



The Governance Charter of The Jackson County Continuum of Care

Article I. Name, Purpose and Responsibilities

- A. Name. The Jackson County Continuum of Care (JC CoC). The JC CoC is identified by the United States Department of Housing and Urban Development (HUD) as OR-502 Medford-Ashland-Jackson County. For purposes of this Charter, the JC CoC is also referred to herein as the CoC.
- B. Organizational Relationships. The CoC is a community body and coalition of community organizations, government entities, businesses, and individuals committed to ending homelessness in Jackson County, Oregon. The CoC Lead Agency, serves as the Collaborative Applicant, and staffs the CoC. The CoC will also designate a Homeless Management Information System (HMIS) Lead Agency and a Coordinated Entry System (CES) Lead Agency. Memoranda of Understanding may be specified for any organizational relationships outside the scope of this document.
- C. Purpose. The purpose of the CoC is to end homelessness in Jackson County through the collaborative efforts and resources of all sectors of the community. The CoC commits to:
1. Effective distribution and use of available resources from HUD CoC and Emergency Solutions Grant (ESG) programs, as well as any other appropriate sources;
 2. Annual assessment of the state of homelessness in Jackson County, including a Point-in-time Count, Housing Inventory Count, and evaluation of changes in overall homeless conditions and by subpopulation;
 3. Comprehensive strategies to quickly re-house homeless individuals, families, persons fleeing domestic violence, and youth while minimizing the trauma and dislocation caused by homelessness;
 4. Person-centered, coordinated entry, assessment and referral policies;
 5. Effective utilization of mainstream programs by homeless individuals and families;
 6. Promoting and creating permanent affordable housing solutions to specifically address the needs of chronically homeless individuals and families, as well as

- others at risk of homelessness, including permanent supportive housing and rapid re-housing;
7. Broad strategies to optimize stabilization and improve self-sufficiency among those experiencing homelessness; and
 8. Written procedures and policies to ensure compliance with agreed-upon standards.
- D. CoC Values. To provide an effective and efficient governance and system infrastructure, which promotes the principles of inclusivity, equity, and diversity, the following values have been developed for all CoC bodies:
1. To reflect the diversity of people experiencing homelessness.
 2. Promote equity for populations disproportionately impacted by homelessness.
 3. Reflect a cross-sector and regional approach.
 4. Connect governance with a variety of local perspectives, including human services, public safety, health providers, among others.
 5. Provide transparency and inclusiveness.
 6. Clarify roles and responsibilities and communicate decisions clearly and widely.
- E. Responsibilities. The CoC will fulfill the responsibilities assigned to Continuums of Care under Title 24, Part 578 of the Code of Federal Regulations, and will satisfy all other legal requirements necessary to secure maximum funding and effectiveness under relevant state and federal programs to end homelessness.
- F. Recordkeeping. The Collaborative Applicant will be responsible for collecting and keeping all agendas, minutes, attendee lists, correspondence, policies, and procedures. Documents will be retained for at least seven years.
- G. Fiscal Year. The fiscal year begins on July 1 and ends on June 30 of the following year.
- H. CoC Structure. The CoC is composed of the following elements, which are described in the subsequent articles of this charter:
1. Continuum of Care Membership
 2. CoC Board
 3. Workgroups
 4. Lead Agency/Collaborative Applicant
 5. HMIS Lead Agency

Article II. Continuum of Care Membership

- A. CoC Membership Purpose. The CoC Membership is the main body of the CoC and provides democratic governance of the CoC. The CoC membership holds most responsibilities and authorities related to the CoC program found at 24 CFR 578, but it delegates many of these to other CoC entities through this Governance Charter. The CoC Membership may change the delegation of duties and authorities through amendments to this Charter.
- B. Transition from Homeless Task Force. The body formerly known as the Homeless Task Force (HTF) will serve as the general CoC membership.
1. All HTF members will be granted CoC membership upon completion of a membership form.
 2. Other prospective members without a history of participation in the HTF may also join by completing a membership form.
 3. Upon the adoption of this Charter, the CoC will utilize the meeting time and schedule of the HTF for CoC membership meetings. HTF meetings will retain their existing format for all times not related to CoC business. The objective of the alignment of the CoC Board with the HTF is that the two entities will act as one moving forward.
- C. Eligibility for CoC Membership. The CoC is the collaborative group of individuals and organizations that serve people experiencing homelessness as well as those who are currently or formerly homeless. Membership is open to organizations and individuals who are committed to ending and preventing homelessness within Jackson County, Oregon.
1. Organizations seeking CoC membership may include, but is not limited to, the following:
 - a. nonprofit homeless assistance providers;
 - b. victim service providers;
 - c. addiction service providers;
 - d. faith-based organizations;
 - e. family and youth service providers;
 - f. governments – local municipalities to federal;
 - g. businesses;
 - h. advocates;
 - i. public housing agencies;
 - j. school districts;
 - k. child welfare;

