

MI-503 St. Clair Shores/Warren/Macomb County CoC  
Macomb County Continuum of Care

**Governance Charter**

**Purpose**

The Macomb County Continuum of Care (CoC) promotes community-wide planning and strategic use of resources to prevent and end homelessness; improve coordination and integration of mainstream resources and other programs targeted to people experiencing homelessness; improve data collection and performance measurement; and ensure that every individual and family in Macomb County has an affordable place to call home and the resources and supports to remain there.

**Membership**

Any organization or individual\* that aligns with the purpose of the Macomb County CoC is eligible to become a member. The Macomb County CoC will publish an open invitation at least annually for organizations within the County of Macomb to join as new CoC members. Specifically, outreach will be conducted to obtain membership from the following group categories:

- Non-Profit Homeless Assistance Providers
- Victim Service Providers
- Faith-Based Organizations
- Government Departments
- Businesses/ For-Profit Companies
- Advocates
- Public Housing Agencies
- School Districts
- Social Service Providers
- Mental Health/Behavioral Health Agencies
- Hospitals
- Universities
- Affordable Housing Developers
- Law Enforcement
- Veteran Service Organizations/SSVF Providers
- Service Funders
- Homeless and Formerly Homeless Individuals
- Elected and Public Officials
- Representatives of the Judicial System
- Landlords and Landlord Associations
- Tenant Associations

- HIV/AIDS Service Providers
- Workforce Development

\*Member is defined as any of the following: “1) an individual person not employed or formally affiliated with any other member organization, 2) a nonprofit organization, 3) a for-profit company, 4) a government department, or 5) a local public official.”

An interested organization or individual must complete a Macomb County CoC membership application. The application will capture basic information and an affirmation that the applicant is committed to ending homelessness in Macomb County and that they plan to be active members of the CoC. Attendance at CoC Meetings for a minimum of 50% (or at least 50% of annual CoC Membership meetings) constitutes active membership.

Membership is automatic upon verifying eligibility and attestation. Members will have to reaffirm their commitment and attestation each year at the annual meeting in January.

### **Member Responsibilities**

- Elect the Macomb County CoC Board of Directors
- Review, update, and approve board selection process every five (5) years
- Assure committees are established in accordance with the governance charter
- Assure creation of additional committees, subcommittees, or workgroups as necessary
- Annually approve COC grant review and ranking criteria as recommended by Board
- In consultation with the Collaborative Applicant (CoC Lead) and Homeless Management Information System (HMIS) Lead, develop, follow, and update annually this governance charter – any amendments must be approved by the CoC Membership
- Approve a coordinated assessment system that provides an initial, comprehensive assessment of the needs of individuals and families for housing and services
- Approve all written standards for providing CoC assistance
- Designate an HMIS Lead to operate an HMIS

- Review and approve a privacy plan, security plan, and data quality plan for the HMIS
- Approve plans, policies, and procedures governing the HMIS
- Set priorities and confirm eligibility to submit for CoC Program Competition funds
- Designate a Collaborative Applicant (CoC Lead) to design, operate, and follow a collaborative process. The lead agency will complete the consolidated application and ensures the submission of projects in response to a NOFA published by HUD including applying for CoC Planning Activities
- In coordination with the Collaborative Applicant (CoC Lead), responsible for CoC Planning that includes:
  - ✓ Developing and coordinating the implementation of the Macomb County Strategic Plan to End Homelessness through a standing Strategic Planning Committee
  - ✓ Approve the Macomb County Strategic Plan to End Homelessness and any amendments
  - ✓ Planning for and conducting at least biennially, a point- in- time count of homeless persons in Macomb County
  - ✓ Conducting an annual gaps analysis of the homeless needs and services available in Macomb County
  - ✓ Providing information required to complete the Consolidated Plan
  - ✓ Consulting with the Housing Assessment Resource Agency (HARA) and other MSHDA Emergency Solutions Grant (ESG) program recipients in Macomb County on the plan for allocating ESG program funds and reporting on and evaluating the performance of ESG program recipients and sub-recipients
- Annually assess and designate a HARA with the approval of MSHDA
- Annually assess and designate a Fiduciary for ESG Program funds with the approval of MSHDA

## **Meetings**

The Macomb County CoC will hold standing meetings of the full membership a minimum of four times per year. By the end of each calendar year, the annual meeting schedule of the four standard meetings including dates, times, and location of the meetings, will be made available for the upcoming calendar year. The agendas will be published as early as possible on the Macomb County CoC Collaborative Applicant Agency's website, and an email message will be sent to interested parties. For any additional full membership meetings or special meetings called by a board member, members will be given a minimum of a ten (10) day notice.

