



# Governance Charter

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**Preamble:**

A Continuum of Care has served San Joaquin County since 1996, enabling the greater San Joaquin County community to respond to homelessness by implementing permanent housing projects. In 2015, at the request of several community-based homeless services providers, Supervisor Kathy Miller convened a working group of providers, first responders and interested parties from throughout San Joaquin County to explore opportunities for addressing the issue of homelessness. In January of 2016, the San Joaquin County Board of Supervisors took action to expand the membership and officially designate the group the San Joaquin County Homelessness Task Force. The Homelessness Task Force (HTF) met monthly to exchange information, share best practices, and foster collaboration to improve homelessness outcomes on a county-wide basis.

In 2016 and 2017, the HTF presented the San Joaquin County Board of Supervisors with recommendations that resulted in the formal adoption of over-arching policies regarding data collection, adoption of a Housing First model, creation of uniform discharge policies, a “No Wrong Door” approach to service delivery, and development of new collaborations and partnerships to secure funding for innovative initiatives. In 2018, the local Continuum of Care charter was revised to incorporate and build upon the success of the HTF and enhance the San Joaquin Continuum of Care (SJCoC) as a more robust, active, and collaborative entity. In 2019, the San Joaquin County Board of Supervisors and the Stockton City Council together adopted the SJCoC as the backbone agency to provide guidance and recommendations regarding policies and actions in response to homelessness. In 2020, San Joaquin County and the cities of Lodi, Stockton, and Tracy adopted the recommendations of the SJCoC’s San Joaquin Community Response to Homelessness strategic plan.

**I. Mission**

The San Joaquin Continuum of Care provides leadership and effective stewardship of resources, as well as facilitates community planning, design and implementation of programs critical to ending homelessness in San Joaquin County. Our core values are collaboration, communication and transparency. We are committed to evidence-based programming and data-driven initiatives.

**II. Composition**

The San Joaquin Continuum of Care is a non-governmental, non-incorporated association that meets the requirements of 24 CFR 578 as a collaborative and coordinating system that includes government, non-profit homeless housing and service providers, and other community interests that increases public awareness and promotes programs that addresses the needs of the County’s homeless population. Groups and organizations that are encouraged to participate in the Continuum include, but are not limited to:

- A. Organizations and agencies providing behavioral health and substance abuse services
- B. County health departments, community health centers, and hospitals
- C. Organizations and agencies providing food, shelter, housing, or other services targeted to the homeless

- D. Local law enforcement agencies, including district attorney, public defender, courts, jails, probation and parole
- E. Regional workforce boards
- F. County and municipal governments
- G. Local public housing authorities
- H. Housing developers
- I. Business community
- J. Philanthropic community
- K. Local school districts
- L. Federal, state and local organizations and agencies serving specific subgroups of the homeless population, including, but not limited to, those serving veterans, victims of domestic violence, persons with HIV/AIDS, LGBT and runaway youth
- M. Homeless and formerly homeless persons
- N. Community organizations, including those that are faith-based, that have an interest in addressing issues associated with ending homelessness
- O. Organizations that address inequity and serve marginalized populations
- P. Individuals from under-represented groups, including racial minorities, members of the LGBTQ+ community, those with disabilities, and others
- Q. San Joaquin 211

### **III. Responsibilities**

Essential responsibilities of the Continuum of Care (CoC) include, but are not limited to:

- A. Operating a Continuum of Care.
- B. Designating a Homeless Management Information System (HMIS) and an HMIS Lead Agency.
  - a. Currently, the CoC is using HMIS software provided by Bitfocus known as Clarity and designates Central Valley Low Income Housing Corporation as the HMIS Lead Agency. The CoC Board will execute a Memorandum of Understanding with the HMIS Lead Agency specifying the duties and responsibilities of the HMIS Lead Agency. The CoC Board will review, approve, and execute an MOU with the HMIS Lead Agency on an annual basis. (This language shall be updated annually to reflect any changes in HMIS software or in the identity of the HMIS Lead Agency.)
- C. Developing a local homeless strategic plan for the CoC's geographic area that includes data from a point-in-time count, an annual Housing Inventory Count, the Longitudinal Systems Analysis, and other required reports.
- D. Facilitating the delivery of multiagency services for the homeless to eliminate duplication of services and to maximize the use of limited existing resources for the homeless.
- E. Support the development of new approaches to provide housing opportunities for the homeless.
- F. Providing information required to complete jurisdictional Consolidated Plans within the Continuum's geographic area of San Joaquin County, including inventory of gaps in homeless services.