- l. senior and disabled services providers;
 - m. social service providers;
 - n. mental and behavioral health agencies;
 - o. hospitals;
 - p. universities;
 - q. affordable housing developers;
 - r. law enforcement;
 - s. community justice;
 - t. corrections;
 - u. nonprofit legal services and Fair Housing advocacy;
 - v. organizations that serve veterans;
 - w. funding organizations or associated funders.
2. All local CoC and Emergency Solutions Grant (ESG) grantees are required to be members of the CoC.
- D. Voting Eligibility for CoC Members. At least once annually at a membership meeting, CoC members will be called to vote on various matters, such as the selection of board members and amendments to this governance charter. All agencies, organizations, or government subdivisions participating in the CoC must select one representative to vote on behalf of that entity, but are encouraged to identify multiple individuals to participate as non-voting members in the work of the CoC.
- E. Membership List and Enrollment. The Collaborative Applicant will keep a list of all CoC members. New members may enroll at any time during the year by submitting a completed membership form to the CoC. As soon as possible thereafter, the names of new members will be added to the membership. A membership dues structure may be recommended by the CoC Board and adopted by the Membership.
- F. Removal of Members. Members may be removed by a majority vote of the CoC Board at a regular or special meeting provided with five business days' notice, including an agenda with the removal action item listed.
- G. Responsibilities of Members. Responsibilities of all members include the following:
- 1. Members must attend at least 50% of the membership meetings in a calendar year. Members who fail to meet this standard will lose voting status until they attend at least 50% of meetings held in the previous 12-month period.
 - 2. Members will participate fully in membership meetings, including reviewing materials provided in advance, considering and offering suggestions and resources to presented issues as appropriate, and working collectively to end homelessness.

3. Members will vote annually to approve any governance charter amendments and elect CoC Board members.
- H. CoC Membership Decision-Making Authority. Decision-making on behalf of the CoC rests with the CoC Board, as described in Article III, with the exception of the following:
1. Electing CoC Board members;
 2. Approving amendments to the CoC's Governance Charter on an annual basis.
- I. CoC Membership Meetings. As defined by HUD and approved under this Charter, the full CoC Membership shall hold public meetings at regular intervals with published agendas at a time and place determined by the CoC Board. Meetings will occur at least twice annually but may occur more frequently. A pre-determined member of the CoC Board, preferably an Executive Committee Member, will preside over CoC membership meetings. The agenda of at least one of the meetings every year, usually the meeting held in November, will include the following matters to be voted on by the full membership:
1. Election of CoC Board members;
 2. Review of any proposed changes to the CoC's governance charter followed by a vote on those changes;
 3. Other business the CoC Board requires of the full CoC membership provided the meeting agenda is distributed and posted at least 7 days prior to the meeting; and
 4. Other typical CoC membership meeting functions, such as information-sharing among providers, time permitting.
- J. Special Meetings. Special CoC membership meetings, occurring outside of the regular schedule set by the CoC Board, may be called with the approval of the CoC Board or by a petition of 30 percent of registered CoC members submitted to the CoC Board Chair.
- K. Notice of Meetings. Notice of the place, date and time of each regular and special meeting will be sent to members by e-mail or any other reasonable means of communication at least seven business days before the meeting date, along with an agenda for the meeting.
- L. Quorum. The members present at any properly announced meeting of the CoC will constitute a quorum, provided at least one of the members present is also a CoC Board member. A majority vote by those present will constitute an action.
- M. Action Taken. When issues are raised at a meeting without proper notification through meeting announcement and agenda, action may be deferred. These issues may be addressed, when proper notice is given, at a special meeting or by email with CoC Board approval.
- N. Voting. Issues presented to CoC members for a vote will be decided by a simple majority of the votes cast. Members may vote by a show of hands or by voice in person, when consensus is desired. If an issue is deemed contentious, a paper vote may be conducted.

If between regularly-scheduled CoC meetings a matter arises requires a vote of

the full CoC membership, the CoC Board will develop a voting procedure and notify the membership of the process and matter for the vote at least seven (7) days in advance.

O. Minutes.

1. The minutes of each meeting will summarize the matters discussed at the meeting and record all motions made, and the names of the individuals who made and seconded each motion. A copy will be submitted to the CoC Secretary, and CoC Collaborative Applicant.
2. A draft of the minutes of every CoC meeting will be published on the website within a month after that meeting and will be replaced by approved minutes within a month after the next meeting.

