated HPC members shall constitute a quorum at any regularly scheduled meeting. The act of a quorum of the qualified HPC members present shall be the act of the full HPC membership except as may be otherwise specifically provided by statute or this Charter.

3. Special meetings: Special meetings not on the regular schedule require the attendance of two thirds of the members for the purpose of voting or handling any official business of the HPC. Special meetings may be called by the HPC chair with a minimum of five (5) business days' prior notice in writing, fax, mail, or e-mail. Special meeting notices must detail the issue requiring an exceptional gathering of the HPC as well as any potential vote that may occur at the meeting. Whenever practicable, the relevant documents proposed for consideration shall be forwarded to the HPC at least 24 hours in advance.

H. Officers of Planning Council

The HPC shall have three (3) officers to conduct business, comprised of a Chairperson, a Vice Chairperson, and a Secretary. Officers shall be elected by the full membership of the HPC for a one-year term and may serve up to two (2) consecutive one-year terms. To avoid the appearance of any conflict when issues are voted upon, the officers of the HPC (Chair, Vice-Chair and Secretary) should not represent the same type of constituencies. These officers shall be the liaisons between the HPC and the GM. One (1) of these officers shall preside over/facilitate the GM meetings as is practicable. Officers will be elected in the month prior to the beginning of the year in which they will serve and will have voting privileges. The HPC may vote to extend the terms of the officers into the next fiscal year when extenuating circumstances prevent a vote in accordance with the normal timeline.

1. Planning Council Chairperson

Duties include, without limitation:

- a) Call meetings and preside at HPC meetings;
- b) Make appointments of all committees, committee members and committee chairs deemed necessary for the operation of the CoC;
- c) Serve as a member ex-officio of all committees;
- d) Provide reports to the CoC as needed; and
- e) Execute all papers, documents, and instruments ordered to be executed by the CoC.

No person shall serve in this role if they have a conflict of interest as set forth in Section L.

2. Planning Council Vice Chairperson

Duties include, without limitation:

- a) Preside at scheduled CoC HPC scheduled meetings as needed;
- b) Perform all other such duties usually pertaining to the office of the Chair as determined by the HPC; and
- c) Serve as primary liaison to CoC committee chairs.

No person shall serve in this role if they have a conflict of interest as set forth in Section L.

3. Planning Council Secretary

Duties include, without limitation:

- a) Ensure via signature that approved minutes and attendance at all meetings of the HPC are recorded and ensure that the original is archived by the Homeless Impact Division (HID); and
- b) Ensure that records of HPC attendance are maintained and provide regular reports of members' status to the HPC and the Nashville-Davidson County CoC GM.

I. Planning Council Advisors

The HPC may identify and employ the use of key community advisors for its decision making process as indicated by issue and/or need. The invitation for participation shall come from the HPC Chair at the request / recommendation of the HPC. The HPC may request that the Mayor make available designated employees of departments of Metropolitan Government that frequently interact with individuals at risk of and/or experiencing homelessness for such requests.

J. Planning Council Supports

The staff of the Collaborative Applicant, HMIS Lead, and the staff of the Homeless Impact Division (HID) of Metro Social Services shall provide administrative support to the CoC General Membership, the HPC and the CoC Standing and Ad Hoc committees, and serve as subject matter experts when appropriate.

K. Code of Conduct

CoC HPC members must exercise care when acting on behalf of the CoC. These individuals must complete the work they have agreed to undertake in a timely manner. In addition, they must attend HPC meetings and be prepared to discuss matters presented for their deliberation. HPC members are expected to deliberate in a respectful manner at all times.

L. Conflicts of Interest

1. Financial Benefit to HPC Members: No HPC member, founder or contributor may directly benefit financially from any funds of the CoC. HPC members receive no compensation as a condition of their membership in the HPC.

A conflict of interest is a breach of an obligation that has the effect or intention of advancing of advancing one's own interest in a way that is detrimental to the organization. A conflict of interest occurs when a CoC member is affiliated with, or has an immediate family member who is affiliated with, an agency that receives CoC funds or otherwise has a relationship with an agency that receives CoC funds that gives rise to the appearance of impropriety. Members shall disclose potential conflicts of interest to the full HPC.

2. Conflicts of Interest, and Recusal Process: CoC HPC members must abide by the following rules in order to promote public confidence in the integrity of the HPC and its processes.

- a. Members shall not participate in or influence discussions or resulting decisions concerning the award of a grant or other financial benefit to:
 - i. Any organization that they or a member of their immediate family represents; or
 - ii. Any organization from which they, or a member of their immediate family, derive income or anything of value. If an individual member is receiving services from a particular agency, that person will also need to abstain.

- b. Whenever CoC HPC members or any of their immediate family members have a financial interest or any other personal interest in a matter coming before the HPC or one of its committees, they must:
 - i. Declare whether the interest is personal or financial; and,
 - ii. Withdraw from discussing, lobbying, and voting on the matter.

