



## Cape Fear Homeless Continuum of Care (CFHCoC) Bylaws

Revision Number	Revision Date	Summary of Revisions
1	3/25/2021	<ul style="list-style-type: none"> <li>• Added in Executive Committee language (PG7)</li> <li>• Monitoring Committee as a permanent committee (PG11)</li> </ul>
2	7/16/2021	<ul style="list-style-type: none"> <li>• Defines “High Performing” (pg. 4)</li> <li>• Revises Active Membership Meeting Attendance (pg. 5)</li> <li>• Defines “Good Standing” (pg. 6)</li> <li>• Revised Board Terms &amp; Elections (pg. 7)</li> <li>• Revises terms for Officers (pg. 8)</li> <li>• Clarifies Duties of Officers (pg. 8)</li> <li>• Revises Board vacancy &amp; renewal terms (pg. 8)</li> <li>• Establishes Ex Officio Board Member as Nonvoting (pg. 9)</li> <li>• Revises Code of Conduct/Conflict of Interest policy (pg. 10)</li> <li>• Revises language for Ranking &amp; Monitoring Committees (pg. 11)</li> </ul>
3	1/20/2022	<ul style="list-style-type: none"> <li>• Clarification in Art. III, Sect.3 – Active Membership</li> </ul> <p>Article IV :</p> <ul style="list-style-type: none"> <li>• Sect. 2 – Eligibility for CoC Board</li> <li>• Sect. 3 – CoC Board Membership Updated</li> <li>• Sect. 5 – Officers, edited</li> <li>• Sect. 7 – Vacancies, Removals Updated</li> <li>• Sect. 8 – Revised.</li> </ul> <p>Article V:</p> <ul style="list-style-type: none"> <li>• Sect. 2 – CoC Board meeting clarification</li> <li>• Sect. 5 – CoC Quorum clarification</li> </ul> <p>Article VII:</p> <ul style="list-style-type: none"> <li>• List of Committees Updated</li> </ul>
4	08/16/2022	<ul style="list-style-type: none"> <li>• Article III, Section 2 Membership <i>Clarity of Individual Membership</i></li> <li>• Article IV, Section 3 Terms &amp; Elections <i>Seats for BOD members</i></li> <li>• Article IV, Section 4 Duties of CoC Board <i>Requirements of attendance</i></li> <li>• Article VII, Section 1 Committees/Duties <i>Committee Reporting, renaming of Structure Committee &amp; typo correction</i></li> </ul>

<p style="text-align: center;"><b>5</b></p>	<p style="text-align: center;"><b>10/18/2022</b></p>	<ul style="list-style-type: none"> <li>● Change of name from Tri-HIC to Cape Fear Homeless Continuum of Care abbreviated as CFHCoC</li> <li>● Replacement of updated logo</li> </ul>
<p style="text-align: center;"><b>6</b></p>	<p style="text-align: center;"><b>11/15/2022</b></p>	<ul style="list-style-type: none"> <li>● Article I, Section 3 Administration, <i>Revision of Letters D and E, now combined Clarity of Collaborative Applicant/Agency</i></li> <li>● Article III, Section 2 <i>Revision regarding good standing</i></li> <li>● Article IV, Section 3 <i>Pre-req's for lived experience</i></li> <li>● Article IV, Section 4 <i>75% of attendance</i></li> <li>● Article VII, Section 1 <i>Collaborative Agent/Lead Agency redirect</i></li> </ul>

## **ARTICLE I: ORGANIZATION**

### **Section 1. Name**

The name of the US Department of Housing and Urban Development (HUD)-designated Wilmington/Brunswick, New Hanover, Pender Counties Continuum of Care (NC-506) is the Cape Fear Homeless Continuum of Care

### **Section 2. Geographic Area**

The geographic area served by the Cape Fear Homeless Continuum of Care (or CFHCoC) is Brunswick, New Hanover, and Pender counties.

