

NASHVILLE-DAVIDSON COUNTY CONTINUUM OF CARE CHARTER AS REVISED AND ADOPTED ON 8-20-2020

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.

Section I. Mission & Purpose

A. Mission

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

As a system the CoC is housing focused, person centered, data driven, and committed to the effective use of resources.

B. Purpose

The Nashville-Davidson County Homelessness Continuum of Care (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).

The Nashville-Davidson County Homelessness Continuum of Care consists of community partners [General Membership, CoC Homelessness Planning Council (PC), a Collaborative Applicant (CA) and the Homelessness Management Information System (HMIS) Lead] dedicated to ending homelessness in Nashville. This Charter sets out the composition, roles, responsibilities, and committee structure of the Nashville-Davidson County CoC and CoC Planning Council, whose jurisdiction is Nashville and Davidson County.

Section II. General Membership

A. Composition

Interested parties may qualify for membership in the CoC by submitting an application for membership to the CoC Membership Committee. The CoC Membership Committee shall establish a membership certification process and the Collaborative Applicant shall maintain all CoC General Membership (CoC GM) records. 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 PC and CA websites, word-of-mouth invitations and any other resource available for recruitment of new CoC members.

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

- Persons with current and past lived experience of homelessness and/or at-risk of homelessness
- Interested and concerned members of the community
- Providers of services to persons who are /at risk of homelessness
- Representative (Lived / Providers) of Homelessness High Risk Populations (Youth, and Individuals, Family, Veterans)
- Housing Developers
- Public Housing Authorities (Local and State)
- Mainstream Benefit /Social Services Providers
- Healthcare Providers
- Behavioral Healthcare Providers
- Educators / Metropolitan Public Schools
- The Faith Community
- Funders/Foundations/Development Specialists
- The Business Community / Financial Institutions
- Employment Agencies and Potential Employers
- Public Policy Experts / Advocates
- Researchers
- The Judicial System
- 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 by-laws/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 Planning Council;
- 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 twice annually and publish their 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 Planning Council Chair. Regularly scheduled meeting agendas should be noticed at least five (5) business days in advance. With the exception of specially called meetings, all meeting notices and agendas should cite items that will require a vote, if applicable, and where advanced notice is known. In compliance with state and federal law, all Planning Council and General Membership meetings of the Nashville-Davidson County 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 meeting the attendance requirements stated below) must be in attendance.

1. Organizations: Each member organization shall have at least one (1) representative who attends meetings. Each agency/organization/unit of government shall have one (1) vote, to be cast by the authorized representative of that agency. In the absence of the authorized representative, one (1) designee may be appointed in writing. The authorized voting representative and/or designee for member agencies shall be those persons designated on the CoC Membership Application. Agencies seeking to change their designee must submit the new name of their designee to the Collaborative Applicant no less than one (1) week before any vote of the general membership. To maintain voting privileges, after submitting a membership form, organizational members must attend at least 50% of the membership meetings throughout the course of the 12 months prior to the vote.

2. Individuals: Any person not formally associated with an organization. Persons who are homeless or have experienced homelessness are essential to ensure the effectiveness of CoC efforts to end homelessness. Each such individual shall have one (1) vote. To maintain voting privileges, after submitting a membership form, individual members must attend at least 50% of the membership meetings throughout the course of the 12 months prior to the vote.

3. Planning Council Members: Any person elected by the General Membership or appointed by the Mayor or Vice Mayor to the Planning Council will be considered members of the CoC General Membership. Each such individual shall have one (1) vote. To maintain voting privileges, individual PC members must attend at least 50% of the membership meetings throughout the course of the 12 months prior to the vote.

Section III. Nashville Davidson County CoC Homelessness Planning Council

A. Composition of Planning Council

The Nashville Davidson County CoC Homelessness Planning Council (“PC”) is comprised of the following 25 members who serve staggered terms, the initial periods of which will terminate June 30, 2020:

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

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

B. 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 Planning Council members from the CoC, Mayoral Appointment, and Metro Council.

