

Somerville/Arlington Continuum of Care Governance Charter

Current version: ADOPTED on September 19th, 2017.

Introduction and Purpose

The **Somerville/Arlington Continuum of Care (CoC)** is a planning body that promotes a community-wide commitment to the goal of preventing and ending homelessness. The CoC is a collaboration of non-profit agencies, government officials, public housing authorities, school administrators, local businesses, civic organizations, faith-based groups, and individuals that are committed to working together to eliminate homelessness. The CoC covers the geographic areas of the city of Somerville and the town of Arlington. As part of its goal of ending homelessness, the CoC coordinates funding for permanent supportive housing and transitional housing for homeless individuals and families, promoting access to and effective use of mainstream programs, and optimizing self-sufficiency among individuals and families experiencing homelessness.

Annually, the Department of Housing and Urban Development (HUD) issues a NOFA [Notice of Funding Availability] that competitively seeks applications for funding through its *Continuum of Care Programs*. The NOFA requires evidence that the CoC actively addresses issues of homelessness in its geographic area through a coordinated planning process. This process must include identifying needs of homeless individuals and families and building a system of housing and services that addresses those needs.

ARTICLE I. – Continuum of Care Membership and Meetings

Section 1. **General Membership and Meetings.** Somerville/Arlington Continuum of Care's (CoC) membership is open to all stakeholders interested in ending homelessness within the city of Somerville and town of Arlington. The CoC seeks representation from the following stakeholders: non-profit homeless assistance providers; victim service providers; faith-based organizations; government agencies; businesses; advocates; public housing authorities; school districts; social service providers; mental health and substance abuse agencies; hospitals and community health centers; universities, affordable housing developers, law enforcement, organizations that serve veterans, and homeless or formerly homeless individuals. The CoC issues a public invitation for new members from within the CoC's geographic area at least annually.

Somerville/Arlington CoC general meetings, with published agendas, will be held at least eleven (11) times annually. Meetings are generally held on the third Tuesday of each month at 2:00 PM at locations available to accommodate the CoC within Somerville or Arlington, Massachusetts.

ARTICLE II. – Continuum of Care BOARD

Section 1. **BOARD Purpose.** The purpose of the Somerville/Arlington Continuum of Care Board is to make decisions and act on behalf of the CoC .

The **Board** will carry this out through the following efforts:

- Planning and prioritization of both new and renewal projects funded through the HUD’s Continuum of Care Program and Emergency Solutions Grant Program (ESG)
- Coordinating the CoC’s activities to further implementation efforts of the local 10 Year Plan to End Homelessness, Consolidated Plan and Annual Action Plans
- Oversight of Somerville/Arlington’s Continuum of Care compliance with and implementation of the HEARTH Act, *Opening Doors: Federal Strategic Plan to Prevent and End Homelessness*, and HUD’s Continuum of Care Program (Interim Final) Rule at 77 FR 45422 (July 31, 2012).

Section 2. **Board Composition.** The Board composition will vary year-to-year. Generally, it represents the following:

- City of Somerville (Collaborative Applicant)
- Town of Arlington (Municipal Member)
- Somerville Housing Authority (PHA)
- Homeless Services Providers (Individual, Family, Veteran, Youth)
- Homeless Advocates
- Legal Services
- Community Development Corporation
- Homeless or Formerly Homeless Individual(s)
- ESG Sub-Recipient Agencies

Section 3. **BOARD Membership/Voting.** The Board is the decision-making body of Somerville/Arlington Continuum of Care and consists of *Voting* members within the CoC.

An organization, or unaffiliated individual such a homeless or formerly homeless person, or other member of the community, is a Board member, with its voting privileges, so long as they are “Active Members”. “Active Membership” is defined as participating in the CoC, by regularly attending meetings, having attended at least 75% of general meetings in the previous 12 months. Only Active Members may vote on issues brought before the CoC. For voting purposes, each Board member organization/agency shall have one vote and shall designate one person to represent the organization/agency/municipality in matters that require a vote. Active membership is also a requirement for accessing HUD CoC and ESG funds. In addition, the Board shall include at least one Emergency Solutions Grant (ESG) program recipient agency located within the CoC geographic area. In the event of a tie vote, then the City of Somerville (as the Collaborative Applicant for the CoC) shall make the decision, taking into due consideration the views of the other voting Board members. Each agency is expected to have a representative serve as a co-chair on a rotating basis.

