

GOVERNANCE CHARTER AND POLICIES

Sutter Yuba Homeless Consortium

I. NAME AND JURISDICTION

Sutter Yuba Homeless Consortium (SYHC) evolved from an effort to provide a coordinated community-wide response to homelessness in the geographic area of Sutter and Yuba counties through a Continuum of Care (CoC). SYHC Board of Directors (Bod) acts as the CoC.

II. PURPOSE

The purpose of SYHC is to provide a coordinated and strategic approach to planning and management of a range of resources to address the needs of families and individuals at risk of homelessness and those who are currently experiencing homelessness in Sutter and Yuba counties. SYHC brings together a broad spectrum of participants to address all aspects of homelessness and the needs of all the homeless subpopulations. SYHC works collaboratively to set and achieve goals that are shared by its members.

The Bod serves as the Housing and Community Development designated primary decision-making group and oversight board of the CoC funding process for Sutter and Yuba counties.

As the oversight board the Bod:

- A.** Ensures that SYHC, as the CoC for the geographic area of Sutter and Yuba counties, is meeting all of the responsibilities assigned to it by Housing and Urban Development (HUD);
- B.** Represents the relevant organizations and projects serving subpopulations.
- C.** Supports homeless persons in their movement from homelessness to affordable permanent housing and economic stability within a supportive community.
- D.** Ensures that SYHC is inclusive of all needs of Sutter and Yuba counties homeless subpopulations; and
- E.** Facilitates responses to issues and concerns that affect CoC funded agencies that are beyond those addressed in the annual CoC application.
- F.** Acts as Homeless Management Information Systems (HMIS) and Coordinated Entry lead.

III. MEMBERSHIP

A. **BOARD OF DIRECTORS**

Each year, at the SYHC Annual Meeting, the structure of SYHC committees and workgroups are outlined. The nomination and election process for the Bod is also explained and the new board is presented.

The Bod consists of directors described in Figure 1 of Addendum A.

The authorized number of Directors shall be a minimum of 7 and a maximum on 11. No reduction in the number of Directors shall have the effect of removing a Director from office prior to the expiration of their term of office.

Directors shall serve for a term of three consecutive years with an option of a second three-year term. After second term is completed, Directors may reapply after one year's absence from the board. An agency may have no more than one designated representative to the Bod at any time.

Director Responsibilities

All Directors shall demonstrate a professional interest in or personal commitment to addressing and alleviating the impact of homelessness on the people of Sutter and Yuba counties. Directors are required to do the following:

- Attend meetings and contribute to informed dialogue on actions of the Bod
- Serve on a committee of the Bod
- Participate in the activities of SYHC
- Seek input from and report back to the constituency they represent on key issues and strategies and otherwise keep abreast of needs and gaps

a. **BOD NOMINATION, OFFICERS AND TERMS**

i. **NOMINATION**

Nominations for the Bod shall be made by current SYHC directors. Nominees must be SYHC Stakeholders or have extensive experience in a field that would support the mission of the board and the SYHC.

ii. **LIST OF OFFICERS AND DUTIES**

President:

Subject to control of the Bod, the President shall have general supervision of the affairs of the SYHC. The President shall serve as the Chief Executive Officer and shall have such other duties as may be prescribed by the Bod. The President shall serve as an ex-officio member of all committees, with the exception of the nominations committee. The term of office shall be a

minimum of one year.

Vice-President(s):

In the absence of the President, a Vice-President shall perform the duties of the President. Vice-President(s) shall have such other powers and duties as may be assigned by the Bod. The term of office shall be a minimum of one year.

Secretary:

The Secretary shall act as secretary at all meetings of the Bod and shall maintain the records of SYHC and shall be responsible for the minutes of all such meetings or designate a representative to record minutes. The Secretary shall perform such additional duties as assigned by the Bod. The Secretary is responsible for maintaining contact information for SYHC Stakeholders or designate a staff member to maintain. The term of office shall be a minimum of one year.

Chief Financial Officer:

The Chief Financial Officer shall act as Treasurer of the Bod and be responsible for the accounting of all monies of SYHC, including depositing and/or investing them in accordance with policy adopted by the Bod. All checks, drafts, or orders, for payment of money, notes or other evidence of indebtedness issued in the name of SYHC, shall be signed by the Chief Financial Officer and counter-signed by the President, or any two officers as determined by the Bod. The Chief Financial Officer shall have such additional powers and duties as may be assigned by the Bod. The term of office shall be a minimum of one year.

b. MEETINGS

The Bod approves or vetoes all matters related to SYHC. The Bod will always strive for consensus decision-making. When consensus cannot be reached, the Bod will vote on decisions/actions. Each Director receives one vote, and a simple majority vote is required for all business. For any matter that involves a decision on funding for which a Director is a recipient, they must recuse themselves from the vote.