- G. Consulting with State and local government Emergency Solutions Grant recipients within the Continuum's geographic area on the plan for allocating ESG funds and reporting on and evaluating the performance of ESG program recipients and sub-recipients.
- H. Establishing priorities for funding homeless projects within the Continuum's geographic area.
- I. Consulting with ESG and CoC Program recipients and sub-recipients to establish performance targets appropriate for population and program type, monitor recipient and sub-recipient performance, evaluate project outcomes, and take timely action against poor performers, as necessary.
- J. In consultation with recipients of Emergency Solutions Grants program funds within the geographic area, establishing and operating a coordinated entry system that incorporates core coordinated entry elements, including an initial, comprehensive assessment of the needs of individuals and families for housing and services.
- K. In consultation with recipients of Emergency Solutions Grants program funds within the geographic area, establishing and consistently following written standards for providing Continuum of Care assistance.

#### **IV. CoC Governance and Membership**

The San Joaquin Continuum of Care shall be governed by a Membership Body and a coordinating CoC Board of Directors.

##### **A. Composition**

The Membership Body consists of all interested individuals and organizations and is open to the full array of community stakeholders enumerated in Section II of this document. Membership in the San Joaquin CoC will be available through an open registration process by contacting the Collaborative Applicant (See Section VII) and expressing a desire to participate in the CoC. The Continuum of Care Board shall, at least annually, issue a public invitation for new members. Stakeholders shall be informed on a regular basis of the CoC's purpose, responsibilities and calendar of events, so as to encourage broad and consistent participation.

##### **B. The Membership Body is responsible for:**

1. Coordinating services among public and private providers
2. Approval of CoC Governance Charter and electing members of the CoC Board
3. Authorizing the submission of the annual CoC Program application.

#### **V. CoC Board of Directors**

##### **A. Composition**

The CoC Board shall be composed of thirteen (13) active members who represent the Collaborative Applicant, the HMIS Lead Agency, and diverse, relevant stakeholders of the Membership Body. The CoC shall strive to ensure broad

geographic coverage on the Board and on committees, to represent the subpopulations of people experiencing homelessness in the CoC, and to represent individuals of diverse backgrounds, experiences, and identities. At least one member of the CoC Board shall be a homeless or formerly homeless person and at least one member shall be an ESG recipient or sub-recipient.

B. Election and Terms

The Nominating Committee presents a slate of members for election at the CoC Annual Meeting to terms beginning January 1 and ending December 31. The Nominating Committee is an ad-hoc committee of the CoC; individuals seeking a competitive seat on the CoC Board are not eligible to participate in that committee. The CoC Membership Body elects each CoC Board member to a two-year term,.

C. Attendance and Quorum

CoC Board members may not miss more than two consecutive, unexcused Board meetings. The presence of a simple majority of CoC Board of Directors will be a quorum and sufficient to conduct business at CoC Board meetings.

D. Vacancies and Removal

A vacancy of any member position may be filled by a majority vote of the Board for the unexpired portion of the term. Board members may be removed from the Board for violations of the conflict of interest policy, attendance policy or for other violations of the policies and procedures of the CoC. Removal of a board member requires a 2/3 vote of CoC Board members **or** 2/3 vote of the Active Members of the CoC.

