

GOVERNANCE CHARTER OF THE ATLANTA CONTINUUM-OF-CARE

Purpose

The Atlanta Continuum-of-Care (Atlanta CoC) serves the needs of people experiencing homelessness in the City of Atlanta. The Atlanta CoC sets system-wide policies, develops and implements standards, and provides planning oversight to support the goal of ending homelessness. The Atlanta CoC functions as the recognized authority for the U.S. Department of Housing and Urban Development (HUD) Homeless Assistance Continuum-of-Care (CoC) funding for the City of Atlanta.

The Atlanta CoC's purposes include:

- Promoting community-wide planning and implementation to end homelessness
- Coordinating providers, State and Local Government to re-house homeless individuals and families
- Accessing resources, including the application for funding in the annual HUD Homeless Assistance Continuum-of-Care Grants competition and leveraging mainstream resources
- Driving performance across system
- Ensuring compliance with HUD regulations and assigned Continuum-of-Care responsibilities, including alignment with Federal and local priorities

Governance: The Atlanta CoC is governed by the Atlanta CoC Governing Council (the Governing Council), a voluntary policymaking body chartered by the City of Atlanta and approved by the Atlanta CoC membership, to sanction the decisions of the Atlanta CoC, in accordance with all applicable laws.

Membership: The Atlanta CoC membership is a voluntary association of representatives of leadership, service and advocacy organizations related to Atlanta's homeless population, or individuals who live or work in the City of Atlanta that are homeless, formerly homeless

and/or who demonstrate a personal commitment to ending homelessness in the City of Atlanta. These members commit to the goals of the Atlanta CoC, as set by the Governing Council.

Responsibilities

The Governing Council works with the membership to fulfill the following responsibilities, which include CoC planning, CoC operations and HMIS management:

- Promote a comprehensive housing and services system that maximizes the effective delivery of solutions to the vulnerable homeless and potentially homeless, including
 - Assessing gaps in the housing and services system, including conducting at minimum, biennial Point-in-Time (PIT) Homeless Count;
 - Approving the Strategic Plan, and monitoring and adjusting strategy accordingly throughout implementation;
 - Coordinating the housing and services system with the Federal Government, State of Georgia, City of Atlanta, Fulton and DeKalb Counties, jurisdictional Housing Authorities, the Regional Commission on Homelessness, HUD Emergency Solutions Grants, HUD consolidated planning efforts, and other similar entities in the Atlanta Metro region; and
 - Supporting public and private resourcing for the goals within the overarching plan to end homelessness

- Ensure Atlanta CoC is meeting all of the operational responsibilities assigned to it by HUD regulations, including:
 - Setting Atlanta CoC agenda, structuring Atlanta CoC committees and written decision-making process as needed, engaging Atlanta CoC members via meetings and annual invitation to new members, and annually approving a governance charter;

- Establishing local funding priorities, homeless policies and standards, and performance measurements for both overall system and Atlanta CoC and ESG recipient programs;
- Overseeing system and individual agency performance, including engaging with non-performers to manage system-wide impact, and reporting outcomes of ESG and Atlanta CoC programs to HUD;
- Establishing operational coordination programs, including but not limited to a Coordinated Assessment system;
- Designating the collaborative applicant and overseeing/approving HUD annual Notice of Funds Available (NOFA) process;
- Contracting with 501(c)3 for Atlanta CoC operational implementation via a performance-based contract with an annual assessment of performance; and
- Designating and operating a Homeless Management Information System (HMIS) in compliance with HUD requirements, including designating an HMIS lead. The Department of Community Affairs through designation by the Georgia Housing and Finance Authority, an eligible applicant, serves as the CoC's HMIS lead agency.
 - The designation of the HMIS Lead is valid for one year, and is reviewed annually by the Atlanta CoC Governing Council. No requirement for a Request for Proposal (RFP) will be made if the duties of the HMIS Lead are being dutifully fulfilled as reviewed by the Atlanta CoC Governing Council.
 - In response to negligence or poor performance of the HMIS Lead, the Atlanta CoC reserves the right to open an RFP process to designate a new HMIS Lead.
- Ensuring consistent participation in HMIS, and establishing HMIS policies and procedures as outlined in the GA HMIS Bylaws (<https://partnersforhome.org/hmis>) and the HMIS Policies and Procedures (<https://partnersforhome.org/hmis>) to include a privacy plan, security plan and data quality plan

