

## St. Joseph CoC Governance Charter

### Section I – Name & Purpose

The official Housing and Urban Development (HUD) Designation is: St. Joseph/Andrew, Buchanan, DeKalb Counties Continuum of Care. The official HUD CoC number is MO-603. The CoC is more commonly referred to as the St. Joseph Continuum of Care. This Governance Charter provides the framework for the activities of the St. Joseph Continuum of Care (CoC).

### Section II – Vision and Mission Statement

**Mission:** The purpose of the CoC is to promote community dialogue that creates community awareness of homelessness, establishes priorities on target populations to serve, and supports the development of an effective and compassionate response that assists a person’s move from homelessness to permanent housing. The CoC and community partners will work together to prevent homelessness wherever possible and, where it cannot be prevented, make the experience of homelessness rare, brief, and non-recurring.

**Vision:** A community where everyone lives in safe and secure housing that meets their needs.

### Section III – Duties of the CoC

The duties of the CoC shall include, but not be limited to:

- Coordinating the implementation of a housing and service system within the CoC’s geographic area that meets the needs of homeless individuals and families.
- Facilitating the CoC process as defined by HUD including, designing, operating, and following a collaborative process for the development of applications and approval of the submission of applications.
- Prioritizing the need and establishing funding priorities for homeless prevention, housing, shelter and support services in the CoC.
- Increasing awareness of homelessness and homeless support services in the CoC service area.
- Focusing on the availability of decent affordable housing and adequate and effective support services in the community.

### Section IV – CoC General Membership

**Number of CoC General Membership Members:** Unlimited.

**Eligibility for CoC General Membership:** Any organization, agency, or entity or unaffiliated individual in the CoC's geographic area or with an interest in the local homeless system of care may join the CoC General Membership. Membership may include, but not be limited to: individuals with an interest in homelessness; homeless and formerly homeless persons; or representatives of organizations, including nonprofit homeless providers, victim service providers, faith-based organizations, governments, businesses, advocates, public housing agencies, school districts, social service providers, mental health agencies, hospitals, universities, affordable housing developers, law enforcement, and organizations that serve homeless and formerly homeless veterans.

**Annual Call to Join CoC General Membership:** A call for CoC General Membership members will be conducted in October and November for the upcoming year. Multiple notices will be sent, including but not limited to electronic communications and announcement at CoC meetings.

**Member Definition:** A CoC General Membership member is an organization, agency, or entity or unaffiliated individual who is part of the CoC General Membership. An unaffiliated individual is someone who is not representing an agency or organization in their participation and is not an employee of a CoC General Membership member.

**CoC General Membership Roster:** The CoC General Membership roster will be finalized by December 31 of each year and become effective January 1 of the following year.

**General Membership Voting Rights:** There will be one vote per CoC General Membership member (i.e., one vote per agency, and one vote per unaffiliated individual) when an item calls for a vote of the CoC General Membership. Only CoC General Membership members can vote for the year beginning January following the finalized roster as of December 31.

**General Membership Quorum:** A quorum of the CoC General Membership for voting purposes will be one-fifth of members.

## Section V – CoC Board

**Number of CoC Board Members:** The St. Joseph CoC shall be governed by a CoC Board consisting of up to twenty-one (21) members who serve as the primary decision-making body of the CoC.

**CoC Board Composition:**

- **Funded Agency Representatives:** One (1) representative from each Continuum of Care (CoC), Emergency Solutions Grant (ESG), and Missouri Housing Trust Funded (MHTF) funded agency (including the CoC Collaborative Applicant and HMIS lead agency).
  - Each agency appoints their one (1) representative annually.
  - If an agency loses funding, their representative remains on the Board through the end of the calendar year in which their contract period ends.
  - If a new agency receives funding, their representation begins the January following announcement of the funding award.
  - If a person serving in a funded agency representative role has a change in their employment or ability to serve as that agency's representative, that person is no longer on the CoC Board and the funded agency will appoint their new representative.
  
- **Elected Positions:**
  - Up to two (2) persons with lived experience of homelessness (preference for individuals not employed by agencies already represented on the CoC Board).
  - Other community representatives from a variety of sectors, including but not limited to:
    - Governments
    - Homeless service providers
    - Victim service providers
    - Veteran service providers
    - Faith-based organizations
    - Businesses
    - Chamber of Commerce
    - Advocates
    - Public Housing Agencies
    - Education
    - Social Service Providers
    - Mental Health Agencies
    - Tribes
    - Hospitals and Healthcare Partners
    - Culturally-specific Organizations
    - Affordable Housing Developers
    - Law Enforcement
  
- An entity may only have one employee representative on the CoC Board, with the exception of a representative with lived experience of homelessness, who may also be employed by an entity.