Section 4. **Board Responsibilities.** The Board (directly or through committees) will conduct the following activities:

(a) **Operations**

- Hold and document at least semi-annual general membership CoC meetings
- Make invitations for new members to join publicly, at least annually
- Review and update, as needed, this Governance Charter at least annually

- Adopt and follow a written process to select the members of the Board to act on behalf of the CoC; process must be reviewed and adopted at least every 5 years
- Appoint additional committees, subcommittees, or workgroups
- Consult with recipients and subrecipients to establish performance targets for appropriate population and program types, monitor recipients and subrecipients performance, evaluate outcomes and take action against poor performers
- With ESG grant recipients, ensure the operation of a centralized or coordinated assessment system and implementation of a housing and services system
- In coordination with ESG recipients, establish and consistently follow written standards for providing CoC assistance
- Oversee the operation of the CoC in accordance with HUD's CoC Regulations

(b) HMIS

- Designate one Homeless Management Information System (HMIS)
- Designate one organization to be HMIS Lead Agency
- Review, revise, and approve privacy, security, and data quality plans
- Ensure consistent participation of recipients/subrecipients in HMIS
- Ensure that the HMIS is administered in compliance with HUD requirements

(c) Planning

- Consult with State and local ESG recipients in the geographic area on the plan for allocating ESG funds and reporting/evaluating performance of ESG programs
- Oversee Continuum of Care Planning in accordance with HUD's CoC regulations
- Oversee Implementation of the Housing Inventory Chart (HIC), Point in Time (PIT) Count, Annual Homeless Assessment Report (AHAR), and Annual Gaps Analysis of homeless needs and services available.
- Identify barriers to accessing housing programs

(d) Application(s) for Funds

- Design, operate and follow a collaborative process for the development of project applications, the ranking and tiering of projects, and the approval of project applications to be submitted in response to a CoC Program NOFA
- Establish priorities for funding new and renewal CoC programs

Section 5. **BOARD Officers and Duties.** The officers consist of two (2) co-chairs. These co-chairs perform the duties prescribed by this Governance Charter. The co-chairs are responsible for establishing the date, time and location for each CoC meeting. co-chairs will be responsible for soliciting agenda items from members (e.g. via email) generally at least one week in advance; setting the agenda; and providing a written agenda for each CoC meeting. Their duties also include chairing and convening all general and special meetings. The co-chairs assure that minutes are documented in a written format, and distributed to CoC members. Co-chairs are also responsible for keeping written attendance records of membership meetings that contain attendees' signatures. The co-chairs also have the authority to call a special meeting in person or via other means (telephone, webcast, conference call) with 3 days' notice of the meeting.

Section 6. **Officer Nominations.** Any CoC member may nominate a Board member for a vacant officer position. A nomination must be seconded by one additional voting Board member.

Section 7. **Officer Elections and Terms of Office.** The Board members elect the co-chairs by simple majority through a quorum vote as constituted in the Governance Charter. The term is one year but co-chairs may serve until their successor is elected, not to exceed two years.

Section 8. **Board Voting on Motions.** The Board votes on issues that require formal approval. A Board member makes a motion. The motion is seconded by another member and a full vote is taken. The Board's meeting minutes reflect the motion, the second and the outcome of the formal vote including the number of "yeas" and "nays" and "abstentions". One Board member from each agency ("Active Member") or an unaffiliated individual present for the meeting are entitled to one vote. All votes are determined by a majority of voting members (i.e. agencies and unaffiliated individuals) present.

The co-chairs may also authorize a vote to be taken via electronic mail if necessary. The co-chairs coordinate this type of vote. In the interests of full transparency, for votes conducted via email, Board members "reply to all".

For unanticipated motions, any Board member agency may request to table a vote until the next Board meeting.

Section 9. **Voting Quorum.** Fifty percent of Board member agencies constitutes a quorum.

Section 10. **Board Member Removal/Vacancies.** A 2/3 vote from the Board may remove a member of the Board for good cause shown, after due notice to the Board with an opportunity to contest such removal. A Board member may also resign their membership on the Board by providing written notice to the Board.