### Voting

Each member shall have one vote at the membership meetings. Only one (1) representative of a member organization may cast a vote. The vote of a majority of members present constitutes an act of the Macomb County CoC. Proxies can step in to represent organizations. Attendance at meetings will be open to any interested person to observe. Members must meet the threshold of attendance stated above to maintain active membership, only members in good standing and are eligible to vote.

### Quorum

A majority of 51% of the Macomb County CoC voting membership constitute a quorum at all meetings of the Macomb County CoC. No new business will be conducted unless a quorum is present.

### **Board of Directors**

The Macomb County CoC membership must establish a board to act on behalf of the Macomb County CoC. The CoC Board aims to represent a diverse array of local stakeholders and practitioners representing a range of interests and expertise. The Board will be representative of the organizations and of projects serving homeless subpopulations and include at least one homeless or formerly homeless individual (whom may be appointed by the CoC Board). The Board will consist of no fewer than 9 and no more than 15 members. A representative of the Collaborative Applicant (CoC Lead), HMIS Lead, HARA Lead and Macomb Community Action will have appointed seats on the Macomb County CoC Board. (The representatives of the CoC Lead, HMIS Lead, HARA Lead and Macomb Community Action are appointed by the mentioned Agencies).

No more than two representatives of a single organization may be elected to the Macomb County CoC Board. If one organization is represented by two board members, only one of those board members of the same organization shall be entitled to a vote. CoC Board members may not concurrently sit on the Board of Directors of the Collaborative Applicant (CoC Lead), HMIS Lead and/or the HARA Lead other than those seats appointed for those roles.

### Term

The members of the Macomb County CoC Board shall serve two-year terms beginning with the first board meeting following the annual meeting in

January, with no limits on the number of terms. See “Board Officers” for term limits for specific positions. Board members may resign from the board by a written notification to the Board President. Where a vacancy exists, the board may elect a successor by majority vote until a replacement can be elected at the next annual meeting.

### Elections

The Board Vice President will call for nominations from the membership at the meeting prior, or at least 31 days prior, to the Annual Meeting which takes place in January. The communication will request nominations from all relevant organizations and individuals. Each nominee must indicate a willingness to serve. A list of nominees shall be communicated to the membership fifteen (15) days before the annual meeting. Nominations shall be received from the floor at the annual meeting only if there are not enough nominees to fill open seats. The Board Vice President will conduct the vote. The nominees with the most votes are elected to the Board. In the event of a tie for the last seat(s), the individuals involved will have their names put on a second ballot for that seat. The individual(s) receiving the highest vote for that seat shall be elected to the Board. This process for selecting a board must be reviewed, updated, and approved by the CoC at least once every five (5) years.

### Meetings

The Macomb County CoC Board will hold a standing meeting a minimum of four times per year, more often as necessary with a minimum of a 10 day notice, at a place and time set by the Board President. Members who fail to attend two (2) consecutive standing meetings during the course of the year, or for cause, may be removed by a three-quarters vote of the current Board. If a Board Member is removed, the membership can re-elect them during the next board election.

### Voting and Quorum

A majority of more than 50% of the sitting Macomb County CoC Board constitutes a quorum at all meetings. The vote of a majority of board members present at a meeting at which quorum is present constitutes an act of the Macomb County CoC Board, including election of officers. No proxies are allowed for Board members. Attendance at all meetings of the

Macomb County CoC Board will be open to any interested person to observe. Some portions of a given meeting may be closed to the public at the discretion of the Board.

