

NASHVILLE-DAVIDSON COUNTY CONTINUUM OF CARE CHARTER

Governance Charter Committee Proposed Draft (June 2024)

Preamble

In 2009, Congress passed the Homeless Emergency Assistance Rapid Transitioning to Housing (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 and 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 (HPC). The ordinance states that the Homelessness Planning Council shall serve as an independent body and shall be empowered to make decisions and recommendations as the governance board for the Nashville-Davidson County Continuum of Care, as required by 24 C.F.R. Part 578.

This Charter provides the overarching framework for how the Continuum of Care and the Homelessness 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 and Equity Statement

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

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

Below are non-comprehensive 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 and CoC Consolidated Application to HUD, and apply for CoC planning funds on behalf of the CoC, during the CoC Program Competition. In November 2023, the CoC General Membership designated the Metro Office of Homeless Services as CA for a five-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.*

Coordinated Entry (CE)- *CE is an important process through which people experiencing, or at imminent risk of experiencing, homelessness can access the crisis response system in a streamlined way, have their strengths and needs quickly assessed, and quickly connect to the appropriate housing and mainstream services within the community or designated region. One of the main purposes of CE is to ensure that people with the most severe service needs and highest levels of vulnerability are prioritized for housing and homeless assistance. The process is designed to facilitate rapid entry into the crisis response system and exit into housing, and support strategic allocation of currently available resources and identification of the need for additional resources.*

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. In 2019, the CoC adopted HMIS policies that allowed for data-sharing across provider agencies in Nashville-Davidson County. In November 2023, the CoC General Membership designated Office of Homeless Services as HMIS Lead, to be responsible for administering an effective community-wide HMIS, until some point in the year 2024, when a process to apply for this role will be developed, and the designated HMIS Lead will be elected by the CoC General Membership.*

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 and 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 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, CE Lead, 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 Governance Charter Committee shall annually review and amend this Charter as needed, to be approved by the GM and thereby develop and follow the Charter's expressed governance requirements. In so doing, the 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. Membership Application and Expectations

The CA invites new members to join via electronic application in emails distributed to a wide range of stakeholders and members, at least twice each year. The CA posts a link to the CoC Membership Form on its website, and also makes it available in fillable PDF format. Applications are also available in Word, as well as hard copy. At public meetings such as the Homelessness Planning Council, the Membership Committee Chair also extends an invitation.

To become and remain a member of the CoC, an individual or organization must submit a membership application, 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, during the 12 months prior to an election.

CoC-funded agencies are strongly encouraged to attend GM meetings, and to support and attend committee meetings. Attendance may be a factor in annual rating. CoC members are also encouraged to support the efforts of individuals appointed to serve on CoC committees.

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. Organizations must also assign a proxy liaison to vote in case the primary cannot make a vote. Each liaison must complete a conflict of interest disclosure statement. Any changes in either the primary or proxy designee shall be transmitted to Collaborative Applicant staff and the Membership Chair at least 3 days prior to any vote.

B. Member Orientation

Once an individual or organization completes a membership form, the Membership Committee Chair emails a CoC New Member Welcome, copying the Collaborative Applicant, who adds new members to the CoC listserv. The welcome email includes:

- Details on CoC General Membership meetings;
- An overview of the 3 main authorities of the GM (electing 14 members of the HPC, approving the Governance Charter, and designating the HMIS, CE, and CA Leads);
- The expectation that CoC members must attend 50% of the last 12 months’ meetings in order to be eligible to vote;
- The next meeting date and location;
- A list of CoC committees and link to interest form;
- All committee meetings are open to the public;
- A link to the Metro website for updates/agendas of committee meetings; and
- That the Membership Committee hosts periodic [CoC Member Orientation presentations](#) as a primer for new and current members to learn more and be able to ask questions.

C. 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);

- If eligible, vote at semi-annual stakeholder meetings or at special called GM meetings as appropriate;
- 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 CA, CE Lead 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; and
- Receive updates from community partners on the latest initiatives and projects.