ARTICLE III. – Subcommittee Composition and Mission

Section 1. **Subcommittee Composition/Responsibilities.** The membership of each subcommittee is comprised of interested parties and experts.

Section 2. **Subcommittee Meetings.** The CoC subcommittees meet at least quarterly to conduct required business. Each subcommittee's chairperson is responsible for coordinating the agendas of these meetings, for keeping written attendance records of subcommittee meetings, and providing updates to the Board on the subcommittee's activities. Each member of a subcommittee is expected to participate and contribute fully.

Section 3. **Standing Subcommittees.** The Somerville/Arlington CoC Board has organized the following subcommittees:

Governance: This Subcommittee serves as a problem-solving group to identify and address issues too detailed to be of interest to the general membership or too complex to be efficiently resolved in discussion with the Board relating to the operation of the CoC and Board. The Governance Subcommittee works to clarify and define problems, to determine additional information required to better understand the problem, to propose possible solutions, and to project the impact of each course of action. The Governance Subcommittee takes on issues primarily related to ensuring HUD, HEARTH Act, CoC (Interim) Rule and ESG Rule compliance and effective monitoring and makes recommendations to the Board for their review and input.

Evaluation: The duties of the Subcommittee are to: conduct annual site visits to agencies receiving HUD and ESG funding; review client files; organize for annual program evaluations; review of permanent housing bonus project applications; and generate program scorecards for HUD's NOFA Prioritization/Tiering process. The Subcommittee reviews and updates as needed the scoring checklists/tools, gathers relevant information from each agency/program, and oversees the score assigned to each program. The Subcommittee reaches consensus on each overall score. The Subcommittee solicits applications for the permanent housing bonus and makes a recommendation to the Board.

HMIS: The Subcommittee's role is to implement and oversee the HMIS Policies and Procedures as approved. The committee will work to improve the usefulness/accuracy of HMIS data available to the CoC on homeless and 'at risk' populations/sub-populations in its jurisdiction by identifying and addressing data quality and reporting issues; assessing the project level performance, and making recommendations to the Board on: how to increase accuracy; completeness and timeliness of reporting; and prioritizing HMIS changes to achieve improvements. The Subcommittee conducts quarterly performance reviews of programs.

Planning: The Subcommittee's mission is to engage in broad planning for housing and the related needs of the homeless and those at risk of homelessness through the 5year strategic plan. The goals include to - develop a comprehensive resource list that covers all areas of need for homeless or at risk of homeless in the CoC geographic area; increase affordable housing and develop strategies for this; and develop a 5year strategic plan for the CoC.

Section 4. **Ad Hoc Subcommittees.** The Board may create ad hoc subcommittees in response to an emerging planning need or requirement within the CoC. The Board provides direction to this subcommittee to guide its efforts. This type of subcommittee will typically be organized on a time limited basis.

ARTICLE IV. – Code of Conduct

CoC members that support the operation of the Somerville/Arlington CoC shall abide by all sections of the code of conduct below. Failure to act in accordance with the code of conduct may result in removal from the membership of the Board and/or the CoC.

Section 1. **Conflict of Interest.** The necessity for the fair and impartial administration of government funds and the enforcement of the funder program requirements makes the avoidance of any conflict of interest of primary importance. A conflict of interest is a situation in which a CoC member's private interest, usually financial, conflicts or raises a reasonable question of conflict with his or her official duties and responsibilities. If there is a conflict of interest, a CoC member must disclose in writing any conflict for the record and must recuse him/herself from voting on that related matter.

(a) No CoC member may request or receive, in any manner whatsoever, compensation or anything else of value: (i) for performance of his or her duties; (ii) for influencing or appearing to influence such performance; or (iii) be compensated from the CoC. Most, if not all attendees are paid by their agency or organization for the time spent at the CoC meetings

(b) No CoC member may participate in any matter relating to any entity in which, to his or her knowledge, the employee, or a member of his or her immediate family, or his or her business partner or

any business organization in which he serves as an officer, director, trustee, or employee, or any person or organization with whom he or she is negotiating or has any arrangement concerning prospective employment, has a financial interest.