1. CoC Representatives: The CoC Nomination Committee is charged with developing and implementing an on-going process of identification, recruitment, and vetting of potential governance candidates in an effort to maintain a current pool of candidates for anticipated/unanticipated vacancies. CoC Planning Council members shall be elected 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. Normal Planning Council terms shall coincide with the CoC’s operational year, so the election will occur in the month prior to the expiration of such terms. If elections are not able to be held in accordance with this timeline, the CoC membership may vote to extend the terms of the membership elected representatives until such time as the election can be held. Terms shall be staggered so that at no point shall all seats be up for re-election.

Vacancies occurring as a result of normal term expiration, resignation, death, or removal for cause shall be filled by a similar process. 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 Planning Council shall be made by the Metro Mayor who has the discretion to make an independent informed choice and/or access candidates identified through the CoC’s Nominating Committee process. Normal Planning Council terms for Mayoral Appointments shall coincide with the CoC’s operational

year, so the appointment shall occur in the month prior. If appointments are not able to be made in accordance with this timeline, mayoral representatives 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: Metro Council Representative appointments to the Planning Council shall be made by the city's Vice Mayor from the following Metro Council positions: Vice Mayor, At-Large, 1st Term, and 2nd Term. Normal Planning Council terms for Metro Council Appointments shall coincide with the CoC's operational year, so the appointment shall occur in the month prior. If appointments are not able to be made in accordance with this timeline, council representatives may continue to serve until they are replaced by the Vice Mayor.

Vacancies occurring as a result of normal term expiration, 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.

C. Roles and Responsibilities

The purpose of the Planning Council is to ensure orderly operations of the CoC. The Planning Council shall have the power to act on behalf of, and in the best interest of, the CoC. The Planning Council 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 homeless count.

The Planning Council 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 communication regarding the business of the Planning Council. The Planning Council 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 Planning Council shall be made available at the next CoC GM meeting.

The Planning Council 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.

D. Terms

Planning Council Members shall serve terms of three (3) years beginning with the first meeting of the CoC Planning Council, which shall follow the start of its fiscal year. Individuals may serve up to two (2) consecutive terms on the Planning Council. After serving two (2) consecutive terms, at least one (1) year must elapse before such former member becomes eligible for nomination to the Planning Council. If a Planning Council 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.

E. Resignation

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

F. Removal

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

An elected or appointed Planning Council member may only be recommended for removal by the Metropolitan Davidson County City Council from the CoC Planning Council 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 Planning Council and/or General Membership. Only the Metropolitan Nashville-Davidson County City Council has the authority to remove a CoC Planning Council Member.

G. Meetings, Quorum and Voting

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

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

2. Quorum: The presence of a majority of the seated Planning Council members shall constitute a quorum at any regularly scheduled meeting. The act of a quorum of the qualified Planning Council members present shall be the act of the full Planning Council 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 Planning Council. Special meetings may be called by the Planning Council 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 Planning Council 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 Planning Council at least 24 hours in advance.

H. Officers of Planning Council

The Planning Council 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 Planning Council and serve up to three (3) one-year terms. To avoid the appearance of any conflict when issues are voted upon, the officers of the Planning Council (Chair, Vice-Chair and Secretary) should not represent the same type of constituencies. These officers shall be the liaisons between the Planning Council and the general CoC membership. One (1) of these officers shall preside over/facilitate the General CoC Membership meetings as is practicable. Officers will be elected in the month prior to the beginning of the year to which they will serve. The Planning Council 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

This office has a one (1) year term, and can serve up to three (3) consecutive terms. The office has voting privileges restricted to tiebreaking.

Duties include, without limitation:

- a) Call meetings and preside at Planning Council meetings;
- b) Make appointments of all committees 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.

2. Planning Council Vice Chairperson

This office has a one (1) year term, and can serve up to three (3) consecutive terms.

Duties include, without limitation:

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

3. Planning Council Secretary

This office has a one (1) year term, and can serve up to three (3) consecutive terms.