D. Composition

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.

E. 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;
- Designate an HMIS Lead in accordance with procedures and provisions established in Section VI; and,
- Designate a CE Lead in accordance with procedures and provisions established in Section VII.

F. Meetings

To satisfy HUD's requirement, the GM shall meet at least two (2) times a year and the CA shall publish its agenda and minutes on a website accessible to the public. The GM meeting will be facilitated by a member selected by the GM via consensus. The facilitator shall possess the following desired attributes: objective; neutral; good at group process; and a proficient in conflict transformation. The facilitator shall create GM meeting agendas with due consideration to GM input. Regularly scheduled meeting agendas shall be noticed at least five (5) business days in advance. With the exception of special called meetings, all meeting notices and agendas shall cite items that will require a vote, if applicable, and where advanced notice is known. For special 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. The GM meetings shall be conducted in accordance with relevant Policies and Procedures as enacted by the GM.

To ensure clear lines of communication between the GM and HPC, a standing item on GM meeting agendas will be a report from the HPC. The GM shall appoint a liaison to report at each HPC meeting.

G. Representation and Voting

- 1. 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. Voting is limited to one designee per member or member organization.
- 2. Organizations:** Each member organization shall have one (1) authorized representative who attends and votes at the semiannual membership meetings. The authorized representative for member agencies shall be the person designated as Primary or Proxy 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/community group/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.
- 3. 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.

4. **Homelessness 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, subject to the same membership and voting requirements as individual members. Those who achieve voting status, shall have one (1) vote in the GM, 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. The HPC 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 HPC to be considered valid, a majority of seated members must participate in the decision-making process. HPC Members are expected to review materials in advance of meetings in order to actively engage in discussion of agenda topics. The HPC is responsible for approving the methodology for the Point-in-Time Count, which should occur each January, prior to the event.

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 online after approval.

The HPC 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.

To ensure clear lines of communication between the HPC and General Membership, a standing item on HPC meeting agendas will be a report from the CoC General Membership. The HPC shall appoint a liaison to report at each GM meeting. HPC members and Executive Committee members are encouraged to attend CoC GM meetings and/or join a CoC committee.

B. Composition

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

All 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, they 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, they may then be eligible to serve two (2) full consecutive terms.

D. Selection of 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 and Membership Committee is charged with developing and implementing an on-going process of identification, recruitment, and vetting of potential HPC candidates.

Each year, the Nominating and Membership Committee shall solicit among citizens with an array of desired skills and talents that are key to reducing homelessness. The Committee will be deliberate in assuring that nominees for the HPC reflect the Nashville community and a range of relevant experiences. The Nominating and Membership Committee shall:

- Solicit nominations from the CoC listserv;
- Conduct targeted outreach to underrepresented constituencies, especially those emphasized by HUD in the Consolidated Application;
- Communicate HPC responsibilities and expectations to interested candidates;
- Disseminate and collect candidate profile forms to nominated individuals; Conflicts of interest must be noted on candidate profile forms and reviewed by the Nominating and Membership Committee; and
- Collect and present candidate profiles to the GM.

HPC members shall be elected by the GM from a list of candidates prepared by the Nominating and Membership Committee and nominations made from the floor by

voting members of the CoC. Nominees must be present during the meeting in which they are nominated or otherwise able to confirm their acceptance of the nomination. Elections shall occur during the last occurring CoC GM meeting of the operating year. If the elections cannot be held during the last occurring CoC GM meeting of the operating year, the CoC shall call the election to be held at a special meeting of the voting members, in accordance with quorum expectations outlined in Subsection E.

Vacancies occurring as a result of normal term expiration, resignation, death, or removal for cause shall be filled as soon as practicable by a similar process at a 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 are made by the Metropolitan Mayor who has the discretion to appoint candidates identified through the CoC's Nominating and Membership Committee process or 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 are 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. 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. Attendance will be tracked by CA staff. HPC members missing one (1) meeting will be notified by CA staff of the attendance requirement. If a Council member misses two (2) meetings, CA staff will contact the HPC member to notify them of missed meetings and assess their willingness to continue participating, and, if warranted, make a recommendation to the Executive Committee for removal or continuation of term.