Article III. CoC Board

A. CoC Board Purpose. The CoC Board is a group of leaders within the CoC membership who constitute the main decision-making forum of the CoC. The CoC Board will be representative of the organizations, interests, and demographics of the CoC membership. Except for the authorities retained by the CoC membership, the CoC Board makes all decisions for the CoC. Other CoC bodies report to the CoC Board, and the CoC Board may assign these other bodies authorities and responsibilities. The CoC Board interacts with the other CoC bodies as follows:

1. The CoC designates the CoC Board as the primary-decision making body for the CoC and delegates all CoC decision-making to the CoC Board except for those responsibilities outlined in Article II of this charter.
2. The CoC Board creates Workgroups and provides them with direction and instruction. Workgroups provide the CoC Board with expertise and recommendations on policies and decisions. Unless explicitly stated by the CoC Board, Workgroups provide only recommendations and do not take actions without Board approval.
3. The Collaborative Applicant and HMIS Lead Agency are selected by the CoC Board. This agency or agencies report to the CoC Board on their activities, and the CoC Board reviews agency performance and calls for improvement when needed.

B. Board Composition. The CoC Board will consist of a minimum of nine (9) seats and a maximum of seventeen (17) seats. All CoC Board members must also be members of the CoC. In addition, the CoC Board must be representative of relevant organizations and projects serving the various homeless subpopulations in Jackson County. One Board member may represent the interests of more than one homeless subpopulation. Board composition must include:

1. Six (6) seats reserved for the following agencies/interests:
 - Person with lived experience of homelessness in the past 7 years

- Jackson County
 - City of Medford
 - City of Ashland
 - CoC Lead Agency
 - Jackson County Housing Authority (or other affordable housing developer, if Housing Authority declines seat)
2. Between three (3) and eleven (11) “at-large” seats.
- At-large seats will strive to balance the interests of the various projects and subpopulations served by the CoC. The CoC will track CoC Board representation to ensure that all interests/subpopulations have equal opportunity to serve in at-large seats over time.
 - If one of the agencies that holds a reserved seat opts to forgo its seat on the Board, that seat will be considered an at-large seat and filled in a manner consistent with other at-large seats.
- C. Term of Office. Board members will serve staggered terms of two years so that approximately one-half of the Board members stand for election every year. There is no limit to the number of terms that a CoC Board member may serve.
- D. CoC Board Selection Process. The CoC will hold an annual election for open CoC Board seats at its November meeting, with the new Board being seated in January of each year. This process will be reviewed, revised, and approved by the full CoC membership at least once every five years.

The process and timing for the 2024 CoC Board election will be developed upon approval of this Charter. The below process will be followed for the election in November 2025 and each subsequent year.

1. Nomination of At-Large Seats.
- At least two months prior to the Board election, the Governance & Membership Workgroup will present a report indicating which interests and/or subpopulations are currently represented on the Board. This report will include demographic information as well as organizational type.
 - The Governance & Membership Workgroup will solicit nominations from all CoC members for CoC Board positions.
 - Nomination forms will allow nominees to express how they will: 1) balance the interests/subpopulations represented on the Board; 2) bring valuable experience and expertise to the CoC Board; and 3) have proven their interest, diligence and effectiveness in helping the CoC fulfill its purposes.
 - All nominations will be due at 5 p.m. on the date of the October CoC Membership

meeting. The Governance & Membership Workgroup will remind the CoC Membership via email when there is one week remaining in the nomination period. Oral reminders will also be provided at the CoC membership meeting about the nomination period and election.

- The Governance & Membership Workgroup will compile all nominations and send the full slate of candidates and accompanying nomination forms to the full CoC membership by email at least two weeks prior to the November election.

2. Selection of At-Large Seats. At-large seats are selected by a vote of the full CoC Membership.

- The Governance & Membership Workgroup will lead the CoC Membership in an election process to fill the open seats at its November meeting. The election may be conducted by electronic voting, paper ballot, or voice vote.
- The Governance & Membership Workgroup will announce the election results before the end of the CoC Membership meeting.

3. Selection of Reserved Seats.

- For government entity/agency reserved seats, the agency will appoint a representative to sit on the CoC Board. If one of the agencies that holds a reserved seat opts to forgo its seat on the CoC Board for that term, that seat will be considered an “at-large” seat and filled in a manner consistent with other at-large seats.
- For the seat reserved for a person with lived experience, the seat will be selected by a vote by the full CoC membership in a process like that of at-large seats. The CoC does not intend to limit the number of people with lived experience that serve on the CoC Board to the one reserved seat. If more than one qualified person is nominated for the lived experience seat, nominees can also be selected to hold at-large seats.

E. CoC Board Member Responsibilities:

1. CoC Board members serve as individuals and may not use alternates in voting, attendance at meetings, or for any of the other responsibilities listed below;
2. CoC Board members must attend 75% of Board meetings held in any 12-month period.
 - CoC Board members may be excepted from this requirement if they provide the CoC Board with written explanation for additional absences and the CoC Board agrees to grant an exception.
3. CoC Board members must serve on at least one CoC Workgroup during their term of Board membership.
4. CoC Board members must abide by the CoC’s Code of Conduct.
5. CoC Board members must abide by the CoC’s conflict of interest and recusal policies, found in Article IX of this Charter.
6. CoC Board members should actively engage in their role as a leader of the

CoC by attending CoC membership meetings, serving on CoC Workgroups, and attending CoC events.