E. Duties and Responsibilities

The CoC Board shall have the power to act on behalf of and in the best interest of the Continuum of Care. These duties include the following:

1. Establishment of Standing and/or Ad Hoc Committees, such as CoC Application Committee, Nominating Committee or Point in Time Committee
2. Determination of scope, purview, and duties of Committees
3. Provide guidance to committees regarding CoC Committee Chairs; Committees may appoint their own chairs
4. Service on CoC committees
5. Review and approval of Continuum of Care Program applications, and direct the Collaborative Applicant to submit the application
6. Oversight of and coordination with the HMIS Lead Agency
7. Execution of the essential responsibilities listed in Section III
8. Approval of all CoC policies, including but not limited to those for coordinated entry system, written standards and HMIS, system performance and evaluation, annual CoC Program Competition rank and review tool, reallocation tool, and policy recommendations to elected officials and non-CoC bodies
9. Evaluation of Collaborative Applicant and HMIS Lead

10. Other such responsibilities approved by the Membership Body.

F. Board Officers

The CoC Board of Directors will elect Board Officers for vacant seats at their first regular meeting of the calendar year. The Chair and Vice Chair may not represent the same organization. The Board shall strive to elect Officers who represent different sectors/constituencies.

a. Chair

The chair shall prepare the agenda for and preside at the meetings of the CoC Membership and the CoC Board of Directors. The chair shall provide direction and leadership, along with the CoC Board, to ensure that all functions of the CoC are carried out.

b. Vice-Chair

The Vice Chair shall represent the Chair in his/her absence and support the Chair.

c. Secretary

The Secretary shall be responsible for record-keeping at a level determined by the Board of Directors.

d. Term of office

The Board Officer term of service shall be one year

e. Board officers will provide support to the Board Chair in establishing meeting agendas and other issues as necessary.

**VI. Standing Committees**

A. Coordinated Entry System Committee

This committee is responsible for developing, monitoring the progress and impact of, and periodically recommending any necessary revisions to an implementation plan for a coordinated entry and assessment system for all homeless and prevention resources. This committee will create recommendations for written standards for eligibility, assessment, and prioritization of resources for all CoC and ESG program types.

B. Data and HMIS Committee

This committee develops policies and procedures and provides oversight to the HMIS Lead Agency on HMIS issues including project participation, participant privacy, data security, data quality, data sharing and HMIS governance.

This Committee provides oversight to the annual Point-in-Time Count of sheltered and unsheltered homeless, in accordance with any HUD requirements.

It assists the HMIS Lead Agency with ensuring HMIS participation across the Continuum of Care. The HMIS lead executes Participation Agreements with each contributing HMIS organization, ensures that each HMIS user has signed an HMIS User Agreement, manages the system on a day-to-day basis, and provides

technical support and training to users. Additional expectations are documented as part of the HMIS policies and procedures. All CoC funded projects and all ESG sub-recipients are required to enter data in HMIS according to the standards set by the HMIS Lead Agency and the CoC Board. All service providers in the Continuum will be invited to participate in data collection in the HMIS. This committee also hears grievances related to sanctions by the HMIS Lead agency. This committee will lead the annual process of reviewing the performance of the HMIS Lead Agency and of the HMIS vendor.

C. Education and Membership Committee

This committee will be responsible for developing an outreach plan to educate the community on homeless issues, including persons/organizations that are not currently members. The Committee will support the development of community resource directories of services available to the homeless, such as 211 San Joaquin, for use by agencies, volunteers, information and referral systems, and homeless persons.

The Committee will establish and periodically review a dues structure and membership participation for the CoC, along with developing a strategy for increasing the support and participation from municipalities and local businesses in the Continuum's programs and activities.

The committee will also develop (1) a membership information kit that may include the governance charter, membership list, and membership benefits and (2) CoC Grant Application/ Management training course.

D. Resource Development Committee

This committee will identify resources and coordinate development of education, advocacy and training strategies targeted to increasing resources for the CoC to end homelessness in San Joaquin County.