2. Quorum: The presence of a majority (50% plus one) 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 (2/3) of the seated 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 votes 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.

4. Public Comments: Public comments are welcome at the beginning of HPC meetings, if they relate to Action Items on the agenda, and in accordance with HPC enacted policies. Persons wishing to make comments must sign up at the meeting in advance; personal attendance is essential to be on the list. Individuals are expected to conduct themselves in a courteous and respectful manner.

F. 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.

G. Removal

The HPC reserves the right to recommend the removal of any officer from their position if it is deemed necessary to serve the best interests of the organization. A vote to remove an officer from their 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, the HPC may recommend to the mayor the removal of an elected or appointed HPC member. Such recommendation must be approved by a minimum two-thirds (2/3) vote of a quorum of the HPC at a regularly scheduled meeting. The following constitute grounds for HPC members to be recommended for removal, including, but not limited to:

- Failure to perform HPC duties
- Failure to meet attendance requirements
- Failure to comply with the 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
- In the event of a vacancy, a successor will be elected or appointed in the appropriate manner as set forth above to hold the seat for the remainder of the term. At the end of the term, the selection process will proceed as set forth herein.

Only the Metropolitan Nashville–Davidson County Mayor has the authority to remove an HPC Member. The vacancy shall be filled in the same manner as the initial appointment.

H. Officers

The HPC shall have two (2) officers to conduct business, comprised of a Chairperson and a Vice Chairperson. 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 two officers of the HPC should not represent the same type of constituencies. 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. HPC Chairperson

Duties include, without limitation:

- Call meetings and preside at HPC meetings;
- Make appointments of all committees, committee members and committee chairs deemed necessary for the operation of the CoC;
- Serve as a member ex-officio of all committees;
- Provide reports to the CoC as needed; and
- Implement all documents, papers, and instruments as directed by the CoC.

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

2. HPC Vice Chairperson

Duties include, without limitation:

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

No person shall serve in the HPC Vice Chair role if they have a conflict of interest as set forth in Section L.

I. HPC 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 and/or 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.

Section IV. Committees

The HPC may establish standing committees and ad hoc task forces of the CoC as needed. 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.

A. Committee Membership

Committee members are responsible for carrying out committee responsibilities and voting on relevant recommendations to the HPC.

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. 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, role, and function of the committee. Committee members shall disclose any potential or actual conflicts of interest to the committee chair. Committee chairs shall disclose current committee rosters and any potential or actual conflicts of interest to the HPC Chair. Committee chairs may recommend the removal of committee members, with a majority vote of committee members and approval from the Executive Committee.

Staff of the CA, HMIS Lead and CE Lead may not serve as committee members, but should serve as support and technical assistance/subject matter experts to committees.

B. Committee Chairs

The HPC Chair shall make appointments of all committee chairs. Chairs of HPC standing committees may resign from their respective committees by tendering a written notice to the HPC Chair. Committee chairs duties include, without limitation:

- Call and preside over committee meetings;
- Facilitate committee meetings in alignment with the CoC Charter;
- Recommend to the HPC Chair individuals interested in joining the committee;
- Recommend the removal of committee members to the Executive Committee;
- Maintain current committee rosters and conflict of interest disclosures;
- Provide reports to the CoC and HPC as needed; and
- Coordinate with support staff to maintain records and execute committee business.

C. Standing Committees

1. Nominating and Membership 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. Accepts membership applications for the CoC GM and ensures membership policies and practices are followed. Leads efforts to recruit, retain, and motivate diverse membership participation in the CoC. Tracks

attendance at GM meetings for the purposes of voting rights and offering committee support.

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

3. Executive Committee: Made up of the Officers of the CoC HPC and three (3) 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 committee member 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.