### Duties

The duties of the Macomb County CoC Board include, but are not limited to:

- Provide overall direction and leadership of the CoC
- Create Macomb County CoC ad-hoc and charter directed committees
- Appoint members to serve on Macomb County CoC committees
- Appoint chairs or co-chairs of the CoC committees
- Chair or Co-chair on at least one CoC committee
- Regularly attend CoC Membership Meetings
- Monitor activities of CoC committees, receive reports
- Provide agenda and announcements for full membership meetings
- Author and publish all official CoC communications, including advocacy and community relations
- Review annual performance reports for all project recipients and subrecipients and provide general updates and/or strategic recommendations regarding project performance and compliance to the CoC membership. Take action against poor performing recipients.
- Monitor and evaluate the performance of the CoC Housing and Service System, known as the Macomb County Strategic Plan to End Homelessness, providing an annual report to the CoC membership
- Evaluate outcomes of projects funded under the Emergency Solution Grants (ESG) program and the CoC program, and report to HUD
- Develop ranking criteria for the CoC Program Competition NOFA for member approval
- Approve the CoC Program Competition NOFA application and CoC Planning application
- Authority to sign off on or endorse proposals for other non-CoC program funding and providers
- All other duties assigned by the Macomb County CoC
- Develop and monitor compliance with MOU's with both the CoC Lead and the HMIS lead agency

## **Vacancy, Removal and Resignation**

### Vacancy

In the event of an Elected Seat vacancy, the members of the Macomb CoC Board will elect a successor to hold the vacant seat for the remainder of the term of the person vacating the seat. At the end of the term, a regular election will be held as described in this charter.

### Removal

Members of the Macomb CoC Board may remove a Board member who has unexcused absences for two (2) Board regularly scheduled meetings in any twelve-month period.

Unexcused absences from special meetings will generally not be considered in this calculation but may be included as appropriate.

Macomb CoC Board members may also be removed by a two-thirds vote of the Macomb CoC Board then-seated for cause including but not limited to:

- Failure to perform Board duties
- Failure to comply with this Charter and/or applicable policies
- Engaging in conduct that constitutes a conflict of interest
- Engaging in behavior that causes harm to the reputation of the Continuum

Such seats will then be filled through the process described above under vacancies.

### Resignation

Unless otherwise provided by written agreement, any member of the Macomb CoC Board 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 in the written notice it will take effect upon its acceptance by the Macomb CoC Board. Notification of such resignation will be made known to the membership at the meeting following the notice.

## **Board Officers**

Officers shall include the President, Vice President, and Secretary. An officer serves a two (2) year term elected by the Macomb County CoC Board by majority vote at the first standing Board meeting of the year. Board officers are restricted to two (2) terms in a specific officer position. An officer can be re-elected to that position after a two (2) year absence from that office. Board Members can run for other officer positions after vacating their current officer position due to term restrictions. A Board member is eligible to run for an officer position after one (1) year of service on the CoC Board.

### **President**

The President shall be responsible for scheduling membership and board meetings, setting the agendas, chairing the meetings, and signing any necessary documents on the behalf of the Macomb County CoC. The President is responsible for assuring that all board and membership responsibilities and resolutions are carried out.

### **Vice President**

The Vice President shall, in the event of the absence of the President, assume the responsibilities of the President. The Vice President will be responsible for the nomination process and elections and may request assistance from the membership. In addition, the Vice President shall carry out other tasks as assigned by the President.

### **Secretary**

The Secretary shall take minutes at the Macomb CoC membership and the board meetings, record attendance, and notify the membership of meeting times and dates. If absent, the Secretary is responsible for designating another person to take minutes at the meetings. The Secretary will ensure that the meeting dates, times and agendas are posted on the Collaborative Applicant's website. In addition, the Secretary will be responsible for keeping contact information for all members and board members.

## **Standing Committees**

The Macomb County CoC Board will appoint standing committees to fulfill the work of the CoC. Much of the Macomb County CoC's work is conducted at committee and workgroup meetings. Standing committees will include PointIn-Time (PIT) Count Committee, Coordinated Assessment Committee, Grant Ranking Committee, and Compliance Committee.



A Member of the Macomb County CoC Board may chair or co-chair each standing committee. Other committee membership will include relevant CoC members and other interested stakeholders or relevant experts. The standing committees will meet as many times as necessary to accomplish the assigned tasks stated in this Charter. Committees will make available all meeting minutes for the Board and provide a summary of activities and other recommendations annually or as requested by the Board. Each standing committee may create subcommittees to focus on specific issues, challenges, or projects related to the committee's assigned tasks.

Point-In-Time (PIT) Count Committee: Assist the Collaborative Applicant (CoC Lead) to plan and conduct, at least biennially, a point-in-time count of homeless persons in Macomb County that meets the following requirements.