- F. Resignation and Removal. Board members may resign from the CoC Board at any time by giving written or oral notice to the CoC Board Chair. CoC Board members may be removed from the CoC Board by a majority vote of remaining CoC Board members.
 - 1. CoC Board members that do not attend at least three-quarters of meetings are at risk of removal from the Board.
- G. CoC Board Vacancies. When a Board member resigns or is removed from the CoC Board or cannot serve their full term for any other reason, the CoC Board may appoint another CoC member to fill the unexpired term, or choose to hold emergency meeting or election via email. Subsequent term(s) will require election by the membership at the annual election meeting.
- H. CoC Board Liaisons. The CoC Board may designate certain individuals to serve in as a CoC Board Liaison. CoC Board Liaisons may be asked to attend CoC Board meetings to provide expertise or guidance on issues of interest to the CoC Board. The CoC Board Liaisons serve in an advisory capacity only and are not voting members of the CoC Board.
- I. Regular Meetings. The CoC Board will meet no less than four times a year in accordance with a schedule given to all CoC Board members or at the beginning of each fiscal year. CoC Board meetings are open to the public.
- J. Special Meetings. Special meetings of the CoC Board may be convened by the CoC Board Chair or by petition of at least five CoC Board members.
- K. Notice of Meetings and Agendas. Notice of the place, date and time of each meeting of the CoC Board will be sent to CoC Board members by e-mail or any other reasonable means of communication at least five days before the meeting date along with an agenda for the meeting. CoC Board meeting agendas will also be publicly posted on the CoC's website. CoC Board meeting agendas will include a public comment period.
- L. Quorum. Fifty-one percent of CoC Board members will constitute a quorum at any properly announced meeting of the CoC Board. A majority vote will constitute an action.
- M. Action Taken. When issues are raised at a meeting without proper notification through meeting announcement and agenda, action may be deferred, if that is the will of the CoC Board. These issues may be addressed, when proper notice is given, at a special meeting or by email with CoC Board approval.
- N. Voting. Issues presented to CoC Board members for a vote will be decided by a simple majority of the votes cast except as otherwise provided for in this Charter.

Any CoC Board member may request that a vote be conducted in secret on paper and this request will be voted on by the CoC Board members in attendance.

In this case, each CoC Board member will cast their vote on paper, which will be compiled and tabulated by the Secretary or designee. Any member unable to cast a vote on paper may orally convey their vote to the Secretary or designee, who will write the response on paper. The Secretary or designee will share the final tally with the Chair, who will announce the results to the CoC Board. E-mail votes of the entire CoC Board may be conducted only on:

- Matters discussed at a CoC Board meeting and deferred with CoC Board approval for later decision through e-mail vote;
- Urgent matters which the Executive Committee has agreed to submit to the CoC Board for an e-mail vote; and
- All email votes must be unanimous by "reply all" feature. The CoC Board Secretary will announce the result of the vote within 24 hours by email using the "reply all" feature. In the case of an e-mail vote, other means of voting must be made available to CoC Board members without e-mail service, and CoC Board members must be given at least two business days to cast their votes.

O. Minutes of CoC Board Meetings.

- Contents of Minutes. The minutes of each CoC Board meeting will summarize the matters discussed at the meeting and record all motions made, and the names of the individuals who made and seconded each motion. A copy will be submitted to the CoC Secretary and Collaborative Applicant.
- Approval and Publication of Minutes. A draft of the minutes of every CoC Board meeting will be approved at the first meeting following the meeting to which the minutes pertain and will be published on the CoC website within five working days after their approval.

Article IV. CoC Board Officers

- A. Officer Positions. The CoC Board will have three officers: Chair, Vice-Chair, and Secretary. No one member may occupy more than one office at a time.
- B. Appointment of Chair. The Vice Chair shall be appointed to position of Chair at the end of their term as Vice Chair. The purpose of this appointment is to facilitate continuity in CoC Board leadership. People selected to serve in the Vice Chair role will agree to this succession before they are approved.
1. If the Vice Chair is unable to move into the role of Chair at the end of their term, the Chair position will be filled by election similar to the process for Vice Chair and Secretary.
- C. Election of Vice Chair and Secretary. At the first CoC Board meeting of the year, CoC Board members will elect individuals to fill the positions of Vice Chair and Secretary, if their terms are expiring, from a slate of candidates developed by the

Executive Committee. In the case of a mid-term vacancy in any officer position, CoC Board members will elect an individual to fill that vacancy at their next scheduled meeting.