All Bod meetings shall be open to the public and all interested persons are encouraged to attend meetings, provide input, and voice concerns.

c. DIRECTOR RESPONSIBILITIES

The Bod, with the assistance of committees, fulfill three major duties:

i. Operate SYHC, which must:

1. Hold meetings of the SYHC Stakeholders, with published agendas, at least quarterly.
2. Establish committees, subcommittees, or workgroups as needed.
3. Annually review and update this Governance Charter.
4. The Sustainability Committee will evaluate outcomes of projects funded through SYHC including, but not limited to, the Emergency Solutions Grants (ESG) program, and the CoC Competition program, and report as required.
5. In consultation with recipients of program funds the Service Access committee will establish and operate a centralized or coordinated assessment system that provides an initial, comprehensive assessment of the needs of individuals and families for housing and services. Develop a specific policy to guide the operation of the centralized or coordinated assessment system on how its system will address the needs of individuals and families including those who are fleeing, or attempting to flee, domestic violence, dating violence, sexual assault, or stalking, but who are seeking shelter or services from non-victim service providers; this system will comply with any requirements established by HUD by notice;

In consultation with funded recipients, the Service Access Committee will establish and consistently follow written standards for providing SYHC assistance. At a minimum, these written standards must include:

- a. Policies and procedures for evaluating individuals' and families' eligibility for assistance under the CoC program (24 CFR Part 578)
 - b. Policies and procedures for determining and prioritizing which eligible individuals and families will receive transitional housing assistance
 - c. Policies and procedures for determining and prioritizing which eligible individuals and families will receive permanent supportive housing assistance
6. With the assistance of the Sustainability Committee and consistent with 24 CFR §578.15(b), designate an eligible applicant(s) to submit an application for grant funds in response to a Notice of Funding Available published by HUD under 24 CFR §578.19. The designation must state whether the Bod is designating more than one applicant to apply for funds and, if it is, which applicant is being designated as the collaborative applicant. If only one applicant is designated to apply, that applicant must be designated as the collaborative applicant.

ii. With the assistance of the Service Access Committee, design and operate a Homeless Management Information System (HMIS) (24 CFR §578.7(b)):

1. Designate a single HMIS for Sutter and Yuba counties;
2. Designate an eligible applicant to manage SYHC's HMIS, which will be known as the HMIS lead;
3. Review, revise, and approve a privacy plan, security plan, and data quality plan for the HMIS;
4. Ensure consistent participation of recipients and sub-recipients in the HMIS;
5. Ensure that the HMIS is administered in compliance with HUD requirements.

iii. With the assistance of the Service Access Committee develop a Continuum of Care Plan consistent with 24 §CFR 578.7(c) that includes:

1. Coordinating the implementation of a housing and service system within Sutter and Yuba counties that meets the needs of the homeless individuals and families. The system must include:
 - a. Outreach, engagement, and assessment
 - b. Shelter, housing, and supportive services
 - c. Prevention strategies
2. Planning and conducting an annual point-in-time count of homeless persons that meets the requirements of 24 CFR §578.7(c)(2);
3. Conducting an annual gaps analysis of the homeless needs and services available within Sutter and Yuba counties;
4. Providing information required to complete the consolidated plan within Sutter and Yuba counties;
5. Consulting with State and local government Emergency Solutions Grants program recipients within Sutter and Yuba counties on the plan for allocating ESG program funds and reporting on and evaluating the performance of ESG program recipients and sub-recipients.

d. VOTING MEMBERS & VOTING

For the purpose of this section of the Governance Charter, "voting" means voting on items at the Bod meetings.

Each voting member of the Bod shall have one vote in meetings at which they are present.

e. **QUORUM**

Fifty-one (51%) percent of any BOD must be present at the meeting to constitute a quorum. If less than a quorum is present, a meeting may be conducted, but no votes on action items or motions can be taken.

f. **MAJORITY CARRIES**

A simple majority of votes cast shall carry the motion in the meetings of the Bod except as otherwise provided in this Governance Charter.

g. **OPEN MEETINGS**

As noted above, Bod meetings shall be open to the public, except as otherwise provided for in this Governance Charter.

h. **NOTICE AND AGENDA**

Action items will be placed on the agendas of the meetings of the Bod. Additional items may be added to the agenda at the beginning of the scheduled meeting but may not be voted upon. Agendas for the meetings of the Bod will be e-mailed to the Bod and shall be posted or e-mailed 48 hours prior to the meeting.

i. **CONDUCT OF MEETINGS**

The President, or in their absence, a Vice President, shall conduct Bod meetings. The meetings shall be ordinarily conducted in an informal manner, but may be conducted by Robert's Rules of Order (revised edition), as deemed appropriate by the President. The Secretary or delegate representative shall record the minutes of every meeting.

