

I. Purpose of the Palm Beach County Continuum of Care (CoC)

The Palm Beach County Continuum of Care (CoC) herein described shall be the Homeless and Housing Alliance, hereafter referred to as the “HHA”. The HHA serves and supports the communities, agencies, and organizations concerned with homelessness in Palm Beach County, Florida. The HHA shall be nonsectarian and nonpartisan. The HHA shall align all activities and decisions with Leading the Way Home Palm Beach County, Palm Beach County’s Strategic Plan to End Homelessness.

Continuum of Care (CoC) – A community-wide or region-wide collaborative approach that helps communities plan for and provide a full range of emergency, transitional, and permanent housing and service resources to address the various needs of homeless persons.

II. Purpose of the Governance Charter

This Charter provides the structure for the HHA and defines the roles and responsibilities of the HHA General Membership, Governing Board, CoC Lead Agency, CoC Collaborative Applicant, and HMIS Lead Agency.

As a whole, the HHA fulfills the following responsibilities:

- Implementing “Leading the Way Home Palm Beach County,” Palm Beach County’s Strategic Plan to End Homelessness.
- Designating a CoC Lead Agency, Collaborative Applicant, and HMIS Lead Agency.
- Providing technical assistance, supportive services, and educational opportunities to its members.
- Addressing critical issues related to homelessness through coordination of existing homeless services and support programs for the homeless and evaluating unmet needs of this population.
- Exploring all resources for addressing unmet needs, creating special initiatives, and continuing/expanding existing programs for the homeless.
- Evaluating existing services in an effort to avoid duplication of efforts and establish standards of care.
- Educating elected officials, community leaders, and the public-at-large regarding the circumstances and needs of the homeless.
- Advocating for housing, employment, transportation, education, health care, counseling/rehabilitative and other need-focused programs required to provide long-range solutions to the problems of the homeless.
- Increasing public awareness about homelessness.
- Serving as the operations arm of the Palm Beach County homeless services system.
- Providing HHA representation on the Homeless Advisory Board (HAB) through the HHA Governance Board President or designee.

This Charter shall be maintained and available for review at the office of Palm Beach County Division of Human Services & Community Action and Palm Beach County's Community Service website.

III. Organizational Structure

The HHA includes:

- A. **General Membership** – nonprofit homeless assistance providers, victim service providers, faith-based organizations, governments, businesses, advocates, public housing agencies, school districts, social service providers, mental health agencies, hospitals, universities, affordable housing developers, law enforcement, veterans service providers, homeless and formerly homeless individuals, and any other persons or organizations who have an interest in homelessness in Palm Beach County are eligible for membership throughout the calendar year.

Regardless of the number of programs administered by an agency/organization, only a single membership shall be granted.

- An **Organizational Member** shall be defined as any agency, group, or association that will possess and exercise a maximum of one (1) vote on matters concerning the ongoing business of the HHA.

If an individual representative from an organization member leaves that organization, they may apply for an individual membership. However, they must go through the same provisional process described below.

- An **Individual Member** shall be defined as an individual not affiliated with an organizational member that will possess and exercise a maximum of one (1) vote on matters concerning the ongoing business of the HHA.
- A **Lived Experience Member** shall be defined as an individual who is formally homeless and shall possess and exercise one (1) vote on matters concerning the ongoing business of the HHA.

Any interested entity may apply for membership by declaring their interest to the HHA Governance Board and submitting a membership application to the CoC Lead Agency. Once an application has been received, the entity will be considered a Probationary Member.

- A **Probationary Member** shall be defined as a new member who has not submitted all required documents in the membership package and attended an orientation (offered quarterly by the CoC Lead Agency). During the probationary period, the entity must also attend all HHA General Membership meetings and participate in either the HMIS Committee or one (1) of the six (6) Pillars. Once these obligations have been completed, the CoC Lead Entity will present the probationary member to the HHA Governance Board for a vote. The probationary

member will not have voting privileges during the probationary period. Voting privileges begin once the probationary member is voted in by the HHA Governance Board.

If the Probationary Member needs immediate access to the HMIS system, prior to completion of the above requirements, a waiver must be requested from the HMIS Lead Entity and voted on in person or by email by HHA Governance Board.

- A **Member in Good Standing** shall be defined as any individual or organizational member that has met the expectations identified below.