- D. Terms of Office. Officers will serve two-year terms unless filling a mid-term vacancy, in which case an officer will serve for the remainder of the fiscal year in which she or he is elected and two full years thereafter. Officer positions are limited to one term. The CoC Board can waive this term limit for Board leadership upon a vote with at least two-thirds (2/3) of the Board members in support of the waiver.
- E. Resignation and Removal. An officer may resign from the CoC Board at any time by giving written notice to the CoC Board Chair or Vice-Chair. Officers may be removed from their positions by a majority vote of remaining CoC Board members.
- F. Duties of the Chair. The duties of the Chair include the following:
1. Preside over all meetings of the CoC Board and the Executive Committee;
 2. Coordinate with the CoC membership, the CoC Board, the Executive Committee and the CoC Lead Agency to develop CoC Board meeting agendas and send agendas to the Secretary at least two weeks prior to meetings;
 3. Coordinate with participants and the CoC Lead Agency to develop and present content for meetings including HMIS data updates, key project status and advocacy efforts;
 4. In conjunction with the CoC Lead Agency, represent the CoC at community events or assign representation as appropriate;
 5. In conjunction with the CoC Lead Agency, prepare and present the annual update to the community;
 6. Represent the CoC, or assign representation, for all written or oral correspondence;
 7. Ensure the CoC accurately follows the policies and procedures outlined in this Charter and other written procedures, as well as the policies and procedures of HUD; and
 8. Support and train the incoming CoC Board Chair.
- G. Duties of the Vice-Chair. In the absence of the Chair or in the event of a mid-term vacancy in the chair position, the Vice-Chair will assume the duties of the Chair. The Vice-Chair will assist the Chair in providing oversight to workgroups.
- H. Duties of the Secretary. The Secretary will work with the CoC Lead Agency staff to keep accurate records of CoC membership, CoC Board and Executive Committee meetings. In addition, the Secretary, in conjunction with Collaborative

Applicant staff, will ensure that:

1. Proper notice is issued for all member, CoC Board and Executive Committee meetings;
2. Attendance is kept at all meetings;
3. CoC workgroups prepare timely minutes of their meetings;
4. All minutes are promptly published on the website; and
5. Official records are stored conveniently and safely.

Article V. CoC Workgroups

- A. Standing Workgroups. The standing workgroups of the CoC may include: Executive Committee; Regional Planning and Coordination; Governance & Membership; Performance & Evaluation; Homeless Management Information System (HMIS), and Coordinated Entry System. Standing workgroups may appoint subcommittees as necessary to more effectively execute responsibilities. The CoC Board may also add or suspend standing workgroups as necessary.
- B. Ad Hoc Workgroups. The CoC may convene ad hoc workgroups as it sees fit to address pressing issues. Ad hoc workgroups are time-limited and convened to complete specific tasks or address short-term issues.
- C. Workgroup Authority. Unless entrusted with specific authority to act on behalf of the CoC as a whole, workgroups will serve in an advisory capacity only.

No recommendations or actions taken by a workgroup will be considered actions of the CoC without approval or ratification by the CoC through the CoC Board.

- D. Workgroup Members. The members of each workgroup will be selected by the CoC Board. CoC Board members are expected to serve on at least one workgroup, and general CoC members are encouraged to participate on one or more workgroup. In determining workgroup membership, the Governance & Membership Workgroup will accept requests from CoC Board members and general CoC members to serve on particular workgroups and prepare recommendations for workgroup membership for CoC Board approval. The CoC Board may limit workgroup membership to a set number to increase workgroup efficiency. Before appointing any individual to a workgroup, the CoC Board will take into account:
 1. Relevance of the individual's experience and expertise to the workgroup;
 2. Appropriate size of the workgroup and the unique contribution, if any, that the individual is likely to make;
 3. Potential conflicts of interest the individual will face in serving on that workgroup;
 4. Diligence and effectiveness the individual has demonstrated in carrying out previous assignments for the CoC;
 5. Advantages of engaging as many interested members as possible in CoC work; and

6. Need to continuously cultivate new CoC leaders.
- E. Workgroup Chairs. The CoC Board will select one workgroup member to serve as chairperson. Chairs will have no set term. A workgroup chair may name another workgroup member as interim chair to run meetings and/or report to the Board or membership in their absence. The chair is responsible for:
1. Facilitating workgroup meetings;
 2. Ensuring minutes are taken at workgroup meetings;
 3. Reporting on workgroup activities to the CoC Board and membership; and
 4. Ensuring the workgroup fulfills its purpose and completes tasks assigned by the board in a timely manner.
- F. Notice of Meetings. Standing workgroups will have a set schedule of meetings and information about meeting times and locations will be posted publicly on the CoC website. Ad hoc workgroup meeting schedules will be shared at CoC membership meetings. All workgroup meetings will be open to CoC members regardless of their status as official workgroup members.
- G. Workgroup Decisions. All workgroups should strive for consensus among their members in reaching recommendations or taking action on issues put before them. If consensus cannot be achieved on any issue, the issue will be presented to the CoC Board as a whole for deliberation and resolution. Workgroup reports to the CoC Board should include where discussions were limited to official workgroup members vs. those that included guests.
- H. Minutes.
1. Content of Minutes. The minutes of every workgroup meeting will briefly note the matters discussed at the meeting, and reflect any final recommendations reached and the reasons discussed for and against those recommendations.
 2. Approval and Publication of Minutes. The minutes of every workgroup meeting will be approved at the workgroup's next meeting. Workgroup chairs will submit approved minutes to the CoC Lead Agency for posting on the CoC website.