4. Data and HMIS Oversight Committee:

Improves agency and community-wide data quality, analyzes data to inform CoC system design, annually reports on data driven local funding priorities, oversees Point-in-Time counts and related methodology, and measures progress on community goals and plans to end homelessness. 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.

5. Coordinated Entry Oversight Committee:

Recommends policy guidance for the HPC on issues related to the implementation of the Coordinated Entry process. Provides ongoing support and guidance to the designated CE lead. The committee will help update the CE policies and procedures manual, on an annual basis, help determine community priorities for the CE process, ensure adherence to national CE best practices, and will participate in creating solutions to evolving CE needs. The CE committee will be responsible for creating and implementing an annual evaluation of the CE lead and reporting its findings to the GM and HPC for consideration.

6. Performance Evaluation Committee (PEC): 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 committee will collaborate with the CA and relevant stakeholders to set performance measures, assess, and monitor recipient outcomes, and address underperformance.

7. 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.

8. Equity and Diversity Committee: Evaluates and addresses inequities in homeless services by evaluating existing practices, identifying potential biases, and implementing strategies to reduce disparities. This includes developing inclusive policies and leveraging resources to reduce disparities and to ensure unbiased assistance for people experiencing homelessness.

9. Consumer Advisory Board (CAB): A committee of people with lived experience of homelessness who advise and inform the Nashville-Davidson County Continuum of Care. The CAB strives to ensure that local efforts to end homelessness and support unhoused residents, are centered around the needs, desires, and unique perspectives of those who have experienced homelessness in Nashville-Davidson County.

10. Shelter, Weather, Outreach, and Prevention (SWOP) Committee: Coordinates among outreach, shelter, and service providers to ensure people living outdoors have the information they need to access shelter and other vital resources, especially during extreme weather conditions.

11. Housing Opportunities Committee: Collaborates with local agencies, housing providers, and community stakeholders to identify, develop, and expand affordable housing solutions for people experiencing homelessness in Nashville.

11. Veterans Workgroup: Works to create a sustainable systems approach that is capable of meeting and maintaining the federal criteria and benchmarks that effectively end veteran homelessness in Nashville.

D. Ad Hoc Task Forces

The HPC or GM 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.

E. Committee Activities

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

F. Committee Authority

The HPC must approve all recommendations of the Standing Committees and Ad Hoc Task Forces before action may be taken. No standing committee or ad hoc task force has the authority to act on behalf of the HPC and/or the CoC GM beyond duties described in this Charter.

G. Committee Chairs Coordinating Meetings

Committee Chairs, along with the HPC Chair, must meet at least two times each year, to update one another on activities, streamline work and avoid duplication, and report on progress on assignment(s) assumed in Strategic Plan. Committee chairs can vote to recommend the restructuring of standing committees to be proposed to the GM or HPC and considered for potential Charter revisions during the annual review.

H. Public Attendance and Conduct at Committee Meetings

While members of the public are always welcome to attend committee meetings, they are not part of the committee deliberations and should refrain from lengthy or non-germane comments that hinder the work of the committee. Committee Chairs may curtail such comments in the interest of completing the committee's work.

Section V. Collaborative Applicant (CA) Lead

The CA is responsible for facilitating the community response to the annual Continuum of Care (CoC) Notice of Funding Opportunity (NOFO) issued by the U.S. Department of Housing and Urban Development (HUD) and providing all relevant operational, staffing, and administrative support for the CoC.

Eligible project applicants for the CoC Program Competition are found at 24 CFR 578.15 and include nonprofit organizations, states, local governments, instrumentalities of state and local governments, Indian Tribes and TDHE [as defined in section 4 of the Native American Housing Assistance and Self-Determination Act of 1996 (25 U.S.C. 4103) (TDHEs)]. Public housing agencies, as such term is defined in 24 CFR 5.100, are eligible without limitation or exclusion. For-profit entities are ineligible to apply for grants and are prohibited from being subrecipients of CoC Program grant funds.