HHA Membership Expectations:

- Members are expected to be present and active in all HHA meetings.
- Members are expected to actively participate at minimum on either the HMIS Committee or one of the six (6) Pillars).
- Members who provide direct services are expected to participate in Homeless Management Information System (HMIS) with the exception of victim service providers who are barred by statute and law to participate in HMIS.
- Members are expected to participate in the homeless Point-In-Time Count, the count of sheltered and unsheltered people experiencing homelessness required by HUD.
- Members are expected to attend 60% of the General Meetings and 70% of either the HMIS Committee or one of the six (6) Pillars meetings occurring in a consecutive twelve (12) month period.
- Members are expected to renew and update their membership applications annually to maintain an active status.
- Any member who has missed more than six (6) consecutive meetings or 50% missed meetings in any twelve (12) month period will have their membership revoked. Prior notice will be sent by the Collaborative Applicant before membership is revoked. Membership shall be reactivated upon submission of a new membership application to the Collaborative Applicant or HHA Governance Board.

Applying for Funding through the HHA

- Members who wish to apply for any funding (HUD, ESG etc.) through the HHA are expected to become members in good standing and maintain their good standing status while receiving funding.
- Non-Members who wish to apply for any funding (HUD, ESG etc.) through the HHA must agree to join the HHA, become a member in good standing, and maintain their good standing status while receiving funding.

B. HHA Governance Board

Members elected by the General Membership to provide ongoing leadership, administrative oversight, and implementation responsibility fulfilling the purposes of the HHA.

- The HHA Governance Board shall meet as often as necessary to perform its function, but no less than one (1) time per quarter, at a time and location established by the President and Collaborative Applicant with a notice given to the General Membership. Meetings are open to all HHA members.
- The HHA Governance Board meetings shall require a quorum of majority members to approve actions; a simple majority of those present is required for actions.
- The HHA Governance Board shall serve as a forum for the presentation of issues and concerns relative to the homeless population of Palm Beach County, from the HHA General Membership and the community at-large. The HHA Governance Board shall refer issues and concerns to the HMIS Chair or one of the six (6) Pillar Chairs for consideration and recommendations for action.
- The HHA Governance Board shall provide oversight and evaluation of existing HHA goals, operations, activities, and priorities, recommending changes, improvements, additions or deletions, and identify strategies for action.
- The HHA Governance Board shall review and update annually this governance charter, including all policies and procedures necessary to comply with HUD and HMIS requirements, including Code of Conduct and recusal process for the HHA Governance Board, and any person acting on behalf of the HHA Governance Board.
- Six Leading the Way Home Pillars shall be responsible for implementing the goals of “Leading the Way Home Palm Beach County,” Palm Beach County’s Strategic Plan to End Homelessness.
- Ad Hoc Committees may be created by members of the HHA Governance Board, as is deemed necessary and appropriate.

C. HHA Advisory Council

An Advisory Council made up of CEOs/Executive Directors or designee of HUD funded agencies shall meet bi-monthly or as needed to provide guidance and input to the HHA Governance Board. This Advisory Council shall serve only in an advisory role to the HHA Governance Board and does not have the authority to make HHA decisions on behalf of the HHA Governance Board or the HHA General Membership. Any member of the HHA Governance Board may attend and participate in the Advisory Council meetings. The HHA Governance Board has the authority to accept or reject any recommendations made by the Advisory Council.

D. Continuum of Care (CoC) Lead Agency

Palm Beach County Division of Human Services & Community Action herein referred to as “the County.” As the CoC Lead Agency, the County is the administrative agent/entity that carries out the activities of the HHA including fiscal and compliance activities. Responsibilities include:

- Adopting and following a written process to select HHA Governance Board Members to act on behalf of the HHA. The process must be reviewed, updated, and approved by the full HHA General Membership at least once every five years.
- Providing administrative and staff support to the HHA Governance Board and General Membership.

E. The Collaborative Applicant

Palm Beach County Division of Human Services & Community Action herein referred to as “the County.” As the Collaborative Applicant for the U.S. Housing and Urban Development (HUD) CoC funding, the County is responsible for:

- Consulting with recipients, sub-recipients, and other stakeholders of the HUD CoC Program Competition Notice of Funding Opportunity (NOFO), Emergency Solutions Grant (ESG), State of Florida’s Department of Children and Families (DCF) funding, establish performance targets appropriate for population and program type, monitor recipient and sub-recipient performance, evaluate outcomes, provide technical assistance and support to underperforming projects, take action against poor performers, and submit recommendations to the HHA Governance Board for adoption of performance targets.
- Monitoring and evaluating outcomes of projects funded under Emergency Solutions Grants (ESG), State Homeless, and CoC programs, presenting reports to the HHA Governance Board, HUD, and DCF at least annually.
- Collaborating with the HHA Governance Board on the process to receive applications for funding to the annual CoC NOFO competitive funding application to HUD, to include:
 - a. Developing priorities for funding projects.
 - b. Developing application ranking criteria.
 - c. Selecting a committee to review and rank applications according to the priorities and criteria.
 - d. Approving the full application for the annual HUD CoC competitive funding cycle.
- Consulting with recipients and sub-recipients of CoC, ESG, State Homeless funding, and other stakeholders, to establish and operate a centralized and coordinated entry system that provides an initial, comprehensive assessment of the needs of individuals and families for housing and service.
- Operating a single Homeless Management Information System (HMIS) for the geographic area as the eligible applicant, serving as the HMIS Lead.
- Submitting the annual CoC competitive funding application to HUD as the Collaborative Applicant, and applications for DCF State Office on Homelessness funding, including, but not limited to, the Challenge Grant, Staffing Grant, and State Emergency Solutions Grant (ESG).

- Planning and coordinating Palm Beach County's homeless Point-In-Time Count, the count of sheltered and unsheltered people experiencing homelessness required by HUD.
- Following and updating annually this Governance Charter, in consultation with the HHA Governance Board. Any amendments must be approved by the HHA Governance Board.

F. The Homeless Management Information System (HMIS) Lead (Palm Beach County Division of Human Services & Community Action herein called the County)

HMIS is a centralized database designed to create an unduplicated accounting of homelessness that includes housing and services. Known as the Homeless Management Information System by HUD, in Palm Beach County, we refer to it as the Client Management Information System or CMIS. HMIS and CMIS are the same, and the terms are used interchangeably.

The HMIS Lead has the following responsibilities:

- Executing participation and user agreements with every contributing HMIS organization.
- Ensuring consistent participation of recipients and sub-recipients in the HMIS by running and reviewing quarterly data quality reports, in coordination with the HMIS Chair and Committee.
- Ensuring the HMIS is administered in compliance with requirements prescribed by HUD through collaboration with the HMIS vendor, who reviews HUD data standards compliance at least annually.
- Conducting and coordinating training for all recipients and sub-recipients in the HMIS.
- Providing technical assistance for all recipients and sub-recipients.
- Updating the HMIS standard operating procedures, in collaboration with the HMIS Chair and Committee, which contain the privacy plan, security plan, and data quality plan at least one time every five (5) years.

IV. HHA Governance Board

The HHA Governance Board shall be made up of 19 seats and shall include an Executive Committee, Immediate Past President, HMIS Data Chair and Pillar Chairs, Members-At-Large, Lived Experience Members, CoC Lead Agency, the Collaborative Applicant, and the HMIS Lead Entity. An Organizational Member may have more than one seat on the HHA Governance Board but will only have one vote. HHA Governance Board terms shall begin on October 1 and end on September 30.

A. Executive Committee

- President
- Vice President
- Secretary

President

The President shall preside at meetings of the HHA General Membership and the Governance Board and shall perform the duties that pertain to said office. The President shall serve as the HHA Representative on the Homeless Advisory Board or appoint a designee.

Vice President

The Vice President shall serve in the absence of the President and shall perform such duties as identified by the President. If the President can no longer serve the Vice President shall assume the office for the balance of the term as Interim President until the next election.

Secretary

The Secretary shall work with the Collaborative Applicant to record, distribute, and maintain the minutes of all meetings of the Board and General Membership as well as perform other duties as identified by the President.

The President shall hold the office of President for two (2) years, which may be extended for an additional one (1) year term. The President may remain a member of the HHA Governance Board and have the opportunity to serve as the immediate past President for a period of two (2) years or until another President is elected.

The Vice President and Secretary shall serve for two (2) years, which may be extended to an additional one (1) year term.

HMIS Chair and Six Pillars

- One (1) Data Member: HMIS Chair.
- Six (6) Leading the Way Home Pillar Chairs:
 1. Race and Equity
 2. Healthcare
 3. Permanent Housing
 4. Supportive Services
 5. Systems
 6. Engagement & Advocacy

As it is recognized that a few of the Pillars' responsibilities and focus areas are mutually exclusive and that overlap will occur, **COOPERATION** and **COLLABORATION** among Pillars will be expected and encouraged, in order to minimize duplication of effort and to maximize the effective and efficient use of the time, energy and intellectual resources of all HHA members.