E. System Performance and Evaluation Committee

This committee is responsible for several CoC Planning activities including:

- Establishing CoC system performance metrics and standards
- Evaluating CoC system performance
- Establishing metrics and standards for measuring the performance of ESG- and CoC-funded projects.
- Evaluating performance of those CoC and Emergency Solution Grant funded projects
- Providing recommendations of remedial actions and quality improvement plans for poor-performing projects to the CoC Board of Directors and the CoC membership
- Establishing priorities, metrics and standards for other funding sources directly allocated to the CoC; or when feasible, other funding sources not

directly allocated to the CoC but which may have a substantial impact on service delivery to homeless households.

- Encouraging development of new programs and services to fill critical service gaps, if necessary, through reallocation of existing resources for the homeless
- Reviewing and updating on an annual basis the reallocation, local rank and review tools, rubrics and scoring priorities for the Annual CoC Program Competition.

F. Strategic Planning Committee

This committee is responsible for:

- Developing goals, plans and strategies to carry out the mission of the CoC.
- Develop and annually review a regional strategic plan to end homelessness in the CoC.
- Document progress toward goals, strategies, and measurable outcomes outlined in the strategic plan
- Gathering information or conducting needs assessments related to ending homelessness, including the annual gaps analysis required by HUD.
- Conducting an inventory of all local resources for the homeless, including but not limited to, food assistance, clothing, emergency shelter, low-cost housing, emergency medical care, counseling, education, job training, child care and employment.
- Monitoring and evaluating federal, state and local homeless initiatives to assess their impact, to determine the adequacy of services through such initiatives, and to identify additional unmet needs of the homeless.

Strategic Planning Sub-committees may include Housing, Prevention, Law & Justice, and other sub-committees deemed necessary by this committee.

VII. **Other Committees**

Other committees established by the Board shall have their scope and purview determined by the Board. Any committees in existence and active for more than one (1) calendar year shall have a written scope added to the SJCoC Governance Charter. This scope and purview may be changed by majority vote of the Board with input from the Committee itself. Committees may also be eliminated by majority vote of the Board.

A. Shelter Committee

This Committee is responsible for enhancing the community's and the SJCoC's understanding of the operation, successes, and challenges of emergency shelter for the homeless within the CoC.

This Committee may recommend policies and actions to the SJCoC Board for adoption regarding emergency shelter, including but not limited to seasonal

or weather-related capacity, priorities for shelter expansion, etc.

This Committee may help identify shelter expansion projects that meet SJCoC-published guidance (such as the “Shelter That Succeeds” report) and help those projects identify land, funds, and other resources to be actionable. This Committee may also provide guidance to local service providers so that their operations meet SJCoC standards and guidance, as well as standards established by funding sources such as Emergency Solutions Grants, Homeless Housing Assistance and Prevention, etc.

### **VIII. Collaborative Applicant**

The SJCoC Board shall designate a Collaborative Applicant for all Continuum of Care Program applications. A Memorandum of Understanding between the CoC and the Collaborative Applicant will delineate duties and responsibilities, including the collection, combination and submission of all required annual CoC Program Competition project and overall application information within the CoC’s geographic area and maintenance of required CoC records. Under this MOU, the Collaborative Applicant may also act in a similar capacity for other funds that may be awarded to the SJCoC. The CoC Board will review and evaluate the performance of the Collaborative Applicant on an as-needed basis, and the CoC Board will approve and execute the Collaborative Applicant MOU on an annual basis. Currently, the SJCoC has designated San Joaquin County as the Collaborative Applicant. (This language shall be updated annually to reflect any changes in the Collaborative Applicant MOU or in the identity of the Collaborative Applicant.)

### **IX. Meetings**

#### **A. CoC Membership**

Meetings of the CoC membership shall be held at least three times per year, including an Annual Meeting. An agenda of the meeting will be published at least 72 hours prior to the meeting through the Continuum membership, email listing maintained by the Collaborative Applicant, and through postings in public places. All meetings are open to the public.

The CoC Board Chair shall conduct the meetings. Meetings will follow the published agenda and shall be conducted by Robert’s Rules of Order (as revised). Minutes shall be recorded of every meeting, by a party to be determined by the Board of Directors.

#### **B. Annual Meeting**

The San Joaquin CoC will hold an Annual Meeting each year. Election of the CoC Board of Directors will take place at this meeting. Other business may include

approval of the annual CoC Program application and the approval of changes to the CoC Governance Charter.