### **Section 3. Administration**

The Cape Fear Homeless Continuum of Care shall have an administrative staff, operating at an agency voted on by the Continuum of Care (CoC) Board of Directors, who shall fulfill the following responsibilities as the Lead Agency for the CoC:

#### **A. Continuum of Care Program Administrator**

Provide the necessary support to ensure the ongoing functioning of the Cape Fear Homeless Continuum of Care, and all active subcommittees and to maintain CoC compliance with all applicable HUD rules and regulations.

- Support the work of the CoC Board of Directors and committees.
- Maintain a copy of all meeting minutes and notes.
- Provide notification of meetings and agendas to membership and other community members.
- Maintain an attendance roster.
- Prepare the list of eligible voters for Cape Fear Homeless Continuum of Care meetings as needed.
- Facilitate regular Coordinated Entry meetings/staffing.
- Provide technical assistance on the Coordinated Entry process, including data quality, gap analysis and written standard updates.
- Provide monitoring of funded agencies, excepting where the Lead Agency projects, which will be monitored by an outside, knowledgeable third-party.

#### **B. Cape Fear Homeless Continuum of Care and local HMIS System Administrator**

- Provide technical assistance to all HMIS participating agencies within the CoC and outreach to all agencies whose mission aligns with that of the Cape Fear Homeless Continuum of Care and whose participation would add value to our local data collection and reporting.
- Ensure that the Cape Fear Homeless Continuum of Care HMIS participating agencies are following all policies and procedures as issued by the NCHMIS Governance Committee, including facilitation of any meetings related to data quality and reporting.
- Serve as the CFHCoC primary representative to the NCHMIS Governance Committee and ensure that the CFHCoC adheres to participation requirements as outlined in the GC by-laws.

- Coordinate the annual Point-In-Time Count and Housing Inventory Chart, submit data and required reports to HUD via the HUD Data Exchange System (Longitudinal System Analysis, System Performance Measures, PIT/HIC).

C. Coordinated Entry Lead Agency

- Hold regular Coordinated Entry meetings/staffing.
- Provide technical assistance on the Coordinated Entry process, including data quality, gap analysis and written standard updates.

D. Continuum of Care Lead Agency/Collaborative Applicant

- Coordinate all CoC Grant Committee activities necessary to support the continuation of HUD-funded programs and application for any additional CoC grant-funded activities approved by vote of the CFHCoC ranking committee.
- Provide the necessary support to ensure the ongoing functioning of the CFHCoC and all active subcommittees.
- Maintain CoC compliance with all applicable HUD rules and regulations.
- Support the work of the Board of Directors and committees
- Will maintain physical records of CFHCoC, to include a list of all active committees, work groups and membership roster

F. Emergency Solutions Grant Fiscal Agent

- Provide programmatic and fiscal monitoring of ESG grant recipients.
- Provide general fiscal and accounting services for the ESG program.

**Section 4. Address**

The principal address of the CoC shall be the office of the Lead Agency providing administrative staff.

**ARTICLE II: MISSION AND PURPOSE**

**Section 1. Mission**

The CFHCoC will serve as the Continuum of Care (CoC) for its geographic area. The mission of the CFHCoC is to assemble stakeholders to address homelessness and surrounding issues through, system development and coordination, development of data driven strategies and policies, insurance of the implementation of standards of care, education and empowerment of the membership and community advocacy.

**Section 2. Purpose**

Implement a coordinated, strategic, and evidence-based approach to the issues that surround homelessness and provide solutions for ending homelessness through being at the forefront on advocacy and education and collaborating with a broad range of resources and organizations in the area.

The primary purpose of the CFHCoC is to carry out the responsibilities of a Continuum of Care as defined by Housing and Urban Development (HUD), which includes but are not limited to the following duties:

- A. To establish and operate a coordinated entry system that provides an initial, comprehensive assessment of the needs of individuals and families for housing and services;
- B. To establish and consistently follow fair, equitable written standards for screening, evaluating eligibility, and administering assistance for homeless or at-risk individuals and families across the geographic area;
- C. To coordinate and implement a system to meet the needs of the homeless population and subpopulations within the geographic area, including:
- planning for and conducting Point-in-Time Counts of homeless persons within the geographic area;
  - conducting an annual gaps analysis of the homeless needs and services available within the geographic area;
  - consulting with state and local government Emergency Solutions Grants (ESG) program recipients within the CFHCoC on the plan for allocating ESG program funds; and
  - reporting on and evaluating the performance of ESG and CoC funding program recipients and sub-recipients;
- D. To prepare and oversee an application for federal funds targeted to homelessness, which includes establishing priorities for funding projects within the geographic area; determining which applications can be received for consideration; and selecting the applications being submitted for funding;
- To prepare, review, and/ or coordinate CoC funds with ESG and other federal funds as well as state and local funding dedicated to homelessness or to benefit the homeless services system;
  - To ensure homeless resources are invested efficiently and effectively in programs that meet the needs of the community and are high-performing. High-performing is defined as having no active monitoring from Federal, State or local agencies (including the ESG Fiscal Agent); meeting obligations under the terms of grant agreements; having no audit qualifications or financial concerns as evidenced by unaudited and audited financial statements; and having no outstanding or delinquent reimbursements due to any Federal, State or local grantor.
  - To monitor program and system performance-on-performance measures established by HUD; and,
  - To select a Collaborative Applicant or eligible agent to submit an application (enter into a legal agreement with HUD) on behalf of the CFHCoC.
  - To designate a Homeless Management Information System (HMIS) and an eligible applicant to manage the HMIS;

## ARTICLE III: MEMBERSHIP

### Section 1. Membership Composition

Membership of the CFHCoC will be composed of individuals and organizations concerned with the development and coordination of homeless assistance programs. Membership is open and will endeavor to include, but not be limited to:

- Nonprofit homeless providers
- Victim services providers
- Faith-based organizations
- Governments
- Businesses
- Mental health agencies
- Hospitals
- Universities
- EMS/Crisis response teams
- Youth advocates
- Affordable housing developers
- Law enforcement and/or local jail
- Organizations serving homeless veterans
- Homeless or formerly homeless individuals
- Advocates
- Public housing agencies
- School districts
- Social service providers
- Disability service organizations and advocates
- LGBTQ service organizations and advocates

### Section 2. Membership Categories

There are two types of membership within the CFHCoC, Organizational and Individual:

- A. Organizational:** Organization members include, but are not limited to, non-profit human service agencies, local government administration, local government agencies (law-enforcement, departments of housing, social services), school systems, businesses, faith-based organizations, businesses, non-profit education organizations, healthcare organizations, and others.

The Chief Administrative Official of an organizational member designates the primary contact for the organization and designates the representative who is authorized to represent during a CoC general membership business meeting and vote on business matters. Employees of an organization are considered associated members of the CoC, but do not have voting power. In the case of business meetings, the designated representative's ability to participate in CoC business matters is based on the standing of the Organization. Where multiple employees of an organizational member are in attendance at a meeting of the CoC membership in which business will be conducted, only the designated representative has the ability to vote on business matters and is counted to determine quorum for the CoC.

- B. Individual:** Any person, not related to or employed by a current organizational member may serve as an individual member of the CoC.

Individuals who have participated in meetings as an organizational member can become an individual member after leaving the employment of an organizational member by submitting an application for membership. If they were attending and representing an organization and became an individual member, they may remain in good standing. The prior organization may maintain their good standing with a new representative.

Those who are homeless or formerly homeless and who are not associated with an organizational member are encouraged to join as individual members.

### **Section 3. Active Membership**

Membership in the CFHCoC will be available through an open registration process by completing a member registration form on <https://capefearcog.org/continuum-of-care> or by contacting the Continuum of Care Staff and expressing desire to become a member of the CFHCoC. The membership is comprised of all active members. A member will be considered an active member if they have attended the CFHCoC Annual Meeting, three (3) general meetings within the past twelve (12) months and have a current registration form on file. Active members are entitled to vote as defined in Article IV and qualify to receive membership and participation verification letters for grants. The Collaborative Applicant will determine the number of active members prior to any CFHCoC meeting.

### **Section 4. Dues**

There will be no dues for membership in the CFHCoC.