Section 2. **Discipline.** Violations of this code will result in disciplinary actions which may include written warnings, suspension of the agency from membership in the CoC or termination of the violating agency's membership in CoC.

Section 3. **Dissemination.** This code shall be disseminated to the Executive Directors of all agencies which are members of the CoC.

Section 4. **Distribution.** This Code of Conduct is distributed periodically in paper form to the Executive Directors of all agencies which are members of the CoC, and distributed periodically in electronic form to all the executive directors of all member agencies, who shall then distribute it electronically to all employees, officers and agents of the CoC.

ARTICLE V. - Homeless Management Information System (HMIS)

Section 1. **HMIS Purpose.** The purpose of an HMIS, whether funded by public or private resources, is to record and store client-level information about the numbers, characteristics, and needs of persons who use homeless housing and supportive services and for persons who receive assistance for persons at risk of homelessness. HMIS also stores information about projects in the region including project type, capacity and other details that are required for reporting and coordinated entry.

Section 2. **Definitions.** *Definitions related to the operation of the HMIS include:*

(a) **Homeless Management Information System (HMIS)** means the information system designated by the Continuum of Care to comply with HUD data standards and used to record, analyze, and transmit client and activity data in regard to the provision of shelter, housing, and services to individuals and families who are homeless or at risk of homelessness.

(b) **Aggregation of HMIS Data.** HMIS data is aggregated from all data sources to generate all regional reports as required by HUD including the System Performance Measures, the Annual Homeless Assessment Report, the Housing Inventory Chart and the Point in Time Count. These reports provide information about the extent and nature of homelessness over time; produce an unduplicated count of homeless persons; help understand patterns of service use; and, measure the effectiveness of homeless assistance projects and programs.

(c) **Uses of Aggregate HMIS Information.** Information generated from the HMIS: (i) Will be used by recipients and sub-recipients to report to HUD and for such other reasons as may be required by HUD; (ii) Will be used by HUD and other Federal agencies to report to Congress, to evaluate recipient performance, and for such other reasons as may be specified in law or regulation or by HUD through notice; and (iii) May be made available to the public to raise awareness and enhance local planning processes.

(d) **HMIS Lead** means the entity designated by the Continuum of Care to operate the Continuum's HMIS on the Continuum's behalf.

(e) **Comparable Database** means a database that is not the Continuum’s official HMIS, but an alternative system that victim service providers and legal services providers may use to collect client-level data over time and to generate unduplicated aggregate reports based on the data, and that complies with the requirements of this part. Information entered into a comparable database must not be entered directly into or provided to an HMIS.

(f) **Contributing HMIS Organization (or CHO)** means an organization that operates a project that contributes data to an HMIS.

(g) **Data recipient** means a person who obtains personally identifying information from an HMIS Lead or from a CHO for research or other purposes not directly related to the operation of the HMIS, Continuum of Care, HMIS Lead, or CHO.

(h) **HMIS Vendor** means a contractor who provides materials or services for the operation of an HMIS. An HMIS vendor includes an HMIS software provider, web server host; data warehouse provider, as well as a provider of other information technology or support.

(i) **Participation Fee** means a fee the HMIS Lead charges CHOs for participating in the HMIS to cover the HMIS Lead’s actual expenditures, without profit to the HMIS Lead, for software licenses, software annual support, training, data entry, data analysis, reporting, hardware, connectivity, and administering the HMIS.

(j) **Protected Identifying Information** means information about a program participant that can be used to distinguish or trace a program participant’s identity, either alone or when combined with other personal or identifying information, using methods reasonably likely to be used, which is linkable to the program participant.

(k) **Unduplicated Count** of homeless persons means an enumeration of homeless persons where each person is counted only once during a defined period.

(l) **User** means an individual who uses or enters data in an HMIS or another administrative database from which data is periodically provided to an HMIS.

(m) **Victim service provider** means a private nonprofit organization whose primary mission is to provide services to victims of domestic violence, dating violence, sexual assault, or stalking. This term includes rape crisis centers, battered women’s shelters, domestic violence transitional housing programs, and other programs.

Section 3. **Responsibilities of the CoC and CHOs**

1) Designate a single information system as the official HMIS software for the geographic area. The software must comply with the requirements of the CoC (Interim) Rule.