C. Board of Directors

The CoC Board of Directors shall meet at least six times per year. An agenda of the meeting will be published at least 72 hours prior to the meeting through the Continuum membership, email listing maintained by the Collaborative Applicant and through postings in public places. All meetings are open to the public. CoC Board meetings may be conducted via electronic platforms, on the condition that these platforms are made available to the public for virtual attendance and participation. Electronic meetings are subject to the same notice requirements of in-person meetings.

D. Committees

Committee meetings shall be held as needed, but not less than twice per year. Meeting action shall be reported at regular meetings of the CoC Board of Directors and CoC Membership.

E. Special Meetings

Special Meetings of the CoC Membership or Board of Directors may be called by the CoC Board Chair or by written request of one-third of the Board or by one-third of Active Members. Special meetings that will require a vote or the handling of official business of the San Joaquin CoC require at least 48 hours prior notice via email by the Collaborative Applicant. Special meetings may consider only those items so specified in the notice. Special meetings may be conducted via electronic platforms, on the condition that these platforms are made available to the public for virtual attendance and participation. Electronic meetings are subject to the same notice requirements of in-person meetings.

**X. Voting/ Quorum**

A. Only Active Members are eligible to vote on matters before the CoC. Active members are divided into two categories: Individuals and Organizations.

a. Individuals are defined as individuals, who are not volunteers or employees of any entity that might otherwise be a member, with the exception of persons experiencing homelessness or who previously experienced homelessness.

b. Organizations are defined as, including but not limited to,

- School districts, but not individual schools
- 501(c)3 social service organizations
- individual religious congregations/organizations or faith-based organizations
- individual private businesses or business organizations
- philanthropic foundations
- public or private health care organizations
- public or private mental health organizations
- public or private substance disorder organizations

- law enforcement agencies operating within the boundaries of San Joaquin County
  - individual cities (with an elected city council) within San Joaquin County
  - Federal, state and local government
- B. Active Members are defined as members who have attended at least 50% of CoC Membership or Committee meetings in the prior twelve-month period.
- C. Questions or disputes about Active Membership will be resolved by the Board of Directors.
- D. Voting will occur in person unless otherwise determined.
- E. The presence of ten (10) or more of the CoC's Active members will be a quorum and sufficient to conduct business at CoC Membership meetings.
- F. Action at CoC Membership, Board and Committee meetings will be taken by an affirmative vote of simple majority of active members present.

**XI. Grant/Contract Selection Process**

The SJCoC Board shall designate, through a Memorandum of Understanding, the applicant and administrative agent of HUD Continuum of Care (CoC) grants. The grant/contract selection process must be organized to serve the interests of the community in an impartial and neutral manner. All grants and contracts awarded by the CoC shall be as a result of a public request for proposal (RFP) process.

The RFP shall be advertised through the Continuum membership, email listings maintained by the Collaborative Applicant and through postings on the CoC website or website maintained by Collaborative Applicant.

All proposals shall be collected by the Collaborative Applicant and reviewed for all required elements. All qualifying proposals shall be submitted to the CoC Application Committee for evaluation and scoring. Evaluation of applications shall be based upon priorities established by the CoC.

The CoC Application Committee shall present the result of their review to the CoC Board for approval. Following Board approval, the Collaborative Applicant shall submit the applications as approved.

Appeals of the CoC Board's decision shall be submitted in writing to the CoC Board within 48 hours of the decision for consideration. Appeals that impact the timely submittal of a grant application to HUD will be heard after the submittal date. A successful appeal in this case may result in an amendment to the application. The HUD Continuum of Care Program Notice of Funding Availability (NOFA) will be controlling in all aspects of the Grant/Contract selection process.

In cases where the CoC has responsibility for designing and implementing a public process to apply for grant funds not associated with the CoC Program Competition, such as a State or Local program in which a direct allocation of funds has been granted to the

CoC, the provisions of this section shall apply where possible.