## **ARTICLE IV: GOVERNANCE**

### **Section 1. Purpose**

The purpose of the CFHCoC governance structure is to ensure the orderly operations of the CoC. To accomplish its mission as a Continuum of Care, the CoC will elect a CoC Board of Directors to serve as its governing body. The CoC Board of Directors shall have the power to act on behalf of and in the best interest of the CFHCoC.

### **Section 2. CoC Board of Directors Composition**

The CoC Board of Directors will be made up of not less than fifteen and not more than twenty-one persons elected by the membership at its annual meeting. In accordance with the HEARTH Act, federal, state, and local priorities as outlined in planning documents, the CFHCoC shall strive to ensure broad geographic coverage on the CoC Board of Directors and on committees and to represent the subpopulations of people experiencing homelessness in the geographic area. The CoC Board of Directors should include, but not be limited to, representatives from the following:

- local government agencies or regional entities in the Continuum of Care
- the philanthropic sector
- an agency funded with Emergency Solutions Grant funding and/or Continuum of Care Program Competition
- Veteran Affairs or other organization serving homeless veterans
- homeless service providers, including emergency shelters and outreach services
- an agency serving survivors of sexual and domestic violence
- substance abuse and/or mental health services
- faith-based organizations
- employment services or workforce development
- medical or hospital sectors
- Homeless or formerly homeless individual(s)

No more than one-third of CoC Board of Directors members shall be current recipients of funding from coordinated funding processes as described in Article III. Other CoC Board of Directors members will represent constituent groups and individuals supporting the systems-level coordination of federal, state, and other funds and resources targeted to ending homelessness.

Each CoC Board of Directors members' Agency must be in good standing with federal, State, and local program guidelines and requirements regardless of whether the program is overseen by the CoC. The following conditions will result in a determination that an Agency is not in good standing:

- Failure to resolve findings from Federal and/or State Agency monitoring,
- Failure to address exceptions or qualifications to annual audits of financial statements,
- Failure to resolve local findings from local monitoring or grievances/complaints.

If an agency fails to resolve HUD or State Grant (ESG) findings, outstanding/unresolved grievances, unresolved issues of recapture of funds, and/or unrectified audit findings or material deficiencies as described in audited financials is not in good standing. Upon notification or determinations that such a condition exists, the CoC Director will issue written notification to the CoC Board of Directors Chair and the affected CoC Board of Directors member. This situation renders that Board member ineligible to continue serving and requires immediate removal from the CoC Board of Directors. The CoC Board Chair will notify the Board member within 10 days of the decision. The CoC Board of Directors would be notified of this at the next Board meeting.

Good standing is reestablished when:

- When HUD issues a letter stating that findings are resolved, and that the agency is no longer subject to sanctions/recapture of grant funds/ or some similar language and the CoC Board of Directors has been provided with said HUD communication.
- When local Findings are adjudicated, and the Board of Directors acts to reinstate agency to “good standing.” Local Grievances are reviewed by the Monitoring Committee and then recommendations are made to the CoC Board of Directors for final determination.
- When reimbursement payments owed to HUD or the State are paid in full.

When good standing is reinstated, employees of the agency may qualify to be nominated for a seat on the CoC Board of Directors.

### **Section 3. CoC Board of Directors Terms and Elections**

With certain exceptions, noted later in this section, the CoC Board of Directors members serve 2-year terms and may serve up to two (2) consecutive terms. Terms are staggered such that approximately 51% of seats expire in odd years and 49% expire in even years. Elections are held at the Annual Meeting to fill expiring seats and any vacancies not filled by the CoC Board of Directors.

Any active individual member or organizational member of the CoC may nominate any other active individual member or designated representative of an active organizational member (See Article 3, Section 3) for an expired or vacant seat on the CoC Board of Directors, provided that



the composition of the CoC Board of Directors remains consistent with Section 2, and is in good standing CoC Board members serve until their replacement has been elected. CoC Board members serve until their replacement has been elected.

Four seats are designated permanent seats for Board members representing the City of Wilmington, Brunswick County, New Hanover County, and Pender County. The Board members representing these entities are approved by the City/County Manager, and are expected to be an active conduit and connecting link to the City/County Manager.