At the beginning of every HPC meeting, the Chair shall ask if there are any conflicts of interest or potential conflicts of interest that need to be disclosed before the business included in the meeting's agenda is discussed.

Any matter in which CoC HPC members have an actual or potential conflict of interest shall be decided only by a vote of disinterested individuals. The minutes of any meeting at which such a vote is conducted must reflect the disclosure of HPC members' actual or potential conflicts of interest and their recusal from participation in the decision.

CoC HPC 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 they face or are likely to face in fulfilling their duties as HPC members.

Section IV. Committees

The HPC may establish standing and ad hoc committees as needed. Unless otherwise specified, all standing and ad hoc committee members shall serve for a term of two (2) years coinciding with the HPC fiscal year. The HPC shall specify the duties of the ad hoc committees. Committee members may be added to committees at any time during the fiscal year. Committee members do not have to be members of the HPC or of the CoC GM. The HPC chair shall make appointments of all committee chairs. Committee members shall be appointed by the HPC chair based on recommendations from the respective committee chair (or co-chairs). If the HPC chair disagrees with committee member recommendations from a chair/co-chairs, then the matter shall be decided by the executive committee with review of the purpose of a committee and its role and function. Committee chairs shall ask committee members to disclose any potential or actual conflicts of interest. Committee chairs shall disclose current committee rosters and any potential or actual conflicts of interest to the HPC Chair. Chairs of HPC standing committees may resign from their respective committees by tendering a written notice to the HPC Chair.

This Charter governs committees of the HPC, and in the absence of specific guidance, the committees may refer to the current edition of *Robert's Rules of Order* to conduct the business of the committee.

1. Standing Committees

A. Nominating Committee: Recruits and selects qualified, willing members of the CoC and/or community at-large to serve as HPC members and present the nominees to the CoC GM as requested.

B. Executive Committee: Made up of the Officers of the CoC HPC and two (2) additional HPC members appointed by the Chair of the HPC. The executive committee is responsible for setting the agenda for the HPC meetings and carrying out any specific tasks given to the committee by the HPC. It may also play a role in deciding on new member committee appointments, in the event that the HPC Chair disagrees with recommendations made by committee chairs/co-chairs. The HPC may at any time empower the executive committee to attend to urgent business that may arise between regular HPC meetings provided necessary decisions be made in accordance with HPC policies and strategic plans.

C. HMIS Oversight Committee: Recommends policy guidance for the CoC HPC on issues related to the implementation and use of the Homeless Management Information System (HMIS). The Committee also ensures that HMIS users adhere to the established policies or requirements.

D. Performance Evaluation Committee: Conducts local performance evaluation of projects seeking HUD CoC funding, which includes reviewing, rating and ranking project proposals and presenting these to the CoC HPC for approval. In the rating and ranking process, this committee operates under direction from the CoC HPC and a local strategic plan on how projects can best meet local needs and address priorities. Appointments must assure that members are best suited to fairly, thoroughly and strategically review and rank community projects to garner maximum funding for the city. The Performance Evaluation Committee members are nominated based on the following guidelines:

- May not be currently employed by or affiliated with agencies that currently receive Continuum of Care funding or intend to apply for CoC funding;
- May not have immediate family members or other close ties with agencies that currently receive CoC funding or intend to apply;
- Permissible to have received services from funded entities;
- Ability to use unbiased approach to review and rank local projects, and use a scoring tool that is customized to carry out this scoring activity; and,
- Experience reviewing proposals competing for federal funding.

The PEC will consult with the CA, recipients, and sub-recipients, to establish performance targets appropriate for population and program type, monitor recipient and sub-recipient performance, evaluate outcomes, and take action against poor performers.

E. Membership Committee: Accepts membership applications for the CoC GM and ensure membership policies and practices are followed. The Committee also leads efforts to recruit, retain, and motivate diverse membership participation in the CoC. Track attendance at GM meetings for the purposes of voting rights and offering committee support.

F. Data Committee: Improves agency and community-wide data quality, analyze data to inform CoC system design, oversee Point-in-Time counts and related methodology, and measure progress on community goals and plans to end homelessness.

G. Standards of Care Committee: Ensures policies and procedures are developed for projects funded by HUD CoC and Emergency Solutions Grants (ESG), and aligned with HUD requirements, including community-wide Coordinated Entry.

H. Appeals Committee: If an applicant organization objects to a decision made by the CoC HPC regarding the ranking, rejection, or funding level of their project, or unsubstantiated by project performance, the applying agency may file an appeal to be considered by a three-member Appeals Committee within the time frame specified in HUD's annual Notice of Funding Availability (NOFA). The appeal must be based on one of the following:

- Agency did not receive information made available to other agencies;
- Allegation of bias, fraud, or misuse of federal funds on the part of the CoC HPC and/or the CoC Performance Evaluation Committee;
- Allegation that CoC HPC and/or the CoC Performance Evaluation Committee did not receive accurate information for proper scoring; and/or
- Violation of federal guidelines.