j. **FREQUENCY**

Meetings of the Bod shall be held monthly. The meeting schedule will be set in January and will be published on the SYHC Facebook page, email list-serve and website and will be sent for inclusion in local newspapers.

k. **SPECIAL MEETINGS OF THE BOARD**

Special meetings, beyond regularly scheduled monthly meetings, may be called by a majority decision of the Bod. Special meetings shall cover only matters of business, which have been stated in the call to meeting. Directors shall be provided with a minimum of forty-eight hours' notice of a special meeting.

l. **EXECUTIVE SESSION**

Executive session meetings may be closed to the public when discussing breach

of code of conduct by Directors or personnel matters.

m. CODE OF CONDUCT

SCOPE

This section applies to all Directors, officers and all persons acting on behalf of the Board.

i. GENERAL STATEMENT OF EXPECTATION

Each Director is expected to adhere to a high standard of ethical conduct and to act in accordance SYHC's mission.

Unethical actions, or the appearance of unethical actions, are not acceptable. Directors are to be guided by the following principles in carrying out their responsibilities. Note, however, that this code summarizes such principles and nothing in this code should be considered as limiting duties, obligations or legal requirements with which the Directors must comply.

Loyalty.

Directors should not be, or appear to be, subject to influences, interests or relationships that conflict with the mission and purpose of SYHC.

Care.

Directors shall apply themselves with seriousness and diligence to participating in the affairs of the Board and its committees and shall act prudently in exercising management oversight of SYHC. Directors are expected to understand SYHC's principal policies and core values.

Engagement.

Directors shall take such steps as are necessary to be sufficiently informed to make decisions on behalf of SYHC and to participate in an informed manner in the Board's activities. Directors are expected to attend all meetings of the Board, except if unusual circumstances make attendance impractical.

Compliance with Laws, Rules and Regulations.

Directors shall comply with all laws, rules, and regulations applicable to SYHC.

Observance of Ethical Standards.

Directors must adhere to the highest of ethical standards in the conduct of their duties. These include honesty, fairness, and integrity.

ii. INTEGRITY OF RECORDS

Directors should promote the accurate and reliable preparation and maintenance of SYHC's records. Diligence in accurately preparing and maintaining SYHC's records allows SYHC to fulfill its reporting obligations and to provide governmental authorities and the general public with full, fair, accurate, timely, understandable, open and transparent disclosure.

iii. CONFLICTS OF INTEREST

Directors must act in accordance with the conflicts of interest requirements at 24 CFR §578.95(b), namely that no 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. Directors shall review and sign SYHC's conflict of interest policy before or at the time of taking their seat and annually.

No employee, officer, agent, or member of the Bod shall participate in the selection, award or administration of a contract involving any agency with which they are associated if a real or apparent conflict of interest would be involved. Such a conflict would arise when the employee, officer, agent, or member of the Bod or any member of her or his immediate family, her or his partner, or an organization that employs or is about to employ any of the parties indicated herein, has a financial or other interest in the firm selected.

SYHC is required to serve as the applicant for funds appropriated by the state for the use of local homeless service providers. SYHC serves the same function for funds awarded through HUD. Because these funds are designated for use by local providers, who will almost invariably be SYHC Stakeholders per the guidelines for membership laid out in California Statute, SYHC will structure grant application and evaluation processes in such a manner as to avoid participation in the process by any entity receiving or competing for HUD Continuum of Care program grant funding.

In addition, no employee, officer, agent or member of the Bod may solicit or accept gifts related to their professional duties on behalf of SYHC for personal benefit in excess of \$75.

Failure to abide by these policies is grounds for dismissal from whatever capacity served on behalf of SYHC.

iv. AFFIRMATION

All Directors shall read this code at least annually and shall certify in writing that they have done so and understand the code.

v. RECUSAL PROCESS

Definition: "Recusal" means the process by which a person disqualifies himself or herself from a matter because of prejudice or a conflict of interest.

Directors, officers or anyone acting on behalf of the Bod (including committee members) must recuse themselves from participating in or influencing discussions or resulting decisions concerning the award of a grant or other financial benefits to the organization that the member represents, and must recuse themselves in matters as otherwise applicable under 24 CFR §578.95.

vi. RESIGNATION

In the event that a Director must submit a resignation to the Bod, they will do so in writing to the Secretary. In the case of the Secretary's resignation, a letter will be written to the President.

vii. ENFORCEMENT

Directors will discuss with the President of the Bod or a Vice President, any questions or issues that may arise concerning compliance with this code of conduct. Breaches of this code, whether intentional or unintentional, shall be reviewed by the Bod (excluding any Director whose breaches are under review). Serious breaches of this code may be cause for dismissal of the Director. Decisions to dismiss shall be made by majority vote of the Bod at a properly convened meeting of the Bod; the meeting shall be in closed session. The Director shall have a right to present a defense at such meeting prior to a final decision.

viii. GRANTS / CONTRACTS SELECTION PROCESS

SYHC has been designated to be the applicant representing Sutter and Yuba counties for applicable state grants designated by the California Legislature for homeless services. Successful grant awards are to be distributed among local service providers as determined by vote of the Bod.