The CA is the eligible applicant designated by the CoC GM to act on behalf of the CoC when applying to HUD for Continuum of Care grants. The Collaborative Applicant is also the only eligible applicant able to apply for CoC Planning funds on behalf of the CoC.

The CA may work/contract with other entities to perform the following duties related to CoC planning. Including, without limitation:

- Design and carry out a collaborative process for the development of an application to HUD;
- Collect and submit the required CoC Consolidated Application information for all projects the CoC has selected for funding;
- Complete program monitoring for all HUD CoC Grantees;

- Conduct an annual Point-in-Time count and gaps analysis;
- Participate in the Consolidated Plan for Nashville-Davidson County;
- Ensure operation of, and consistent participation by project sponsors in, a community-wide Homeless Management Information System (HMIS);
- Measure performance across CoC programs;
- To the extent practicable, track and/or measure performance among homelessness assistance programs that are not funded through the CoC process;
- Staff the CoC and HPC;
- Staff HPC committees listed in the CoC Governance Charter;
- Convene regular CoC meetings;
- Conduct outreach to new CoC members;
- Develop and maintain CoC membership list;
- Coordinate with mainstream and private partners;
- Develop and maintain a homeless CoC website with pertinent information for the community and service providers;
- Keep the CoC informed about relevant policy and research;
- Coordinates with the HMIS and CE lead to strengthen those systems;
- Coordinate service delivery and funding with mainstream agencies;
- Periodically provide training opportunities to the CoC membership to enhance the quality of service delivery in Nashville;
- Coordinate with Metro on winter planning activities and communication;
- Draft and implement written standards for all levels of the CoC; and
- Draft proposed agendas for CoC GM meetings, with input from membership.

Section VI. Homeless Management Information System (HMIS) Lead

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 Data & HMIS Oversight Committee;
- 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; and
- 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 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 may be found in the Nashville-Davidson County HMIS Policies and Procedures Manual¹, which set forth the duties and responsibilities of the HMIS lead. 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. Coordinated Entry (CE) Lead

The CE Lead shall manage operations and provide CE project administration functions, including staffing and managing budget and grant requirements.

The CE Lead has the following responsibilities:

- Facilitate the local CE process;
- Expand participation of services providers in CE;
- Maintain CE policies and procedures for review and approval by the CE Oversight Committee;
- Ensure the CE is administered in compliance with requirements prescribed by HUD as well as local priorities;
- Conduct and coordinate necessary CE trainings;
- Provide technical assistance as necessary related to CE.
- 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 CE Lead.

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

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

Additional information regarding the CE lead may be found in the Nashville-Davidson County CE Policies and Procedures Manual², which set forth the duties and responsibilities of the CE lead.

Section VIII. Designation and Evaluation of CA, HMIS, CE Leads

A. Designation

The GM shall designate lead agencies to manage the CA, HMIS, and CE functions of the CoC on its behalf for five-year terms. In response to negligence or poor performance of the lead, or inability to continue as the lead, the GM reserves the right to open an RFP process prior to the five-year mark and designate a new lead.

The following steps should be taken before designating a lead agencies:

1. The respective oversight committee shall review past evaluations;
2. The respective oversight committee or an Ad Hoc Task Force shall draft a Request for Proposals (RFP);
3. The RFP is distributed to the CoC list serv to open a public comment period of 30 days;
4. Ad Hoc reviews GM feedback to finalize RFP;
5. GM votes to approve and release the RFP;
6. The respective oversight committee or an Ad Hoc Task Force develops a rubric to score applications;
7. The RFP opens and a deadline is announced;
8. The respective oversight committee scores applications and compiles the results into a report that is distributed to the CoC list serv;
9. Respective oversight committee present scoring results at a GM meeting and fields questions; and
10. GM votes to designate lead.