I. Governance Charter Committee: Reviews this Governance Charter and makes any recommendations for change or revision at least annually. Develop, recommend and revise as needed any bylaws and/or policies and procedures deemed necessary for the ongoing operation of the HPC and CoC GM.

J. Equity & Diversity Committee: Evaluates for inequities in homeless services to determine if stereotypes or biases of any kind influence how assistance is delivered. Develops or implements strategies and identifies resources available to reduce disparities in the service system for people experiencing homelessness.

2. Ad Hoc Committees: The HPC may create Ad Hoc Committees as needed for the operation of the CoC. Each Ad Hoc committee is expected to be time-limited and focused on the accomplishment of the task for which it is appointed. Each committee shall have no power to act except such as is specifically conferred by the HPC. Upon completion of the task, the committee shall stand discharged.

3. Committee Activities: Business conducted within established committees shall follow the same rules established herein for the overall CoC activities.

4. Committee Authority: The HPC must approve all recommendations of the Standing and Ad Hoc Committees before action may be taken. No standing committee has the authority to act on behalf of the HPC and/or the CoC GM beyond duties described in this Charter.

Section V. Collaborative Applicant

The CoC shall designate a Collaborative Applicant (CA) for a maximum of five (5) years before the designation must be reviewed and renewed by the CoC GM, or as required by law. In response to negligence or poor performance of the CA, the HPC reserves the right to open an RFP process prior to the five-year mark and designate a new CA at a semiannual CoC GM meeting. The CA is responsible for facilitating the community response to the annual Continuum of Care (CoC) Notice of Funding Availability (NOFA) issued by the U.S. Department of Housing and Urban Development (HUD) and providing all relevant operational, staffing, and administrative support for the CoC. At this time, the CA is the Metropolitan Development and Housing Agency (MDHA).

The CA is the eligible applicant (State, unit of local government, private, nonprofit organization, or public housing agency) designated by the CoC GM to act on behalf of the CoC when applying to HUD for grants. The CA may work/contract with other entities to perform the following duties related to CoC planning, including, without limitation, the Homeless Impact Division.

1. Design and carry out a collaborative process for the development of an application to HUD.
2. Collect and submit the required CoC Consolidated Application information for all projects the CoC has selected for funding.
3. The collaborative applicant is also the only eligible applicant able to apply for CoC Planning funds on behalf of the CoC.
4. Complete program monitoring for all HUD CoC Grantees.
5. Conduct an annual Point-in-time count and gaps analysis.

6. Participate in the Consolidated Plan for Nashville-Davidson County.
7. Ensure operation of, and consistent participation by project sponsors in, a community-wide Homeless Management Information System (HMIS).
8. Measure performance across CoC programs.
9. To the extent practicable, track and/or measure performance among homelessness assistance programs that are not funded through the CoC process.
10. Staff CoC HPC.
11. Staff HPC committees listed in the CoC Governance Charter.
12. Convene regular CoC meetings.
13. Conduct outreach to new CoC members; develop/maintain CoC membership list.
14. Coordinate with mainstream and private partners.
15. Develop and maintain a homeless CoC website with pertinent information for the community and service providers.
16. Keep the CoC informed about relevant policy and research.
17. Develop and implement a Coordinated Entry process.
18. Coordinate service delivery and funding with mainstream agencies.
19. Periodically provide training opportunities to the CoC membership to enhance the quality of service delivery in Nashville.
20. Coordinate with Metro on winter planning activities and communication.
21. Draft & implement written standards for all levels of the CoC.
22. Draft proposed agenda for CoC GM meetings, with input from membership.

Section VI. HMIS Lead

The CoC shall designate a lead agency to manage the Homeless Management Information System (HMIS) for a maximum of five (5) years before the designation must be reviewed by the HMIS Oversight Committee and renewed by the CoC GM, or as required by law. This shall be done by a full membership vote of the CoC GM at a semiannual meeting. In response to negligence or poor performance of the HMIS Lead, the CoC reserves the right to open an RFP process prior to the five-year mark and designate a new HMIS Lead. The designated HMIS Lead can be found in the CoC HMIS Policies and Procedures¹. The HMIS Lead shall manage operations and provide HMIS project administration functions, including staffing and managing budget and grant requirements.