A fifth seat is designated for a person with recent lived experience which is defined as a current or former program participant who has experienced homelessness within the past seven (7) years. CFHCoC members may propose this person with recent lived experience to sit on the CoC Board of Directors any time during the year when the seat becomes vacant. This person on the CoC Board of Directors also serves a two-year term and may serve two (2) consecutive terms. Reasonable accommodations will be made to ensure this person is able to participate in meetings and decision-making processes. There is no meeting attendance prerequisite for a person with recent lived experience to be on the Board of Directors.

#### **Section 4. Duties of The CoC Board of Directors**

Responsibilities of the CoC Board of Directors include, but are not limited to:

- report their proceedings at the next regularly-scheduled membership meeting;
- approve the Continuum of Care Lead, HMIS Lead, Collaborative Applicant and Coordinated Entry Lead;
- attend CFHCoC Annual Meeting;
- two (2) of eleven (11) CFHCoC general meetings;
- Seventy-five percent (75%) of board meetings. (Additional or unexpected absences will be evaluated by the Executive Committee of the CoC Board, as necessary);
- ensure applications for federal and state funds are on time and of good quality;
- ensure all new and renewal projects are reviewed annually for compliance with the submitted application and address non-compliance when necessary;
- ensure the CoC and projects funded are in compliance with HUD, HEARTH Act, and other relevant regulations;
- ensure that all CoC-based funding is aligned with local needs;
- monitor the implementation of programs to make homelessness rare, brief and one-time experience; and
- ensure CoC funds are being efficiently and effectively used to address homelessness.

#### **Section 5. Officers**

The officers of the CoC Board of Directors will be a Chair, Vice Chair and Secretary. Officers are elected to one-year terms by the CoC Board of Directors at the first CoC Board of Directors meeting following the CFHCoC Annual Meeting. Officers may not exceed two (2) consecutive one-year terms.

#### **Section 6. Duties of Officers**

A. Chair

- Preside at all the CFHCoC general meetings and the CoC Board of Directors meetings.
- Provide direction and leadership, along with the CoC Board of Directors, to ensure that all functions of the CFHCoC are carried out.
- Provide reports and timely updates to CFHCoC.
- Is a de facto member of all committees and will appoint a Chair to lead each committee.
- Publicly represent the CFHCoC.
- Call meetings.
- Set meeting agendas.

B. Vice Chair:

- Support Chair to carry out duties.
- Preside at meetings in absence of Chair.
- Perform duties of Chair in absence of Chair.

C. Secretary:

- Support the Chair and Vice-Chair to carry out duties.
- Prepare and distribute minutes of meetings of the membership and the CoC Board of Directors.

**Section 7. Vacancies and Removals**

- **Vacancies:** A vacancy on the CoC Board of Directors may be filled for the unexpired portion of the term of the Board Member by a majority vote of the CoC Board of Directors membership. The seat would be filled at the expiration of the term at the Annual Meeting through the nomination and voting process of the CFHCoC membership.
- **Removals:** CoC Board members may be removed from the CoC Board of Directors for violations of the conflict-of-interest policy or for other violations of the misrepresentation of agency operations in grant applications, or for other violations of the policies and procedures of the CFHCoC. Removal of a CoC Board member for issues of conduct, including conflicts of interest and violations of CoC policies, requires a two-thirds majority vote of the CoC Board of Directors following a fair hearing according to “Steps in a Fair Disciplinary Process” Robert’s Rules of Order Revised.

**Section 8. Non-voting ex-Officio Member: CoC Administrator/Director**

The CoC Director, employed by the Collaborative Applicant/CoC Lead Agency, is an advisor, councilor, and staff member for the Board. He/She is considered a CoC Board member but does not have voting privileges in order to avoid conflicts of interest created by the Director’s unique position. Former CoC Directors are prohibited from being members of the CoC Board of Directors for a period of one-year from the date his/her employment terminates.