B. Evaluation

A formal evaluation of the Collaborative Applicant, HMIS Lead and CE Lead will be performed annually. Evaluations for each role will be performed by each respective oversight committee:

1. The Performance Evaluation Committee will evaluate the Collaborative Applicant
2. The HMIS Oversight Committee will evaluate the HMIS Lead
3. The CE Oversight Committee will evaluate the CE Lead

² "Section 2: HMIS Lead Agency Roles and Responsibilities". HMIS Policies and Procedures Manual 2019, pages 3 and 4. https://www.nashville.gov/sites/default/files/2023-12/HMIS_Policies_and_Procedures_Manual.pdf?ct=1703859512

³ [INSERT CE POLICY and PROCEDURES CITATION]

Each oversight committee is charged with assuring appropriate tools are procured or developed to effectively evaluate each entity. Results of each entity's performance will be shared with the GM and the HPC on an annual basis. If there are concerns regarding compliance or performance, the respective oversight committee will develop a plan to correct issues identified by the evaluation. If egregious concerns are identified, the GM may decide to initiate the start of an RFP process to select a new entity to fulfill the duties.

Section IX. General Provisions

A. Operating/Fiscal Year

The operating and fiscal year of the Nashville-Davidson County CoC shall be from July 1 through June 30.

B. 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, and unless specified in the Charter or Bylaws, each CoC related entity may refer to Robert Rules of Order and other sources of guidance for resolving issues concerning decision-making.

C. Staff Support

The staff of the Collaborative Applicant Lead, HMIS Lead, and the Coordinated Entry Lead shall provide administrative support to the CoC GM, the HPC and the CoC Standing and Ad Hoc committees, and serve as subject matter experts when appropriate. Staff must refrain from such support in cases where a conflict of interest is present, and divulge the conflict in meetings.

D. Code of Conduct

HPC members, CoC members, and members of all CoC committees 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 relevant meetings for their respective membership and be prepared to discuss matters presented for their deliberation. HPC and CoC members are expected to deliberate in a respectful manner at all times.

All participants and attendees of public meetings, including the HPC, GM, and CoC committee meetings, are expected to abide by the following Code of Conduct:

1. Treat all participants with kindness and respect;
2. Value a diversity of views and opinions;
3. Critique ideas, rather than individuals;
4. Refrain from demeaning, discriminatory, or harassing behavior and speech;
5. Refrain from disruptive or disrespectful conduct;
6. Respect the process for meeting participation, including pre-registering to make a public comment;
7. Disclose all potential conflicts of interest when first speaking, in alignment with Section IX Part E; and

8. Adhere to the Continuum of Care Anti-Racism Pledge and abbreviated CoC Values and Equity Statement.

The meeting facilitator will use their discretion regarding whether to issue an individual warning for violations of this code of conduct or to re-state the code of conduct for all attendees. Repeated or persistent uncivil, disruptive, or obstructive conduct during meetings will be grounds for removal from meetings and further corrective or disciplinary action. Failure to act in accordance with the mission or expectations of the CoC, or failure to act in a positive and respectful manner on any matter related to the CoC, will also be grounds for corrective or disciplinary action.

E. Conflicts of Interest

A conflict of interest is an actual perceived or potential conflict that has the effect or intention of advancing one's own interest. A conflict of interest occurs when a HPC or CoC member is affiliated with or has an immediate family member who is affiliated with, an agency that receives funding overseen or distributed by the Continuum of Care 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 or CoC GM.

1. **Disclosure and Recusal Process:** Members of the HPC, GM, CoC committees and task forces, as well as staff of the CA, HMIS Lead and CE Lead must abide by the following rules in order to promote public confidence in the integrity of the CoC bodies and their processes.

Members shall not participate in or influence discussions or resulting decisions concerning the award of a grant or other financial benefit to:

- Any organization that they or a member of their immediate family represents; or
- 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.

Whenever HPC and/or CoC 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:

- Declare whether the interest is personal or financial; and,
- Withdraw from discussing, lobbying, and voting on the matter.

At the beginning of every CoC or HPC meeting, the facilitator 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 HPC and/or CoC 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.

F. Compensation

1. HPC Members: In accordance with the Metro HPC members receive no compensation as a condition of their membership on the HPC.