Article VI. Standing Workgroups - The responsibilities of standing workgroups are delineated in this article. See Appendix A for a delegation of CoC responsibilities to the CoC's standing workgroups.

- A. Executive Committee. The Executive Committee will consist of the CoC Board officers described in Article IV and a representative of the CoC Lead Agency. The Executive Committee will meet between CoC Board meetings to develop Board meeting agendas. If needed, the Executive Committee may use the powers and authority of the CoC Board in the intervals between CoC Board meetings but will remain subject to the direction and control of the CoC Board and members as described elsewhere in this Charter.
- B. Regional Planning and Coordination: The Regional Planning and Coordination

Workgroup is responsible for coordinating local efforts and strategic initiatives to end homelessness within Jackson County. Its duties include:

7. Contributing to, reviewing and integrating local consolidated plans from Ashland and Medford into strategies and policies to end homelessness in Jackson County;
8. Ensuring the CoC Board has established an effective strategic planning process;
9. Coordinating CoC goals and activities with other outside entities working to address homelessness in Jackson County;
10. Planning for and conducting the annual Point-In-Time Count of homeless persons and Housing Inventory Count within Jackson County, which meets the most current HUD requirements;
11. Recommending funding priorities for the annual CoC Competition;
12. Completing annual gaps analysis report in collaboration with CoC Lead Agency; and
13. Overseeing the work of its standing sub-workgroup, the Transition Policy Workgroup.

C. Governance & Membership Workgroup: The Governance & Membership Workgroup is responsible for ensuring that the governance structure of the CoC is reflective of the priorities of the CoC and represents the organizations and individuals that comprise it. Its duties include:

1. Reviewing and recommending updates to the CoC Governance Charter, at minimum on an annual basis;
2. Assist in maintaining compliance with the CoC Governance Charter;
3. Reviewing and recommending updates to CoC written standards and other required CoC policies;
4. Developing and overseeing a recruitment and retention policy/process to ensure a diverse CoC general membership;
5. Meeting the CoC Interim Rule requirement for an annual call for new members;
6. Ensuring new CoC member onboarding;
7. Developing a Board recruitment strategy to ensure diversity, equity and inclusion within the CoC Board structure;
8. Supporting recruitment and presenting a recommended slate of CoC Board members;
9. Supporting CoC Board elections; and
10. Supporting recruitment and retention of Standing Workgroup membership.

D. Performance & Evaluation Workgroup: The Performance and Evaluation

workgroup is responsible for making recommendations to improve or monitor CoC program and system performance. Its duties include:

1. Collecting data quarterly to: a) evaluate CoC progress using performance measures and targets adopted by the CoC; and b) propose possible reasons for performance shortfalls and improvements;
2. Recommending for adoption by the CoC performance measures and targets to evaluate the performance of the CoC and other various types of programs included in the system to end homelessness, incorporating, as appropriate, any performance measures and targets mandated or recommended by HUD;
3. Preparing for public distribution an annual report on the CoC's performance, highlighting strengths and weaknesses and analyzing data that may help to explain weaknesses and provide direction to help address them;
4. Annually reviewing the tools used in scoring and ranking projects for CoC and ESG funding, determining whether changes to those tools are warranted and recommending for CoC approval any changes necessary;
5. Consulting with the CoC Lead to develop for CoC approval impartial procedures and, to the extent possible, objective criteria to be used in evaluating, ranking and recommending to the CoC all other applications for funding that must be endorsed by the CoC;
6. Overseeing and providing guidance to the CoC's Rating and Ranking Sub-workgroup, which ranks CoC-funded programs annually as part of the CoC Program competition;
7. Develop, annually review and oversee the grievance procedures for organizations contesting funding recommendations;
8. Overseeing the Collaborative Applicant's monitoring of CoC-funded projects; and
9. Reviewing the CoC's System Performance Measures and evaluating CoC system-level performance.