HMIS Lead has the following responsibilities:

¹ "Section 2: HMIS Lead Agency Roles and Responsibilities". HMIS Policies and Procedures Manual 2019, page 3. https://www.nashville.gov/Portals/0/SiteContent/SocialServices/docs/hc/HMIS%20Documents/HMIS%20Policies%20and%20Procedures%20Manual_8.15.19.pdf

- Develop and revise a privacy plan, security plan, and data quality for the HMIS.
- Develop plans, policies, and procedures for review and approval by the CoC.
- Execute participation and user agreements with every contributing HMIS organization.
- Ensure consistent participation of recipients and sub-recipients in the HMIS.
- Ensure the HMIS is administered in compliance with requirements prescribed by HUD.
- Conduct and coordinate training for all recipients and sub-recipients in the HMIS.
- Provide technical assistance for all recipients and sub-recipients in the HMIS.
- In consultation with the Nashville-Davidson County CoC and CA, develop, follow, and update annually this governance charter. Any amendments must be approved by the CoC Membership.
- Coordinate and support operations related to Coordinated Entry implementation.
- Undertake additional duties as outlined in an operational agreement between the HPC and the HMIS Lead.

The HMIS Lead shall work with the HMIS Oversight Committee, which will include representation from the CoC, to update and maintain policies and procedures for the designated HMIS database. At a minimum, a review of the HMIS Policies and Procedures will be conducted by this committee every five (5) years in coordination with the HMIS Lead. Any changes will be brought before the HPC and the CoC General Membership for feedback, with the HPC providing final approval.

The HMIS Oversight Committee shall also act as an advisory body that supports and enhances the overall mission of the Nashville-Davidson County HMIS Project by advising HMIS project staff on policies, procedures, and HMIS related items. As the governing body for the CoC, the HPC will be responsible for entering into an operational agreement with the designated HMIS Lead agency. The HMIS Lead agency, in conjunction with the HMIS Oversight Committee, will develop and maintain HMIS policies, procedures and standards related to functionality, privacy, security and data quality.

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 HMIS Oversight 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.

Additional information regarding the HMIS Lead's roles and responsibilities may be found in the Nashville-Davidson County HMIS Policies and Procedures Manual². Currently, End User fees are not charged to participating agencies. In the future, if this changes, the HMIS Policies and Procedures Manual will be updated.

Section VII. General Provisions

1. Operating Year: The operating year of the Nashville-Davidson County CoC shall be from July 1 through June 30.

² "Section 2: HMIS Lead Agency Roles and Responsibilities". HMIS Policies and Procedures Manual 2019, pages 3 and 4.

https://www.nashville.gov/Portals/0/SiteContent/SocialServices/docs/hc/HMIS%20Documents/HMIS%20Policies%20and%20Procedures%20Manual_8.15.19.pdf

2. Meeting Procedures: All CoC related entities will strive to ensure that participants are able to offer their opinions and perspectives on agenda items that are up for discussion. All CoC related meetings, therefore, will be conducted in a manner that ensures fairness and reasonable participation by members of the HPC, the CoC, and their respective committees. When questions about parliamentary procedure arise, each CoC related entity may refer to Roberts Rules of Order and other sources of guidance for resolving issues concerning decision-making.

3. Dissolution of the Nashville-Davidson County Continuum of Care: In the event the Nashville-Davidson County CoC is dissolved and the group owns any assets in excess of those needed to discharge fully its obligations, such assets shall be distributed exclusively to independent non-profit human service organizations devoted to the health, welfare, and well-being of citizens of Nashville.

Section VIII. Adoption and Amendment of Governance Charter

After members of the CoC Charter Committee annually review and, if necessary, recommend revisions to the Charter document in conjunction with the CA and HMIS Lead, the recommended draft must be posted for public review for a 15-day comment period prior to any vote for adoption. Any input resulting in a change in the proposed document shall be offered as an amendment during the discussion/deliberation and prior to a final vote by the CoC GM on the proposed revisions. Changes and amendments adopted during discussion/deliberations during the meeting for which the final vote has been called are not subject to further public notice prior to the final vote.

This Governance Charter may be amended at a regular or special meeting of the CoC membership by a majority affirmative vote of the total number of eligible voting members. Members must be present to vote. Proposals for amendments may be made prior to the presentation of the document to the GM in writing or may be made during the discussion/deliberation from the floor. Any proposed amendment shall be acted upon in accordance with the current edition of Robert's Rules of Order.

CoC full membership voted unanimously to approve the Governance Charter as amended – May 18, 2017

CoC full membership voted to approve Version 2 of this Governance Charter as amended – May 17, 2018

CoC full membership voted to approve Version 3 of this Governance Charter as amended – August 15, 2019

CoC full membership voted to approve Version 4 of this Governance Charter as amended – August 20, 2020

CoC full membership voted to approve Version 5 of this Governance Charter as amended (HMIS compliance required by HUD)– January 21, 2021

CoC full membership voted to approve Version 6 of this Governance Charter as amended - September 16, 2021

This version supersedes any and all previously adopted Charters.