**ARTICLE V: MEETINGS**

**Section 1. General Meetings**

A meeting of the CFHCoC membership is a general meeting. The CFHCoC membership will meet at least four times per year. The membership shall adopt an annual general meeting schedule at the Annual Meeting. Agendas and notices of general meetings will be distributed by email and will be posted at <https://capefearcog.org/continuum-of-care/>. General meetings are open to the public.

### **Section 2. CoC Board of Directors Meetings**

The CoC Board of Directors will meet at minimum quarterly and will adopt an annual meeting schedule at the first CoC Board of Directors meeting following a CoC Board of Directors election. Conference calls or the use of other telecommunications equipment are acceptable methods to conduct CoC Board of Directors business. With the exception of informal/casual events, or service on an ad hoc or standing committee, CoC Board of Directors members should not meet at any time other than designated Board meetings to discuss CFHCoC business.

### **Section 3. Special Meetings**

Special Meetings of the CFHCoC or the CoC Board of Directors may be called by the Chair or by written request of two CoC Board members or three active members to address state or federal deadlines or imperatives or other business. Special meetings that will require a vote or the handling of official business requires at least two (2) business day's prior notice via email by the Collaborative Applicant. Special meetings may consider only those items so specified in the notice.

### **Section 3. Annual Meeting**

The CFHCoC will hold an annual meeting each year to: discuss community priorities, data that illuminates previously unrecognized community needs, initiatives funding/grant opportunities, strategic planning, and/or other issues or initiatives that impact the entire CoC membership.

All agencies that intend to apply for federal and state grants (i.e.: Continuum of Care Program Competition, Emergency Solution Grant) are required to attend the CFHCoC Annual Meeting. CoC Board of Directors elections will be conducted at the annual meeting.

### **Section 4. Minutes**

Minutes of each general meeting and CoC Board of Directors meeting shall be prepared by the Secretary. Minutes of committee meetings shall be prepared by the committee's chair or their designee. Minutes shall be filed with and maintained indefinitely by the Collaborative Applicant. Minutes shall be approved at the next meeting of the membership or CoC Board of Directors, as applicable. Minutes will include, at a minimum, the date, time, and place of the meeting; the topics discussed and actions taken; reports made; and any other information deemed necessary by the Chair. Minutes and other meeting materials will be available at <https://capefearcog.org/continuum-of-care/>.

### **Section 5. Quorum**

A simple majority of CoC Board of Directors members entitled to vote at the meeting will constitute a quorum.

## **Section 6. Parliamentary Procedure**

In the absence of consensus, the rules contained in the current edition of Robert's Rules of Order, Newly Revised shall be the parliamentary authority for all matters of procedures unless otherwise specified.

## **ARTICLE VI: VOTING**

### **Section 1. Voting**

Decisions subject to a vote may be approved by simple majority, except as otherwise provided in these by-laws.

### **Section 2. Membership Voting Representation**

Prior to each general meeting, the Collaborative Applicant shall compile a list of Active Members who are eligible to vote. Questions or disputes about Active Membership will be resolved by The CoC Board of Directors. Voting will occur in person unless otherwise determined. Members, including organizational members, are entitled to only one vote.

### **Section 3. Required Documents**

Each active member, representative, officer, employee, agent, or consultant is expected to uphold certain standards of performance and good conduct and to avoid real or apparent conflicts of interest. In order to prevent a conflict of interest, a member, representative, officer, employee, agent, or consultant may not:

- participate in or influence discussions or decisions concerning the selection or award of a grant or other financial benefit to an organization that the member, representative, officer, employee, officer, agent, or consultant has a financial or other interest in or represents, including immediate family ties, except for the CFHCoC itself;
- solicit and/or accept gifts or gratuities on behalf of the CFHCoC by anyone for personal benefit in excess of nominal value;
- engage in any behavior demonstrating an actual conflict of interest or giving the appearance of any such conflict; or
- engage in violations of the law or unethical business practices.