Duties include, without limitation:

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

I. Planning Council Advisors

The Planning Council 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 Planning Council Chair at the request / recommendation of the Planning Council. The Planning Council may request that the Mayor make available two (2) 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, Planning Council and the CoC Standing and Ad Hoc committees.

K. Code of Conduct

CoC Planning Council 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 Planning Council meetings and be prepared to discuss matters presented for their deliberation. Planning Council members are expected to deliberate in a respectful manner at all times.

L. Conflicts of Interest

1. Financial Benefit to Planning Council Members: No financial benefit (earnings) of the CoC may inure to any members, founders, or contributors. Planning Council members receive no compensation as a condition of their membership in the Planning Council.

A conflict of interest is a breach of an obligation that has the effect or intention of advancing one's own interest in a way that is detrimental to the organization. Members shall disclose potential conflicts of interest to the full Planning Council.

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

b. Whenever CoC Planning Council members or any of their immediate family members have a financial interest or any other personal interest in a matter coming before the Planning Council 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 Planning Council 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 Planning Council 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 Planning Council members' actual or potential conflicts of interest and their recusal from participation in the decision.

CoC Planning Council 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 Planning Council members.

Section IV. Committees

The Planning Council 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 one (1) year coinciding with the planning council fiscal year. Committee members may be added to committees at any time during the fiscal year as needed. Committee members do not have to be members of the Planning Council or of the CoC General Membership. The Planning Council shall specify the duties of the ad hoc committees.. All committees are appointed by the Planning Council Chair. Committee Chairs shall ask committee members to disclose any potential or actual conflicts of interest.

All committees shall use this charter to define committee quorums, attendance requirements, Code of conduct and in the absence of specific guidance, 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: To recruit and select qualified, willing members of the CoC and/or community at-large to serve as Planning Council members and present the nominees to the CoC GM as requested.

B. Executive Committee: Made up of the Officers of the CoC Planning Council and two (2) additional Planning Council members appointed by the Chair of the Planning Council. The

executive committee is responsible for setting the agenda for the Planning Council meetings and carrying out any specific tasks given to the committee by the Planning Council. The Planning Council may at any time empower the executive committee to attend to urgent business that may arise between regular planning council meetings provided necessary decisions be made in accordance with Planning Council policies and strategic plans.

C. HMIS Oversight Committee: Shall recommend policy guidance for the CoC Planning Council 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 Planning Council for approval. In the rating and ranking process, this committee operates under direction from the CoC Planning Council 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;
- Committee members may 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.

F. Membership Committee: Accept 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 General Membership meetings for the purposes of voting rights and offering committee support.

F. Data Committee: Improve 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: Ensure 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 Planning Council 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 Planning Council and/or the CoC Performance Evaluation Committee;
- Allegation that CoC Planning Council 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 Planning Council and CoC GM.

2. Ad Hoc Committees: The Planning Council 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 Planning Council. 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 Planning Council 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 Planning Council and/or the CoC GM beyond duties described in this Charter.

Section V. Collaborative Applicant

The CoC shall designate a Collaborative Applicant not less than every three (3) years, or as required by law. This shall be done by a full membership vote of the CoC GM. The Collaborative Applicant 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.

The Collaborative Applicant 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 Collaborative Applicant may work/contract with other entities to perform the following duties related to CoC planning, including, without limitation, the HID.

- 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 sub-recipients.
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 homeless assistance programs that are not funded through the CoC process.
10. Staff CoC Planning Council.
11. Staff Planning Council committees listed in the CoC Governance.
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 System 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 General Membership meetings, with input from membership

Section VI. HMIS Lead

The CoC shall designate a lead agency to manage the Homeless Management Information System (HMIS) not less than every three (3) years, or as required by law. This shall be done by a full membership vote of the CoC GM. 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:

- 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 Collaborative Applicant, 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.
- 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. 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 Planning Council 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.

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. 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 Planning Council, 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 By-Laws & 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 general membership of the CoC 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 3 of this Governance Charter as amended – August 20,2020

This version supersedes any and all previously adopted Charters.