The Continuum-of-Care membership conducts its work via committees structured by the Governing Council, to recommend decisions to the Governing Council for approval. The committees will:

- Propose policies, standards and system-wide procedural decisions that improve NOFA outcomes for application;
- Recommend and support implementation as needed of funding priorities, policy standards, HMIS/data standards, performance standards;
- Participate in the development and support the implementation of the Strategic Plan; and
- Ratify Governing Council elected positions

Governing Council

Authority: The Governing Council has the authority to act on behalf of the Continuum-of-Care., including the designation of the Atlanta CoC collaborative applicant, administrative and fiscal agent(s) and HMIS lead. It is not a legal entity. Its authority is granted by HUD mandate, City of Atlanta ordinance and ratification of elected positions by the Atlanta CoC membership.

Responsibilities: Governing Council members shall act in the best interest of the goal of ending homelessness in Atlanta.

Composition: The Governing Council composition intends to maximize coordination of resources meaningful to ending homelessness and shall align to HUD priorities. It shall be no smaller than 13 and no larger than 21 voting members, including:

- Voting ex-officio representatives appointed by virtue of office, from
 - Federal Government (1);
 - State Government agencies (3);
 - Fulton County (1);
 - City of Atlanta Council(2);
 - City of Atlanta administration (1);
 - Atlanta Housing Authority (1); and
 - Atlanta School Board(1)
 - Member of the Client Advisory Board (1)
 - Member of the Youth Advisory Board (1)
 - Chair of the Rank and Review Committee (1)

- Up to 11 at-large members who are or represent key stakeholders in Atlanta CoC, including but not limited to:
 - A business and/or foundation community;
 - a regional planning body;
 - a civic and/or faith leader with expertise in homeless services provision;
 - a behavioral health and/or healthcare services provider;

- a chronic homeless services provider;
- a homeless services provider that is a recipient of HUD's Emergency Solutions Grants program;
- an organization with expertise in workforce or employment;
- a homeless or formerly homeless person;
- a human services agency

Additionally, the Board Chair and Executive Director from the 501(c)3 will be ex-officio non-voting members of the Governing Council.

Terms: Terms of service for at-large members shall be three years. At-large Governing Council members may serve up to two terms, at which time they must rotate off the Council for at least one year. A person serving as an officer at the time his/her second 3-year term comes to an end, however, may serve the full 2-year term of office to which he/she was elected. Ex-officio members do not have term limits.

Election: At-large members are nominated by the Governing Council and then ratified by the Mayor of the City of Atlanta, followed by final ratification by the Continuum-of-Care membership.

Eligibility: Governing Council members shall be members of the Atlanta CoC.

Vacancies: Vacancies shall be filled by nomination by the Governing Council in the same manner as original appointments. Such appointment shall be for the remainder of the unexpired term.

Inaugural Council: The inaugural Governing Council was appointed by the Mayor of the City of Atlanta in January 2014. By January 2015, the inaugural Council will propose an elected slate of Governing Council members, divided into 3 classes, to serve initial terms of one, two and three years. Terms of office for at-large members thereafter will be three years.

Officers: The officers of the Governing Council shall consist of up to 4 officers, with at minimum, a Chair and a Secretary.

- The Chair is responsible for scheduling meetings and setting and presiding over the meeting agendas. The Chair shall execute all papers, documents and instruments to be executed by the Atlanta CoC.
- The Secretary shall keep accurate records of the acts and proceedings of all meetings and votes of the Governing Council and Atlanta CoC, or designate another person to do so at each meeting. The Secretary shall have general charge of all records and shall keep or cause to be kept all such records.