2. People with Lived Experience: The CoC recognizes the value and importance of authentically and meaningfully engaging people who have previously or are currently experiencing homelessness. Individuals with lived experience shall be compensated for their time and expertise shared with the CoC.

i. Pay Rate: The current rate of compensation for CoC participants with lived experience is \$20 per hour. This rate may be revised upon a vote by the HPC. As the CoC endeavors to be flexible and meet the needs of all members, CoC participants with lived experience may choose to receive eligible compensation either through a direct deposit (upon completion of a W-9 form and ACH agreement) OR via equivalent gift cards (in accordance with Metro's gift card policy). This compensation shall be drawn from the CoC Planning Grant, which is managed by the Collaborative Applicant.

ii. Applicable Hours: People with lived experience shall be compensated for time spent in CoC general membership meetings, CoC committee meetings (including CAB), and CoC trainings. Participants shall not be compensated for time attending HPC, as this conflicts with law governing Metro Nashville Boards and Commissions. When people with lived experience attend CoC Committee meetings, including the CAB, they may also be compensated for up to 30 minutes of travel time per meeting.

iii. Documentation Requirement: Adequate documentation of compensation shall be maintained by the Collaborative Applicant. This shall include individual time sheets with the names, dates, hours, locations, and descriptions of all billable hours.

G. 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 X. 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.

This version supersedes any and all previously adopted Charters. Each version of the Continuum of Care Governance Charter and their respective effective dates are outlined below:

- On May 18, 2017, the GM voted unanimously to approve the original version of the Governance Charter.
- On May 17, 2018, the GM voted to approve Version 2 of this Governance Charter as amended.
- On August 15, 2019, the GM voted to approve Version 3 of this Governance Charter as amended.
- On August 20, 2020, the GM voted to approve Version 4 of this Governance Charter as amended.
- On January 21, 2021, the GM voted to approve Version 5 of this Governance Charter as amended.
- On September 16, 2021, the GM voted to approve Version 6 of this Governance Charter as amended.

NASHVILLE CONTINUUM OF CARE ANTI-RACISM PLEDGE

As the Nashville-Davidson County Continuum of Care (CoC) Homelessness Planning Council, we take the following pledge to dismantle racism:

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. For example, Black, Indigenous, and People of Color are overrepresented in the population of people experiencing homelessness. Implicit (i.e. subconscious) biases of service providers can result in fewer housing opportunities for Black, Indigenous, and People of Color.

Cognizant of institutional and structural racism as well as the daily realities of all forms of bias, prejudice and bigotry in our own life, our family, our circles of friends, our co-workers and the society in which we live, with conviction and hope:

- We pledge to stay mindful of the power and privilege that we bring into every space that we enter and conversation that we have.
- We pledge to actively and intentionally practice antiracism when participating on the CoC Homelessness Planning Council, representing this council and the CoC in the community, and in talking about homelessness and housing issues in Nashville. While the realities of racism are much larger than us and this council, the decisions we make day-to-day as professionals can literally either open or close doors for people. We have an opportunity to learn and make different choices about how we interact with colleagues and clients, which can in turn directly impact access to and experiences of housing and services, as well as health and economic outcomes of members of our community.
- We pledge to use the knowledge we obtain and differing perspectives to which we are exposed to view each choice we make in our professional and personal lives as an opportunity to move towards racial justice or away from it. And we pledge to move towards it.
- We pledge to educate ourselves individually on racial justice issues.
- We pledge to share what We learn in our own communities: with our family, our partner, our children, our friends, our co-workers and those we encounter on a daily basis, even if and especially when this means challenging people around us in the process.
- We pledge to have difficult conversations and endure uncomfortable interactions in order to deepen our own understanding through this sharing as well as give others the opportunity to come along with us so that we can move together towards justice.
- We pledge to choose being uncomfortable so that others can be safe.

***Drafted by the CoC Data Committee and endorsed by the CoC Equity and Diversity Committee.
Approved by the Homelessness Planning Council on January 13, 2021***