- Homeless persons who are living in a place not designed or used as a regular sleeping accommodation for humans must be counted as unsheltered homeless persons
- Persons living in emergency shelters and transitional housing projects must be counted as sheltered homeless persons
- Other requirements established by HUD by notice

Coordinated Assessment (Entry) Committee: Responsible for oversight of the coordinated assessment system for Macomb County that provides an initial, comprehensive assessment of the needs of individuals and families for housing and services. Monitor and evaluate the quality of services and provide oversight of the recipients based upon documented outcomes. The HARA will operate the coordinated assessment system. This system must comply with any requirements established by HUD and MSHDA.

Grant Ranking Committee: Responsible for ranking projects submitted for the CoC Program Competition NOFA according to HUD guidelines. Final approvals of project rankings are approved by the Board.

Compliance Committee: Oversight of the Collaborative Applicant (CoC Lead), HMIS Lead, and other CoC funded projects. Monitor and evaluate the quality of services and provide oversight of the recipients based upon documented outcomes. Review the Annual Performance Reports of the above responsible organization and/or programs and provide strategic recommendations regarding performance and compliance to the board.

Strategic Planning Committee: The purposes of the Strategic Planning Committee are to facilitate: a. An overall assessment of the current homeless delivery system, b. A planning process resulting in a recommended Homeless and Affordable Housing Plan for member approval,

and c. An annual evaluation of plan implementation and outcomes and recommend plan revisions for board and member approval.

Data Quality Committee ("DQC"): Will utilize a continuous improvement process to identify and reduce barriers related to housing and data support services. The DQC efforts are aimed at increasing the efficiency and effectiveness of county-wide service delivery. Macomb County DQC encourages collaboration, streamlined system and data-driven decision making.

### **Conflict of Interest and Code of Conduct**

No Macomb County CoC Board member may participate in or influence discussions or resulting decisions concerning the award of a grant or other financial benefits to the organization that the member represents. Disclosures of conflicts of interest shall occur annually and at any point in the interim should new or changing conflicts arise and always prior to discussion of any such issues. Volunteers of an organization applying for funds are generally not considered to have a financial interest unless they serve on the Board or in an otherwise official capacity. Board members must recuse themselves prior to or abstain from any vote concerning the award of a grant or provision of other financial benefits to their affiliated organization.

A Macomb County CoC member who is a grant applicant cannot participate in the decision concerning the award of the grant or provision of other financial benefits to the member organization. No member organization representative shall participate in or influence discussions or resulting decisions that directly affect the financial interests of that individual, his/her immediate family, his/her employer, or other business for which they serve on their board or have a financial relationship. CoC Members must recuse themselves prior to or abstain from any vote concerning the award of a grant or provision of other financial benefits to their affiliated organization. This includes discussion and voting regarding selection of CoC Lead, HMIS lead, and HARA.

### **Designating a Collaborative Applicant (CoC Lead)**

The Macomb County CoC will designate a member organization that is a 501(c)(3) legal entity or a government entity as the Collaborative Applicant to design, operate, and follow a collaborative process for the development of applications and approve the submissions of applications in response to a Notice of Funding Availability (NOFA) published by HUD, including applying for CoC Planning Dollars (Activities). The Collaborative Applicant (CoC Lead) has the following responsibilities:

- Collect and combine information, complete, and submit the consolidated plan for the CoC Program Competition NOFA
- Apply for CoC Planning Dollars (Activities) under the direction of the CoC Board and the Collaborative Applicant Board.
- In consultation with the Macomb County CoC and HMIS Lead, develop, follow, and update annually this governance charter – amendments must be approved by the CoC Membership
- Create and maintain a Macomb County CoC page on their website and post the meeting dates and times, agendas and minutes within a reasonable amount of time.
- Custodian of all Macomb County CoC records and documents
- Upon request, Provide administrative support for the CoC as outlined in the aforementioned Memorandum of Understanding (MOU)
- In coordination with the Macomb County CoC Membership and under the direction of the CoC Board, responsible for CoC Planning that includes:
  - ✓ Evaluating and coordinating the implementation of a Housing and Service System called the Macomb County Strategic Action Plan.
  - ✓ Planning for and conduction of, a point- in- time count of homeless persons in Macomb County in accordance with HUD guidelines.
  - ✓ Consult and coordinate with ESG program recipients in Macomb County on the plan for allocating the ESG program funds and reporting on and evaluating the performance of ESG program recipients and sub-recipients

These and any additional responsibilities are documented in the Macomb County CoC Collaborative Applicant (CoC Lead) MOU.