E. Homeless Management Information System (HMIS) Workgroup: The HMIS Workgroup is responsible for developing, evaluating, and recommending updates for all documents related to HMIS implementation within the CoC. Its duties include:

1. Developing, annually reviewing, and, as necessary, recommending revisions for CoC approval a privacy plan, security plan and data quality plan for the HMIS as well as other policies and procedures required by regulations and notices issued by HUD;
2. Developing for CoC approval and implementing a plan for monitoring the HMIS to ensure that:
 - Recipients and subrecipients consistently participate in the HMIS;

- HMIS is satisfying the requirements of all regulations and notices issued by HUD; and
 - The HMIS Lead is fulfilling the obligations outlined in its memorandum of understanding with the CoC, including the obligation to enter into written participation agreements with each contributing HMIS organization;
3. Ensuring accurate, timely, and comprehensive data is available to inform CoC activities; and
 4. Planning for training opportunities for all HMIS users related to HMIS requirements.
- F. Coordinated Entry System (CES) Workgroup: The Coordinated Entry Workgroup is responsible for developing, evaluating, and recommending updates for the CoC's Coordinated Entry system (CES). Its duties also include:
1. Establishing and implementing policies and procedures for operating a system for central registration of all individuals and families requesting homeless services and for uniformly assessing the needs of these individuals and families for housing and services;
 2. Developing and revising as necessary procedures, performance metrics, and evaluative tools for monitoring the CES;
 3. Monitoring coordinated entry to ensure it is functioning in compliance with the CoC's CES policies and procedures;
 4. Making recommendations to the CoC Board for improvements to the CES;
 5. Recruiting agencies for participation in the CoC's Coordinated Entry System;
 6. Regularly seeking feedback from Coordinated Entry participants to assist in evaluation of the effectiveness of the CoC's Coordinated Entry system;
 7. Evaluating the performance of the CoC's Coordinated Entry Lead Agency.

Article VII. CoC Lead Agency / Collaborative Applicant

- A. The CoC Lead Agency serves as the lead agency as designated by and under governance of the CoC Board. The CoC Lead Agency may also be referred to as the Collaborative Applicant.
- B. Oversight and Replacement. The CoC Board is responsible for monitoring the CoC Lead Agency's performance on behalf of the CoC. The Board may choose to schedule annual or more regular meetings with the Lead Agency representatives to resolve performance issues.
 - a. The CoC Board may choose to remove the CoC Lead Agency from its role at any time through standard CoC Board voting procedures. The CoC Lead Agency may also choose to resign the role at any time. In either case, parties should give ample notice when this decision is made and negotiate a smooth transition process.

- b. In the event of a CoC Lead Agency change or vacancy, the CoC Board will oversee a selection process for a new Lead Agency. Notice will be provided to eligible applicants of the CoC Program throughout Jackson County.
- C. CoC Planning. The CoC Lead Agency, in filling the role of Collaborative Applicant, has exclusive right to apply for CoC Planning funds in the annual CoC Competition. These funds are used to support CoC activities undertaken by the Lead Agency.
- D. Responsibilities. A detailed list of responsibilities of the CoC Lead Agency will be agreed upon and documented in an MOU executed between the Lead Agency and the CoC Board. See Appendix A, CoC Delegation of Responsibilities, for details on the major responsibilities of the CoC Lead Agency.

Article VIII. Designation of HMIS and HMIS Lead Agency

- A. Homeless Management Information System (HMIS) Designation. ServicePoint, by WellSky, as the HMIS implementation for the CoC; Oregon Housing and Community Services (OHCS) holds the contract for HMIS on behalf of the CoC.
- B. HMIS Lead Agency. The CoC will designate an agency to serve as the HMIS Lead Agency as designated by and under governance of the CoC Board.
- C. Oversight and Replacement. The CoC Board is responsible for monitoring the HMIS Lead Agency's performance on behalf of the CoC. The Board may choose to schedule annual or more regular meetings with the HMIS Lead Agency representatives to resolve performance issues.
 - a. The CoC Board may choose to remove the HMIS Lead Agency from its role at any time through standard Board voting procedures. The HMIS Lead Agency may also choose to resign the role at any time. In either case, parties should give ample notice when this decision is made and negotiate a smooth transition process.
 - b. In the event of an HMIS Lead Agency change or vacancy, the CoC Board will oversee a selection process for a new HMIS Lead Agency. Notice will be provided to eligible applicants of the CoC Program throughout Jackson County.
- D. HMIS Grant. The HMIS Lead Agency has exclusive right to apply for an HMIS grant in the annual CoC Competition. These funds are used to support HMIS activities undertaken by the HMIS Lead Agency.
- E. Responsibilities. A detailed list of responsibilities of the HMIS Lead Agency will be agreed upon and documented in an MOU executed between the HMIS Lead Agency and the CoC Board. See Appendix A, CoC Delegation of Responsibilities, for details on the major

responsibilities of the HMIS Lead Agency.

Article IX. Code of Conduct and Conflicts of Interest

- A. Attendance and Conduct. Board members, officers, general CoC membership, employees and other agents of the CoC must exercise care, diligence and prudence when acting on its behalf. These individuals must complete on time the work they have agreed to undertake. As required by their respective positions, they must attend CoC Board and workgroup meetings and be prepared to discuss matters presented for their deliberation.