## **XII. Conflict of Interest**

### **A. Continuum of Care Board Member**

In accordance with 24 CFR 578.95(b), no Continuum of Care board member may participate in or influence discussions or resulting decisions concerning the award of a grant or other financial benefits to the organization that the member represents. Any member of the Continuum with a conflict shall recuse themselves from any discussion or vote on a matter in which they have a conflict.

### **B. Organizational conflict.**

An organizational conflict of interest arises when, because of activities or relationships with other persons or organizations, the recipient or subrecipient is unable or potentially unable to render impartial assistance in the provision of any type or amount of assistance under this part, or when a covered person's, as in paragraph D (cited below), objectivity in performing work with respect to any activity assisted under this part is or might be otherwise impaired. Such an organizational conflict would arise when a board member of an applicant participates in decision of the applicant concerning the award of a grant, or provision of other financial benefits, to the organization that such member represents. It would also arise when an employee of a recipient or subrecipient participates in making rent reasonableness determinations under 24 CFR 578.49(b)(2) and 578.51(g) and housing quality inspections of property under 24 CFR 578.75(b) that the recipient, subrecipient, or related entity owns.

### **C. The Chair of the CoC Board will be responsible for monitoring the disclosure of members' conflicts of interest. In the event that a matter, which raises a potential conflict of interest, comes before the CoC, the CoC Board, or its Committees or workgroups for consideration, recommendation, and decision, the Member shall disclose the conflict of interest as soon as he or she becomes aware of it. Minutes of meetings involving possible conflicts of interest shall record such disclosure, abstention, and rationale for approval.**

### **D. No covered person, meaning a person who is an employee, agent, consultant, officer, or elected or appointed official of the recipient or its subrecipients and who exercises or has exercised any functions or responsibilities with respect to activities assisted under this part, or who is in a position to participate in a decision-making process or gain inside information with regard to activities assisted under this part, may obtain a financial interest or benefit from an assisted activity, have a financial interest in any contract, subcontract, or agreement with respect to an assisted activity, or have a financial interest in the proceeds derived from an assisted activity, either for him or herself or for those with whom he or she has immediate family or business ties, during his or her tenure or during the one-year period following his or her tenure.**

- E. Members found violating the conflict of interest policy or federal regulations will be referred to the CoC Board of Directors. The Board of Directors shall investigate all allegations of failure to comply with this conflict of interest policy. If a Continuum of Care member is found to have violated the letter or intention of this conflict of interest policy, the Board of Directors will be responsible for recommending an appropriate response to this breach of policy. The Board of Directors may recommend any action including but not limited to a statement of reprimand recorded in the Board minutes or removal from the board or other action.

### **XIII. CoC Board Code of Conduct**

The Members of the CoC Board are entrusted with specific responsibilities related to use of public funds invested in addressing a serious community concern, homelessness. Members are expected to observe the highest standards of ethical conduct in the execution of these responsibilities.

In the performance of their duties, CoC Board Members are expected to carry out the mission of the CoC to the best of their ability, and to maintain the highest standards of integrity for actions with other Members of the Board, with CoC members, service recipients, service providers and members of the public. Members of the Board are expected to conduct themselves with courtesy and respect, without harassment, physical or verbal abuse.

Personal relationships should not result in special considerations, including bias or favoritism, that influence the performance of their official duties in a manner contrary to the interest on the broader CoC.

Board members must assure that the resources entrusted to them are used for conducting official business only. Members of the CoC Board must abide by the Conflict of Interest policies stated in this Governance Charter.

Members of the Board have a responsibility to protect the security of any confidential information provided to, or generated by, the activities of the Board.

When making public statements or speaking to the media on CoC matters, members of the Board will make clear whether they are speaking in their own name or if the CoC or Board has empowered them to speak on the group's behalf.

No member may solicit or accept gifts related to their professional duties on behalf of the CoC for personal benefit.

### **XIV. Amendments**

The CoC Board shall review the Governance Document at least annually and submit any proposed changes to the General Membership for approval at the Annual Meeting or as needed determined by majority vote of the Board.