The HMIS Chair and Pillar Chairs will determine the frequency, time, and place of meetings, and report all business to the Board and the General Membership.

The HMIS Chair and Pillar Chairs shall be nominated by the Board and elected by the General Membership. They shall serve a maximum of two (2) two-year terms.

B. Four (4) Members-At Large

Member-At-Large Board positions shall be appointed by the Governance Board Members. They will be from the General Membership representing:

- Businesses
- Early Child Development
- Funders
- Faith-Based Organizations
- Governmental Entities
- Hospitals/Healthcare
- Law Enforcement Agencies
- Public Housing Authorities
- The School District of Palm Beach County
- Veterans Administration
- The Homeless Coalition
- Members who are not be requesting HUD or other funding through HHA
- Members who request HUD funding or other funding through HHA,

Members-At-Large shall serve a maximum of two (2) two-year terms.

C. Two (2) Lived Experience Members: Formerly Homeless over the age of 24.

D. Three (3) Lived Experience Members: Formerly Homeless Youth.

Lived Experience Members shall be nominated by the HHA Governance Board and serve a maximum of two (2) two-year terms.

E. The CoC Lead Agency, Collaborative Applicant, the HMIS Lead Entity, and the Homeless Coalition of Palm Beach County will serve as ex-officio non-voting members of the HHA Governance Board.

Elected Board Members shall begin their service at the close of the September General Membership Meeting once elected.

Decision Making: The vote of the majority of members present and voting at a meeting at which quorum is present is enough to constitute an act of the CoC Governance Board. Quorum is determined when at least 50% of the CoC Governance Board members are present.

Action without a Meeting: The Board may take an action without a meeting provided:

- The action is within its authority
- Notice is provided
- It is approved via email (or letter when email is unavailable)
- It is approved by a unanimous consent of all Board then-seated members who are entitled to vote on the matter

Qualification of HHA Governance Board Members:

For an individual to be qualified as a Board Member, they (as an individual member or their organizational member) must be a Member of the HHA for two consecutive twelve (12) month periods. The Executive Committee (President, Vice President, and Secretary) along with Members-At-Large and Lived Experience Members may count HHA Governance Board meetings as part of the “member in good standing” requirement in place of Pillar meetings.

Nominations of HHA Governance Board: HHA Members shall submit names of individuals for consideration for positions during the months of **July and August**. Elections will take place at the **September** General Membership Meeting. The HHA Governance Board will appoint the Member-At-Large Board positions. Elected Board positions are specific to the individual elected, not by the organizational member they may represent.

For each category of elected seat, the nominee receiving the highest number of votes will be elected to a two-year term. Board Members may serve in the same office for an additional two (2) year term, with the exception of the Executive Committee. No member shall hold more than one (1) office at a time.

Vacancies: Upon the vacancy of the office of the President, the Vice President shall assume the office for the balance of the term as Interim President. Upon the vacancy of the office of the Vice President, the Secretary, or a Member-At-Large will assume the balance of the office for the remainder of the term. A position shall be determined to be vacant in the event that the individual holding such position:

1. Resigns his or her position.
2. Is removed from his or her position for cause.
3. Has three (3) or more unexcused absences from the Board meetings within the same organizational year.

Resignation: Resignation from the Governance Board must be submitted in writing to the Executive Committee and Collaborative Applicant. An announcement will be made regarding the open position at the next Board and General Membership Meeting. The HHA Governance Board will appoint a new HHA Board Member from the General Membership to fill the remainder of the office term until the next HHA Governance Board election.

Special Elections: A special election may be held at the discretion of the HHA Governance Board to fill a Board vacancy.

Rotation of Membership: To the extent feasible, an effort to stagger the terms of the Board will be made so that only one-third of the terms will expire in any given year. **Executive Committee Officers cannot serve more than two consecutive terms.** Upon completion of the Immediate Past President’s term, he/she must rotate off the HHA Governance Board for at least one year before being re-eligible to serve again on the Board. The HMIS Chair, Pillar Chairs, and Members-At-Large after the fourth year in their position must move to another position on the Board or rotate off the HHA Governance Board for at least one year to be re-eligible to serve again on the Board.

Conflict of Interest: A conflict of interest is a breach of an obligation that has the effect or intention of advancing one’s organization/agency’s own interest in a way detrimental to the HHA. Conflict of interest and even the appearance of a conflict of interest must be avoided. Board members shall report conflict of

interest at the HHA Governance Board or General Meetings and recuse themselves from voting on issues where a conflict of interest is apparent or brought forward by the General Membership.