Each year, the Collaborative Applicant (CoC Lead) will submit an Annual Performance Report as required by HUD, covering the specific functions of the Collaborative Applicant (CoC Lead) to the Compliance Committee. Poor overall performance in the annual report may result in rescinding of the Collaborative Applicant (CoC Lead) designation.

The designation of the Collaborative Applicant is valid for a maximum of 1 year before the designation must be reviewed and renewed by the Macomb Continuum of Care. The Collaborative Applicant will submit the HUD Annual Performance Report and HUD Application for CoC Planning dollars to the CoC Board annually. The CoC Board will review the Collaborative Applicant's

performance with the Continuum of Care at a meeting. The designation may be terminated earlier than the 2 year time period upon mutual agreement or for cause with a vote of 75% of the CoC membership.

### **Designating a HMIS Lead**

The Macomb County CoC membership will designate a HMIS Lead to manage the Macomb County CoC Homeless Management Information System (HMIS). The HMIS Lead has the following responsibilities:

- Develop and revise a privacy plan, security plan, and data quality plan 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
- In consultation with the Macomb County CoC and Collaborative Applicant (CoC Lead), develop, follow, and update annually this governance charter. Any amendments must be approved by the CoC Membership
- Coordinate and support operations related to HARA implementation

These and any additional responsibilities are documented in the Macomb County CoC HMIS Lead Memorandum of Understanding (MOU). 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 Compliance 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.

The designation of the HMIS Lead is valid for a maximum of 2 years before the designation must be reviewed and renewed by the Macomb Continuum of Care. The HMIS Lead will submit the HUD Annual Performance Report and HUD Application for CoC Planning dollars to the CoC Board annually. The CoC Board will review the Collaborative Applicant's performance with the

Continuum of Care at a meeting. The designation may be terminated earlier than the 2 year time period upon mutual agreement or for cause with a vote of 75% of the CoC membership.

### **Designating a Housing Assessment Resource Agency (HARA)**

The Macomb County CoC will designate a member organization, approved by MSHDA, that is a 501(c)(3) legal entity or government entity as the HARA to establish and operate a coordinated assessment (entry) system that provides an initial, comprehensive, standard assessment of the needs of individuals and families for housing and services that meets current HUD and MSHDA requirements in accordance with the existing coordinated entry policies, procedures and written standards

### **Designating a Fiduciary for ESG Program Funds**

The Macomb County CoC will designate a member organization, approved by MSHDA, that is a 501(c)(3) legal entity or a government entity as the Grant Fiduciary for all ESG program funds. This organization is responsible for the following:

- Collecting, combining, completing, and submitting the ESG Program Application
- Execution of grant documents for the communities allocation
- Assure use of funds in accordance with the grant agreement
- Monitor and evaluate the quality of services and provide oversight of the recipients based upon documented outcomes
- Collect and submit quarterly progress reports that address specific performance outcomes supported by HMIS data
- Monitor 10% of all tenant files, as well as financial records of recipients
- Maintain financial and client level records to support billings
- Claims billing and distribution of funds

### **Reviewing and Updating the Charter**

Process for Updating the Charter At least once every year the Macomb CoC must review this Governance Charter in consultation with the Collaborative Applicant and HMIS Lead. Members of the Macomb Continuum of Care, Macomb Continuum of Care Board, Collaborative Applicant, Lead Agency, or HMIS Lead may make suggestions for updating. It is the Collaborative Applicant's responsibility to review HUD rules, regulations, and guidance and to suggest updates to the Governance Charter. The updates must be presented on the agenda prior to the meeting. Updates to the Governance Charter require a 2/3's vote.

### **Review and Updating History**

<b><u>Date Revision Approved</u></b>	<b><u>Summary</u></b>	<b><u>Summary of Vote</u></b>
January 9, 2019 CoC Membership Meeting	-Appointment of a formerly homeless member can be made by CoC Board. -Membership notification prior to the annual election. -Active members-voting. -Representatives are appointed by the agencies.	Passed. All in Favor. No Opposed.

### **Non-Discrimination**

The members, officers, committee members, and contractors of the Macomb County CoC will be selected entirely on a nondiscriminatory basis with respect to race, color, national origin, age, disability, religion, gender, marital status, familial status, sexual orientation, or other federal, state or locally protected group.