(2) Designate an HMIS Lead to operate the HMIS. The HMIS Lead must be a state or local government, an instrumentality of state or local government, or a private nonprofit organization.

(3) Develop comprehensive policies and procedures, an MOU between the HMIS Lead Agency and the Collaborative Applicant, and HMIS agreements that allows the HMIS lead to have access to client level data that is stored in HMIS for each CHO requiring the CHO to comply with this part and imposing sanctions for failure to comply; additional requirements may be issued by notice from time to time.

(4) Maintain documentation evidencing compliance with this part and with the governance charter;

(5) Review, revise and approve the policies and plans (required by this part and by any notices issued from time to time).

Responsibilities of the CHO:

(6) Each recipient and sub-recipient of ESG and CoC grant funds enters data in HMIS or a comparable database, as provided under this part.

(7) Victim service providers are notified that victim service providers shall not directly enter or contribute data into an HMIS if they are legally prohibited from participating in HMIS.

(8) Legal service providers are notified that they may choose not to use HMIS if it is necessary to protect attorney-client privilege.

Victim service and legal service providers that are recipients of funds that require participation in HMIS that do not directly enter or contribute data to an HMIS must use a comparable database instead.

(1) Standards for a comparable database: (i) The comparable database must meet the standards of this part and comply with all HMIS data information, security, and processing standards, as established by HUD in notice. (ii) The comparable database must meet the standards for security, data quality, and privacy of the HMIS within the Continuum of Care. The comparable database may use more stringent standards than the Continuum of Care's HMIS.

(2) Victim service providers and legal service providers may suppress aggregate data on specific client characteristics if the characteristics meet the requirements of this part and any conditions as may be established by HUD in notice.

Section 4. HMIS Lead Agency

(a) **HMIS Lead Agency.** The Somerville Homeless Coalition (SHC) hereby agrees to serve as the HMIS Lead Agency for the Somerville/Arlington CoC. The City of Somerville, as Collaborative Applicant and Lead Agency, will ensure that the HMIS Lead Agency requirements to establish, support and manage the HMIS in a manner that will meet HUD's standards for minimum data quality, privacy, security and other HUD requirements for organizations participating in an HMIS are met. SHC as the Lead HMIS Agency will: coordinate the CoC's implementation of the HMIS software; provide assistance and guidance to all CoC project applicants; lead the CoC's efforts to assess and improve HMIS implementation, compliance and data quality; inform CoC members of training opportunities; and develop comprehensive policies and procedures.

(b) **Duties of the HMIS Lead Agency:**

(1) Ensure the operation of an HMIS sufficient to include all beds and services set aside for homeless

and/or at risk populations. Duties include establishing the HMIS; conducting oversight of the HMIS; and taking corrective action, if needed, to ensure that the HMIS is compliant with these requirements.

(2) Develop written HMIS policies and procedures in accordance with HUD requirements;

(3) Execute a written agreement with each of the HMIS vendors that are used by each CHO. Each CHO has an agreement with the vendor providing HMIS services and hosting client data. These agreements include the obligations and authority of the HMIS vendor, the HMIS Lead, and the CHO. The requirements of the security plan with which the CHO must abide, the requirements of the privacy policy with which the CHO must abide, the sanctions for violating the HMIS Participation Agreement (e.g. imposing a financial penalty, requiring completion of standardized or specialized training, suspending or revoking user licenses, suspending or revoking system privileges, or pursuing criminal prosecution) are included in the agreement between the CHO and their HMIS solution provider. The HMIS Lead and the CHO will process Protected Identifying Information consistent with the agreements and may address other activities to meet local needs;

(4) Serve as the Applicant (if necessary) to HUD for grant funds to be used for HMIS activities for the Continuum of Care's geographic area, as directed by the CoC and, if selected for an award by HUD, enter into a grant agreement with HUD to carry out the HUD-approved activities;

(5) Monitor and enforce compliance by all CHOs with the requirements of this part, and the details outlined in the HMIS Policies and Procedures document, and report on compliance to the Continuum of Care and HUD;

(6) The HMIS Lead Agency will submit its security plan, data quality plan, and privacy plan to the CoC for approval. The HMIS Lead must review and update the plans and policy at least annually. During this process, the HMIS Lead must seek and incorporate feedback from the Continuum of Care and CHOs. The HMIS Lead must implement the approved plans and policy.