### **Code of Conduct & Conflict of Interest and Required Documentation:**

Each member, representative, officer, employee, agent or consultant must sign a **Code of Conduct and Conflict of Interest Policy Agreement and a Confidentiality Agreement** upon the annual review of the policy during a CFHCoC general membership meeting, and before the following CFHCoC general membership meeting to demonstrate that the individual is aware of and agrees to abide by these policies. Signature by an organizational representative binds all representatives of that member organization. Any failure to adhere to the policy may result in disciplinary action. Disciplinary action may include but is not limited to a written warning and may result in removal from the CFHCoC. This policy applies to all CFHCoC members, including CoC Board of Directors members. In addition to disciplinary action, civil and/or criminal penalties may be sought.

Individuals with a conflict of interest will inform the Chair of the conflict and recuse themselves from the meeting or deliberations during such discussions. The Chair or its administrative designee shall track which members have conflicts of interest and help to ensure such members do not participate in discussions or decisions in which the members have a conflict.

The CFHCoC must keep records showing compliance with code of conduct and conflict of interest requirements, including documentation of a signed policy acknowledgment by all members. The CFHCoC will maintain any records supporting exceptions to the conflicts of interest policy as required by 24 CFR part 578.95.

**Release of Information (ROI) Form:** This form is required from potential grant applicants and allows the CoC Board, or its designee, to obtain information necessary for the conduct of business including evaluating Agency compliance with grant agreements and conduct Agency monitoring/grievance reviews. The ROI form must be signed by an Agency Official.

**Audited Financial Statements:** Audited financials are required from potential grant applicants and must include the agency's response to auditor's findings of material weakness(es) and/or qualified opinions.

## **ARTICLE VII: COMMITTEES**

### **Section 1. Committees and Duties**

The CoC Board of Directors may establish standing committees, special committees, and/or workgroups as the need arises through a simple majority vote at a CoC Board of Directors meeting. All committees and workgroups shall consist of sufficient numbers to provide board representation of the CFHCoC as appropriate. The CoC Board of Directors may designate any member, designated representative of an organizational member, or non-member to serve on a committee. (The Collaborative Applicant/Lead Agency will maintain a list of all active committees and workgroups and their membership as identified in Article I, Section 3).

Standing committees make recommendations to the CoC Board of Directors for a vote on actionable items.

A special committee shall limit its activities to the accomplishment of the task for which it is appointed and shall have no power to act except as such as it is specifically conferred by the CoC Board of Directors. Upon completion of the task for which appointed, a special committee shall stand discharged.

Workgroups study issues, discuss potential solutions and prepare subjects for committee work. Membership in workgroups is determined based on the responsibilities outlined in individual workgroup topics and in consultation with the Collaborative Applicant and relevant Committees. Membership in workgroups is open unless confidentiality protocols necessitate otherwise.

The following standing committees are established by the CoC Board of Directors:

- A. Executive Committee. The Executive Committee steers the strategic direction of the CoC Board of Directors, establishes key goals and priority focus for the year, guides the focus of its committees, and considers any business requiring attention during the intervals between full meetings of the CoC Board of Directors. The Executive Committee consists of the Officers of the CoC Board (Chair, Vice Chair, Secretary) CoC Director. The CoC Director is an ex-officio member to the committee. In an emergency, the Executive committee may make formal recommendations on behalf of the CoC Board of Directors. Examples include but are not limited to: (1) an employment concern requiring disciplinary action that should be kept confidential (2) a disaster response that would require a short turn around or include financial decisions.
- B. Coordinated Entry & HMIS Committee. This committee is responsible for overseeing the development and implementation of an effective Coordinated Entry System and Homeless Management Information System (HMIS) as described in US Department of Housing and Urban Development, Notice: CPD-17-01 and any subsequent CPD Notices related to Coordinated Entry. The committee will be responsible for creation and revision of Coordinated Entry and HMIS Policies and Procedures, developing and recommending appropriate assessments to ensure standardized process of entry into crisis response services and prioritization for referrals for housing resources available through the Continuum of Care in collaboration with CoC Staff. The committee will monitor adherence to policies and procedures and report to the CFHCoC any issues around meeting federal requirements for Coordinated Entry. This meeting is led by CoC Staff.
- C. Rural (Brunswick, Pender) County Subcommittees. Meet at a minimum of every other month and more often as needed to coordinate sheltering and other services that help individuals experiencing homeless in rural counties. Committee informs members of funding and training opportunities, reports service numbers and population trends, develops opportunities to advocate for additional services and/or support in rural counties.
- D. Homeless Veterans Strategy Team. Meets every other month and more often as needed to coordinate efforts to re-house homeless veterans, for case conferencing of Veteran housing and service plans, developing local strategies to serve homeless veteran populations in our community, and oversee the process of meeting the United States Interagency Council on Homelessness Benchmarks to End Veteran Homelessness. The Veterans Strategy Team shall be responsible for developing and recommending written standards and policies related to ending veteran homelessness. Committee members include any organization that serves or is interested in serving Veterans.
- E. Ranking Committee. The Ranking Committee shall be responsible for the ranking of all HUD CoC Program Competition and Emergency Solution Grant applications. The Ranking Committee advises the CoC Board of any recommended changes to the respective Ranking Forms as they relate to: CFHCoC goals, community needs and funding priorities, HUD identified special populations, or alignment with federal guidelines and best practices. The committee shall consist of CFHCoC members who have attended at least 50% of meetings