**CoC Board Member Voting Rights:** There will be one vote per Board member when an item calls for a vote of the CoC Board.

**Nomination to CoC Board:** Anyone wishing to be elected to the CoC Board in one of the above sectors, or a sector not listed above but which they feel is important to have represented, must reach out to the CoC Chair, Collaborative Applicant, or the Collaborative Applicant designee and express interest. The CoC Board will convene a Nominating Committee to develop a slate of Board members that meets board composition requirements which will be brought for a vote to the CoC General Membership by December 31 of each year. The board selection process will be reviewed and approved annually with the governance charter review.

**CoC Board Elections:** CoC Board elections are held annually. CoC Board elections will be held no later than December 31 of each calendar year and elected Board members will assume their office on January 1 of the following year.

**CoC Elected Board Member Terms:** For the first year following adoption of this Governance Charter, elected Board members will serve staggered terms of one and two years, followed by two-year terms thereafter for a maximum of three consecutive two-year terms. Board members appointed to fill vacancies serve out that term and are eligible for election for up to three additional two-year terms.

**CoC Board Officers:** The CoC Board shall be led by three officers: Chair, Vice Chair and Secretary. Officers will serve one-year terms with election by December 31 of each calendar year and elected Officers will assume their office on January 1 of the following year. The CoC General Membership may elect the officers at the same time the Nominating Committee presents their slate of elected Board members. Officers will serve one-year terms and may serve multiple terms.

**Filling CoC Board or Officer Vacancies:** If an elected Board member or Officer is unable to fulfill their term, the CoC Board may appoint a replacement to complete the remainder of the term.

**CoC Board Decision-Making Authority:** The CoC Board makes all decisions except for the election of Board members, governance charter changes, and matters HUD requires CoC members to approve.

## Section VI – CoC Meetings

**CoC General Membership Meetings:** The CoC General Membership will meet no less than quarterly in conjunction with CoC Board Meetings.

**CoC Board Meeting Frequency:** The CoC Board will meet no less than quarterly. All CoC Board meetings will be open to the CoC General Membership and all community members.

**Quorum:** A quorum of the CoC Board for voting purposes will be one-third, or at least seven (7) CoC Board members.

**Agendas:** Meetings will include committee reports, agency updates, timely discussions regarding CoC matters, and action items identified for a vote by either the CoC Board or the CoC General Membership.

**Special Meetings:** The Chair of the CoC, Collaborative Applicant, or the Collaborative Applicant designee may call special meetings between regularly scheduled meetings, if needed.

**Meeting Cancellation:** The Chair of the CoC, Collaborative Applicant, or the Collaborative Applicant designee may cancel meetings if there is no business to be brought before the CoC.

### Section VII – CoC General Membership Responsibilities

The CoC General Membership is responsible for fulfilling the below HUD requirements<sup>1</sup> and CoC General Membership members will participate in voting on the following topics:

- Annually review and approve the governance charter (in consultation with the CoC Board, the HMIS Lead, the Collaborative Applicant, or the Collaborative Applicant’s designee)
- Election of CoC Board Members
- Any decision explicitly required by HUD to be made by the CoC General Membership.

### Section VIII – CoC Board Responsibilities

The CoC Board serves as the governing body of the CoC and is responsible for fulfilling HUD requirements<sup>1</sup> or designating an entity or committee to complete a specific responsibility including:

- **System Leadership:** Develop a plan to coordinate the implementation of a housing and service system
- **Coordinated Entry System:** Design, operate, and monitor a coordinated entry system that provides access and assessment for housing and services, including selection and evaluation of agency implementing Coordinated Entry System.
- **HMIS Administration:** Designate a single HMIS and HMIS lead agency; approve an HMIS data privacy, security and quality plan; ensure HMIS is compliantly administered (including through periodic evaluation of HMIS lead agency); and ensure consistent participation in HMIS by recipients and subrecipients pursuant

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<sup>1</sup> HUD requirements for Continuums of Care (per 24 CFR 578.7), <https://www.ecfr.gov/current/title-24/section-578.7>

to HUD requirements. HMIS duties will be delegated via an MOU among the HMIS Lead Agency, the Collaborative Applicant, and the CoC.

- **Collaborative Applicant:** Designate a collaborative applicant to undertake the duties in Section IX of this charter and periodically evaluate the collaborative applicant's performance.
- **Written Standards:** Develop and implement written standards for providing CoC assistance, including policies and procedures as required by HUD.
- **Performance Measurement:** Establish performance targets for population and program types, monitor outcomes, evaluate performance, and support improvement of recipients and subrecipients.
- **Point-in-Time Count:** Plan and conduct at least biennial point-in-time counts of homeless persons and housing inventory within the CoC geographic area.
- **Gap Analysis:** Conduct annual comprehensive assessments and gap analyses of homeless needs compared to available housing and services.
- **Funding Priorities:** Establish priorities for funding projects using a transparent and inclusive selection process and approve the final CoC Application and project listing for the CoC consolidated application
- **Collaborative Process:** Design, operate, and follow a collaborative process for developing and approving applications in response to HUD notices.
- **ESG Coordination:** Consult with ESG recipients on fund allocation plans and performance evaluation and participate in Consolidated Planning.
- **Public Invitation:** Issue a public invitation for new members at least annually.
- **CoC Meetings:** Ensure meetings of the full membership, with published agendas, occur at least quarterly.