The Governing Council shall recommend its Chair from the at-large members of the Governing Council. The Mayor of the City of Atlanta will then appoint the Chair, subject to any approval requirements of the City of Atlanta Council. The Governing Council shall elect the Secretary. Each officer shall hold office for a term of up to two years. All officers shall hold office until their successors have been elected and qualified. Officers may serve up to two consecutive terms. No person may hold more than one office.

Meetings/Quorum: The Governing Council shall meet no less than four times per year to conduct its regular business. The presence of not less than one-half of the current membership of the Governing Council is requisite and shall constitute a quorum of all meetings of the Governing Council. Ex-officio members may send voting delegates; if a delegate is needed for a meeting, the official member must inform the Chair so that no conflicts of interest can be assured. Roberts Rules of Order will be used to conduct meetings.

Voting: All votes shall be by voice or ballot at the will of the majority of those in attendance at a meeting with a quorum represented. Electronic voting outside of meetings is also allowed, if vote responses represent a quorum. No member may vote on any item that presents a real or perceived conflict-of-interest.

Conflict of Interest and Prohibitions: Any Governing Council member having a conflict of interest or a conflict of responsibility on any matter shall make known the conflict and refrain from voting on such matter. Governing Council members will sign a Conflict-of-Interest policy

annually. Additionally, contracts between Governing Council members (or affiliate(s)) and any HUD funded agencies must be disclosed and ratified by two-thirds majority vote of the Governing Council.

Compensation: The Governing Council shall not receive any compensation for service other than approved reimbursable expenses.

Resignation/Removal: Any member may resign at any time by giving written notice to the Chair. Any such resignations shall take effect at the time specified within the written notice. A member may be removed by two-thirds vote of the Governing Council if:

- The member is absent and unexcused from two or more meetings of the Governing Council in a twelve-month period; or
- For cause, such as but not limited to, failure to disclose a conflict of interest, if before any meeting of the Governing Council at which a vote on removal will be made, the Governing Council member in question is given electronic or written notification of the Governing Council's intention to discuss his/her case and is given the opportunity to be heard at the meeting of the Governing Council.

Committees, Work Groups and Advisory Groups

Many of the tasks vital to the operation of the Atlanta CoC will be carried out by Standing Committees. Committee membership is open to all Atlanta CoC members, including governing council members. Each standing committee will be led by a Chair. The Collaborative Applicant will provide staff support to the standing committees. Standing committees will provide regular updates to the Governing Council and membership.

The Governing Council will provide high-level oversight and may delegate authority to a Standing Committee to make specific decisions on behalf of the Atlanta CoC as appropriate. The Governing Council will ensure that Committee Membership is representative, informed, and absent of conflict of interest before delegating decision-making responsibilities.

Standing Committees shall include:

- **Nominations and Membership Committee**

The Atlanta CoC Nominations and Membership Committee will develop a Membership Application and process, which will be reviewed and approved by the CoC Membership. The Committee actively recruits diverse stakeholders to the CoC Membership, Governing Council, and other Committees, including outreach and engagement to organizations serving historical marginalized populations.

- **Rank and Review Committee**

The Rank and Review Committee determines Atlanta CoC Program funding priorities and develops a rank and review process for the Atlanta CoC Program NOFO. The Committee develops performance goals, monitoring tools and protocols for the Atlanta CoC Program. The Collaborative Applicant supports the work of this committee. Individuals affiliated with organizations funded through the competitive Atlanta CoC Program NOFA process or requesting Atlanta CoC funding are prohibited from participating in this committee.

- **Data Quality Committee**

The Data Quality Committee will collaborate with the Atlanta CoC and GAHMIS Lead to research and recommend HMIS policies and procedures related to collecting, reporting, sharing, and analyzing CoC-wide HMIS data. The Data Quality Committee will ensure that annual GAHMIS lead and vendor monitoring occurs. The Data Quality Committee will provide the CoC Governing Council with its feedback and recommendations on the performance of the GAHMIS Lead Agency and the results of monitoring. The Governing Council will approve any recommendations resulting from the monitoring.