(7) The HMIS Lead is responsible for ensuring that HMIS processing capabilities remain consistent with the privacy obligations of its users.

(8) Ensure compliance with the technical standards applicable to HMIS, as provided in HUD's most recently issued Technical Standards.

(9) Follow HUD standards for maintaining data.

(10) Archive data. Archiving data means the removal of data from an active transactional database for storage in another database for historical, analytical, and reporting purposes. The HMIS Lead must follow archiving data standards established by HUD in notice, as well as any applicable Federal, state, territorial, local, or data retention laws or ordinances.

(c) HMIS Lead Agency also agrees to complete the following:

(1) Integrate and warehouse data, including development of a data warehouse for use in aggregating data from sub recipients using multiple software systems;

- (2) System administration;
- (3) Report to providers, the Continuum, and HUD.
- (4) Travel to conduct intake and to attend training;
- (5) Implement and comply with HMIS requirements; and
- (6) Provide training to CHOs when training by the state is not available.

(d) **Duties of Contributing HMIS Organization (CHO).** *CHOs must comply with the applicable standards set forth in this part:*

(1) Enter into agreements with the entity that provides the HMIS software (such as the MA Department of Housing and Community Development, the City of Cambridge, or other private organizations), that covers all requirements for hosting of data, and the backup, recovery and repair of data in a manner that meets all Federal, State and local privacy requirements.

(2) Implementing Specifications. A CHO must comply with Federal, state, and local laws that require additional privacy or confidentiality protections. When a privacy or security standard conflicts with other Federal, state, and local laws to which the CHO must adhere, the CHO must contact the HMIS Lead and collaboratively update the applicable policies for the CHO to accurately reflect the additional protections.

(3) The CHO must comply with the HMIS lead’s privacy policy, including data collection limitations; purpose and use limitations; allowable uses and disclosures; openness description; access and correction standards; accountability standards; protections for victims of domestic violence, dating violence, sexual assault, and stalking; and such additional information and standards as may be established by HUD in notice.

(4) Every CHO with access to protected identifying information must implement procedures to ensure and monitor its compliance with applicable agreements and the requirements of the governance agreement and participation agreement; including enforcement of sanctions for noncompliance.

(5) Travel to conduct intake and to attend training;

(6) Implement and comply with HMIS requirements; and

(7) Require the HMIS vendor and the software to comply with HMIS standards issued by HUD.

ARTICLE VI. – Collaborative Applicant

The Somerville/Arlington CoC Board designates the City of Somerville as the Collaborative Applicant representing the Somerville/ Arlington Continuum of Care. The City of Somerville is responsible for conducting the duties and responsibilities of the Collaborative Applicant (24 CFR 578.9) as outlined in the US Department of Housing and Urban Development’s Continuum of Care Program Regulation as codified in 24 CFR 578.

ARTICLE VII. - Amendments

The Governance Charter may be amended or repealed at any time by a two-thirds vote of the Board provided there is a quorum.

ARTICLE VIII. - Non-Discrimination

It is the policy of the Somerville/Arlington CoC that no person shall be discriminated against because of their race, sex, age, marital status, religious creed, color, national origin, disability, sexual orientation, or because they have minor children, or receive public assistance. The CoC shall be operated in an open and democratic fashion and shall not discriminate against anyone because they are a member of one of the above groups.

ADOPTED on September 19th, 2017.

The CoC Board approves and adopts the current version of the Somerville/Arlington Continuum of Care Governance Charter as of September 19, 2017:

Kelly F Donato
City of Somerville

ELIZABETH WINSTON JUST-A-START CORP.

Susanne Hegel
Cambridge & Somerville Legal Svcs

Dana Mendel

Heading Home Inc.
Antwan Street

Waysele - Short Stop

Michael Kelly
Somerville Homeless Coalition

Rita Shah

Housing Corporation of Arlington

Laura Wiener

Town of Arlington

Nancy Karanash

Catholic Charities

Jennifer Walter

RESPOND, Inc