CoC policies and procedures approved by the CoC Board, including HMIS policies, written standards, Coordinated Entry policies, VAWA emergency transfer plan, and other such documents, shall be appended to this Charter for ease of reference and maintained by the Collaborative Applicant or their designee.

### Section IX– Collaborative Applicant Responsibilities

The City of St. Joseph is the Collaborative Applicant for the St. Joseph CoC. The Collaborative Applicant's role<sup>2</sup> includes:

- Ensuring preparation of and submitting the consolidated application for CoC funding.
- Applying for CoC planning funds on behalf of the CoC and eligible use of the funds.
- Designating a process to monitor recipients and subrecipients for compliance with program requirements and initiate corrective action when necessary.

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<sup>2</sup> HUD requirements for Collaborative Applicant (per definition in 24 CFR 578.3), <https://www.ecfr.gov/current/title-24/section-578.3>

The Collaborative Applicant or the Collaborative Applicant's designee must maintain records documenting compliance with HUD requirements, including, among others, published agendas and meeting minutes, approved Governance Charter, written process for selecting CoC Board, evidence of HMIS designation, monitoring reports, HMIS policies, written standards, Coordinated Entry policies, VAWA emergency transfer plan, and grant management documentation.

### Section X – CoC Committees

Committees develop recommendations that are presented to the CoC Board for review and approval. Only CoC General Membership members may vote at the committee level, with the exception of board-appointed committee members. The following committees will serve in an advisory capacity to the CoC Board and CoC General Membership, where appropriate:

- HUD Continuum of Care Notice of Funding Opportunity (NOFO) Committees:
  - Application Development and Scoring Tool: Open to all
  - Review and Rank: Appointed by CoC Board
  - Appeals: Appointed by CoC Board
- Operations Committee (Monitoring, Compliance, Performance, HMIS Data Quality, Coordinated Entry): Open to all
- Strategy Committee: Open to all
- Nominating Committee: Appointed by CoC Board
- Ad Hoc Committees: Called as needed by CoC Board

**Committee Chairs:** All committees will be chaired by a member of the CoC Board. CoC Board Officers, in consultation with the Collaborative Applicant, or the Collaborative Applicant designee, will identify and secure committee chairs as needed. On an annual basis, by December 31 of each year, each committee chair's ability to serve will be assessed and replacements appointed as needed.

### Section XI – Miscellaneous Provisions

**Year:** The CoC operates on a calendar year.

**Rules of Order:** When a question of procedure arises, Robert's Rules of Order Newly Revised shall be the authority.

**Meetings:** Meetings may take place in-person, via phone or electronic means or through a combination of methods.

**Voting:** CoC General Membership voting will take place at meetings. Votes may be cast through the method of participation by each CoC General Membership member.

CoC Board voting will take place at meetings. Votes may be cast through the method of participation by each CoC Board member.

Both CoC General Membership members and CoC Board members may vote asynchronously through an online-survey, but only when absolutely, strictly necessary, for example, when the question being voted on is time-sensitive and could not have occurred at a prior meeting.

A motion shall be considered approved by a simple majority of eligible voting participants in favor of the motion.

**Code of Conduct:** CoC Board members and CoC General Membership members are expected to maintain professional standards when participating in CoC activities and treat all participants with respect and courtesy. Members shall refrain from sharing any personally identifying information regarding persons served in programs.

**Conflicts of Interest:** Under general ethical principles regarding conflict of interest and in compliance with the requirements of 24 CFR 578.95, CoC Board members and CoC General Membership members shall not participate in discussions, influence decisions, or vote when they have or anticipate having a direct organizational financial gain in the outcome of a vote (except when presenting as a part of the formal application process or responding to questions related thereto). In addition, members shall not participate in decision-making processes when they, agencies they work for, agencies they are on the board of, their immediate family, or businesses they are substantively tied to could benefit (including for a one-year period after the relationship ends).

**Recusal Process:** When a member identifies that they have a potential conflict of interest, they may announce the conflict before discussion begins on the matter. They must refrain from participating in discussion and also must state they “abstain” from the vote or refrain from voting. In rare instances, when the issue is sensitive, conflicted members may be asked to leave the room during discussion and voting.