- **Coordinated Entry Committee**

The Coordinated Entry Committee is responsible for developing Atlanta CoC coordinated entry policies and procedures including coordinated entry monitoring protocols to be reviewed and approved by the Governing Council.

- **Ad Hoc Workgroups and Advisory Councils**

In addition to the standing committees, the Governing Council may form short-term workgroups on an as-needed basis to accomplish certain tasks. The Governing Council may also form specialized stakeholder groups, such as shelter providers or persons with lived experience both adults and youth, which meet regularly to network, share best practices, and provide input to the Governing Council and Standing Committees as needed.

Relationship to Atlanta CoC: Only Atlanta CoC members may serve on a committee. Committees should seek to leverage the full Atlanta CoC for input wherever possible, and may call special meetings of the Atlanta CoC for this purpose.

Specific Committee Requirements:

- No HUD-funded provider, or affiliate of, may sit on the Ranking & Review Committee or any other committee associated with decisions for which the provider, or affiliate of, has any financial interest.
- Members of any committees that vote on funding or financial matters shall sign a Conflict-of-Interest policy annually.
- The Strategic Planning Committee shall be chaired by a member of the Governing Council.
- The Nominating/Governance Committee should consist of 50% Governing Council members and 50% non-Governing Council members. The Committee chair shall be a member of the Governing Council and shall not have a vote except in the case of tie.

Atlanta CoC Membership

Composition: The Atlanta CoC composition intends to broadly represent community stakeholders who are engaged in or committed to ending homelessness in the City of Atlanta, and shall align to HUD priorities. Members should broadly include homeless service providers, faith-based organizations, governments, businesses, advocates, public housing agencies, educational institutions, social service and health providers, affordable housing developers, community organizations, homeless and formerly homeless individuals, individuals committed to ending homelessness, and others who meet such reasonable additional qualifications, if any, established by the Governing Council. All Continuum-of-Care and Emergency Solution grantees are required to be members.

Membership: All members (voting or non-voting) will be required to sign a form to commit to the goals of the Atlanta CoC, as set by the Governing Council.

There are two types of membership, voting organization and non-voting.

- Voting organization membership is open to any organization with a current HMIS account or certified domestic violence agency; these organizations must have operations within the City of Atlanta. Each voting organization shall designate one individual that will serve as its official voting delegate, who shall have attended at least one Atlanta CoC meeting and one Atlanta CoC committee meeting in the previous 12 months to any vote.
- Non-voting membership includes any organization or person who lives or works in the City of Atlanta that is committed to the goals and priorities of the Atlanta CoC. Note that any person employed by a voting organizational member may also join the Atlanta CoC as a non-voting individual member.

Recruitment: The Atlanta CoC or its designee will publish and appropriately disseminate an open invitation at least annually for persons who live or work within the City of Atlanta to join as new members.

Meetings: The Atlanta CoC full membership will meet at least twice annually as a full body. These meetings will include discussion and input from the membership. Meetings will be announced publicly, utilizing one or more of the following: the City of Atlanta website, the 501(c)3 website, the Atlanta CoC listserv.

Qualifications: Members will be required to sign a form to commit to the goals of the Atlanta CoC, as set by the Governing Council.

Voting: Consensus of the group as a whole is considered to be the most useful and healthy means of making a decision. However, in the event that a consensus is not forthcoming, the following voting regulations will be called upon: majority vote, where all voting organizations have one vote; a quorum will be represented by a presence of 25% of the voting members; votes may also occur through a proxy for a voting organization.

Other

Atlanta CoC charter shall be approved by the Atlanta CoC annually.

The charter may be amended by 2/3 majority vote of the Governing Council at a meeting at which a quorum is present.

The process for selecting the Governing Council must be reviewed, updated and approved at least once every 5 years.