Absence without notice or explanation for 25% of regularly scheduled meetings in a 12-month period, or repeated failure to complete work assignments, will be grounds for removal from the CoC Board and from any workgroup to which an individual has been assigned. In addition, repeated failure to participate thoughtfully and respectfully in discussions or persistent disruptive or obstructive conduct during meetings will be grounds for removal from the CoC.

B. Conflicts of Interest.

1. Board members, workgroup members, committee and subcommittee members, employees and other CoC agents must abide by the following rules in order to avoid conflicts of interest and promote public confidence in the integrity of the CoC and its processes. Failure to honor these rules will be grounds for removal from the CoC Board and any of its workgroups, committees and subcommittees.
 - a. CoC Board members, workgroup members, committee and subcommittee members, and other employees or agents may not participate in or influence discussions or resulting decisions concerning the award of a grant or other financial benefit to: 1) any organization they or a member of their immediate family represents; or 2) any organization from which they or a member of their immediate family derives income or anything of value; and
 - b. Whenever CoC Board members, workgroup members, committee and subcommittee members, employees, and other CoC agents or any of their immediate family members have a financial interest or any other personal interest in a matter coming before the CoC or one of its workgroups, they must: 1) fully disclose the nature of the interest; and 2) withdraw from discussing, lobbying, and voting on the matter.
2. Any matter in which CoC Board members or any other members have an actual or potential conflict of interest will be decided only by a vote of remaining voting members. In addition, the minutes of any meeting at which such a vote is conducted must reflect the disclosure of interested CoC Board member's or another member's actual or potential conflicts of interest and their abstention.
3. CoC Board members, workgroup members, employees of the Lead Agency who perform duties on behalf of the CoC, and any other agents of the CoC must sign a conflict of

interest form upon assuming their office or role, affirming that they have reviewed the conflict of interest policy and have disclosed any conflicts of interest that they face or are likely to face in fulfilling their duties of one or more roles identified herein.

Article X. Advocacy

Advocacy is an essential strategy in ending homelessness in Jackson County; however, as a system representing a continuum of care, it is important that the CoC follow procedures to ensure that positions are properly vetted and represent the views of the CoC body. The following procedures are designed to ensure a broad and consistent voice from the CoC:

- A. Any CoC member is encouraged to bring issues to the attention of the CoC Board which may positively or negatively impact the elimination of homelessness in Jackson County.
- B. By email to the CoC Board, a member or members should describe the nature of the issue, the position she or he wants the CoC to take, how the position will help eliminate or not worsen homelessness in Jackson County, and the timeliness of response required.
- C. Support or opposition to advocacy positions may be taken by vote of the CoC Board. The CoC Board will vet the position for relevancy and thoughtfulness. It is not necessary for the CoC Board to agree with the position of the advocate.
- D. If a majority of CoC Board members oppose a position, it may not be forwarded as a position of the CoC. Individuals are welcome to advocate for personal positions.
- E. If a majority of CoC Board members support a position, the Board Chair will assign one or more authors to finalize the position to be used by all members on behalf of the CoC. This position may vary from the original request to address concerns raised through this vetting process.
- F. If the CoC Board deems necessary, it may take an issue to the full CoC membership for consideration and vote.

Article XI. Approval of Governance Charter and Subsequent Amendments

- A. Scope of the Governance Charter. The CoC Governance Charter includes Articles through X, which establish a framework for governing the CoC, complemented by a series of written documents that establish the policies and procedures needed to comply with Subpart B of 24 CFR Part 578 and other policies, procedures, and agreements governing the routine operations of the CoC.
- B. Approval and Subsequent Amendment of CoC Governance Framework. The governance framework outlined in Articles I through X of the Charter and every subsequent amendment to that framework must be ratified (or approved) by a 75% majority of the CoC Membership.
- C. Approval and Subsequent Amendment of Operating Policies and Procedures. The operating policies, procedures, and agreements incorporated into the Charter

as appendices and every subsequent amendment or addition to those policies, procedures and agreements must be approved by CoC membership by standard approval process.

- D. Annual Reviews of the Governance Charter. In consultation with the CoC Lead Agency and the HMIS Lead Agency, the Governance & Membership Workgroup shall review the Charter annually and recommend to the CoC Board and CoC general membership changes to improve the functioning of the CoC and maintain compliance with federal and state regulations. In addition, at a minimum of every five years after initial approval of the Charter, the CoC Board will invite interested members to participate in a review of the Board Nomination/Selection portion of the Charter. Based on the consensus achieved in that discussion, the CoC Board will provide the opportunity to CoC members to ratify recommended revisions to the Charter at their next meeting.

In the event that the Charter must be amended in a time-sensitive manner, it may be done at a regular or special meeting of the CoC membership by action of the Executive Committee and with proper notice.