during the 12 months and who do not represent an agency applying for funds. Members must decline if they have a conflict of interest. The Ranking Committee will follow federal or state guidelines for ranking.

The Ranking Committee shall use the ranking form approved by the CoC Board to rank project applications based on application scoring. Other criteria may be established by the Ranking Committee with CoC Board approval provided the criteria is in the best interest of the community, promotes competition, and is established clearly at the beginning of the application process. The Ranking Committee shall request from Project Applicants any HUD and CFHCoC approved documents including, but not limited to: CFHCoC attendance records, HMIS Data Quality Reports, APR Reports, Project Renewal Applications, Agency Financial Information, Monitoring letters, and project leveraging documents. The Ranking Committee presents recommendations to the CoC Board for approval.

- F. Governance & Structure Committee: The Governance & Structure Committee will meet on an as-needed basis to oversee the by-laws and relevant rules of the CFHCoC. The Structure Committee provides recommendations to the CoC Board of Directors and CoC membership on the bylaws and related governance issues. This committee is responsible for developing and recommending written standards related to Emergency Shelter, Street Outreach, Homelessness Prevention and Rapid Re-Housing program implementation. It will develop policies to ensure the collaborative process is fair and equitable across the region and fosters cross-agency partnerships to benefit the populations served by the CoC.
- G. Oversight Committee: The Oversight Committee is a minimum three (3) person committee that permanently exists to assist in monitoring the Continuum of Care Program Competition sub-recipients for compliance with all written standards, grant adherence, and to address grievances. The Oversight Committee will review findings from Federal, State, and/or CoC Fiscal Agent monitoring and will review grievances. The Committee will make recommendations to the CoC Board of Directors for disciplinary or follow-up action as appropriate based on the finding or grievance. The committee will review ESG sub-recipient spending, CoC Grant program operations, program outcomes, compliance with federal and state grant regulations, and coordinate monitoring visits as needed. The Oversight Committee is responsible for assisting in creating, revising, and editing monitoring policy documents. Continuum of Care Program Competition sub-recipients are not allowed to serve on this committee.

#### **ARTICLE VIII: AMENDMENTS**

These bylaws may be amended at a regular or special meeting by a two-thirds (2/3) majority affirmative vote of the members present at a meeting called for that purpose. Proposed amendments must be distributed to all CoC Board of Director members and active members at least two weeks prior to adoption.

#### **ARTICLE IX: APPLICABILITY**

If there is any conflict between applicable Federal and/or State statutes, rules, or regulations and these bylaws, such statute, rule, or regulation will prevail. If any provision of these bylaws is held invalid, the remainder of the bylaws will not be affected thereby.

#### **ARTICLE X: HOLD HARMLESS**

Members of the CFHCoC agree to indemnify, defend and hold harmless the CoC Board of Directors, committees, workgroups, and administrative agency staff against all losses, expenses, damages and costs arising out of participation in the CFHCoC excluding incidents of negligence and willful malfeasance.

Adopted the 15th day of November, 2022.