V. Meetings

- A. **HHA General Membership Meetings:** The General Membership Meetings shall be held monthly on the **FOURTH** Thursday of the month except when this day falls on a holiday, unless otherwise rescheduled or cancelled by the Collaborative Applicant. All meetings of the HHA shall be open to the public. Meetings are announced through an email blast and posting calendar of meetings on the County's HHA website.
- B. **HHA Governance Board Meetings:** Governance Board Meetings shall be held at least quarterly. All meetings of the HHA Governance Board shall be open to the public.
- C. **Special Meetings:** The President or Board may call special meetings of the General Membership. Members shall be notified of the time, date, location, and purpose of said meeting at least three (3) days prior to the event.
- D. **Quorum:** A quorum of majority of members in good standing shall be required to conduct business at any regularly scheduled General Membership or HHA Governance Board Meeting.
- E. **Attendance:** HHA Members are expected to attend 60% of the General Membership and 70% of at least one (1) Oversight Committee (HMIS Committee or one of the six (6) Pillars) meetings occurring in a calendar year to be considered a *Member in Good Standing*.
- F. **Parliamentary Authority:** All meetings and procedures, unless otherwise provided for herein, shall be in accordance with "Robert's Rules of Order" (latest revision).
- G. **Minutes:** Minutes of General Membership Meetings shall be maintained and approved by the membership. Minutes of the Board Meetings shall be maintained and approved by the HHA Governance Board. Minutes of both entities shall be kept on file for review for a minimum of five years by the CoC Lead Agency.
- H. **Notice:** Notice of General Membership and HHA Governance Board Meetings shall be sent to each member by email not less than three days before the meeting.
- I. **Voting:** Action will be based upon the majority vote of attending members. Only one vote per member can be applied. Abstentions based upon stated conflicts of interest will be noted and recorded in official meeting minutes. Members' rights to vote shall include, but not be limited to, the nomination and election of the HHA Governance Board, approval and authorization of the submission of state and local grant applications, approval and authorization to publicize and/or release information by the HHA, and approval and authorization of changes to this Governance Charter. Only HHA Members in Good Standing may vote. This is established by participation in more than 60% of General

Membership Meetings and 70% of at least one of the six (6) Pillars. Prior to voting, a list will be prepared to determine voting eligibility.

- **Voting by Proxy:** Some nonprofits and city/county departments do not have Executive Directors, and because in some years individuals meet the threshold meeting attendance level but are not affiliated with a nonprofit or city/county department, we have adopted these guidelines to determine who may vote for an agency:
 1. If an eligible nonprofit has an Executive Director, the Executive Director must vote or designate a proxy to vote on behalf of the agency.
 2. If an eligible nonprofit does not have an Executive Director but does have a Board of Directors, the Board President must vote or designate a proxy to vote on behalf of the agency.
 3. For eligible city or county departments and divisions, the department head must vote or designate a proxy to vote on behalf of the department.
 4. If an individual attended the requisite number of meetings and is not affiliated with a city/county department or a nonprofit with an Executive Director or a Board of Directors, the individual may vote on their own behalf.
 5. As applicable, the eligible voting agency's Executive Director, Board President or department head must cast the agency's ballot, unless a proxy voter is designated in advance. To designate a proxy voter, the appropriate person must complete a Proxy Voter Designation Form.

At the June meeting, the General Membership will be provided notification of open position(s). Organizational Members may be eligible for more than one position.

VII. Amendments

This Governance Charter of the Palm Beach County Homeless and Housing Alliance may be amended when necessary, by majority vote of a quorum at a General Membership meeting. Proposed amendments must be sent to members by email not less than three days prior to the general meeting in order for the amendments to be reviewed and voted on. This Governance Charter must be reviewed at least once a year.

Amended: October 2023

Amended: July 2023

Approved by the HHA Governance Board with revisions: October 26, 2022

Approved by the HHA General Membership with the revision to include CoC Lead Agency verbiage: March 24, 2022

Approved by the HHA Governance Board with revision to include CoC Lead Agency verbiage: March 23, 2022

Amended by the HHA Executive Committee: 2/27/2020

Approved by the HHA General Membership 09/26/2013

Amended by the HHA Executive Committee: 09/16/13

Amended by the HHA General Membership: 05/24/2012
Amended by the HHA General Membership 09/27/2012
Adopted by the Palm Beach County Homeless Advisory Board: 7/19/11
Approved by the HHA General Membership 09/23/10

Revised: August 7, 2024