Because the BOD is designed per California statute to consist of representatives of local provider agencies and faith-based organizations as well as other community stakeholders, the grant/contract selection process must be organized to serve the interests of the community in an impartial and neutral manner.

All Federal and State grants and contracts awarded to SYHC shall be allocated through a competitive bid process to eligible applicants.

Upon receipt of any grant application designated for fund distribution among local service providers and/or faith-based agencies, the Bod shall prepare a request for proposal in line with the state or federal request for proposal. The

Bod shall prepare an evaluation scoring tool, parallel to the allocation of points as contained in the state or federal grant request. The request for proposal shall be advertised through the Stakeholder meetings, e-mail distribution lists maintained by SYHC, on SYHC's website and social media and will be sent for inclusion in local media. The deadline for grant application submission shall be set by the Bod based upon timelines set forth in the state or federal application.

To ensure a disinterested selection process, the Board President will annually appoint a representative from SYHC membership whose agency, if any, is ineligible for grant funds to serve as Chairman of the application review sub-committee. The sub-committee chair will recruit at least two other persons from outside SYHC membership to serve on the grant selection committee. All grant applications shall be submitted to the BOD for a technical review to ensure all required elements are contained in each proposal. All qualifying applications shall be submitted to the chairman of the application review sub-committee within two business days after receipt.

The application review sub-committee will score all grant applications submitted by local eligible organizations. The sub-committee chairman will submit the results of the request for proposal scoring to the Bod and make recommendations for award allocations.

Should any lower ranked proposal receive a higher percentage award recommendation than a higher-ranked proposal, the sub-committee shall provide written documentation substantiating the reason.

The Bod shall review the recommendations and take appropriate actions on the application(s). Due to the time constraints involved in grant applications, voting may be handled via electronic communication. Any member of the Bod whose agency has an interest in the outcome of the grant/contract selection process shall recuse him or herself from the Bod deliberation process.

The Bod shall publish the results of the determination of funding. Any applicant wishing to appeal the decision may do so in writing to the Bod within five business days.

Appeals will be heard within ten business days following receipt and decisions of the Bod will be final.

B. SYHC STAKEHOLDERS

SYHC Stakeholders are community members aligned with SYHC's mission and vision.

a. OPEN MEETINGS

SYHC Stakeholder meetings shall be open to the public, except as otherwise provided for in this Governance Charter.

b. NOTICE AND AGENDA

Agendas shall be posted or distributed two days prior to the meetings.

c. CONDUCT OF MEETINGS

The President or designee shall conduct SYHC Stakeholder meetings. The meetings shall be ordinarily conducted in an informal manner but may be conducted by Robert's Rules of Order (revised edition), as deemed appropriate by the President. The Secretary or delegate representative shall record the minutes of every meeting.

d. FREQUENCY

Meetings of SYHC Stakeholders shall be held at least quarterly, except as otherwise provided in this Governance Charter.

IV. COMMITTEES AND AD HOC/WORK GROUPS

A. POLICY STATEMENT:

SYHC will strive to ensure that each committee is composed of Stakeholders that are representative and can and do represent the diverse and vast geographic area of SYHC. SYHC is also committed to ensuring that the committees are representative of the racial and national origin diversity of SYHC service area.

a. STANDING COMMITTEES:

The standing committees are comprised of SYHC Directors and Stakeholders. Each committee member serves a minimum of one year to three years staggered terms, with extension of term approved by the Bod.

The Bod appoints the chair who is responsible for activities of the committee including reporting to the Bod.

The following are the standing committees:

i. SERVICE ACCESS COMMITTEE:

The Service Access committee will be responsible for the following: Survey/Point-in-Time Count; Homeless Management Information System; Discharge Planning; Centralized/Coordinated Assessment system; Housing Development and mainstream resources. The committee should include the following (sub-committees):

Survey/Point-In-Time Count: responsible for establishing the survey methods and tools for the annual homeless count in Sutter and Yuba counties. In addition, coordinates the annual homeless count ensuring that proper procedure is followed.

This sub-committee is responsible for the collection and consolidation of data and preparing point-in-time count reports.

Homeless Management Information Services (HMIS):

The HMIS sub-committee is responsible for planning, coordinating, and evaluating the implementation of HMIS for SYHC. The sub-committee is also responsible for data collection and processing as well as for making recommendations to improve the local processes. This sub-committee is also responsible for reviewing, revising, and recommending to the Bod a privacy plan, a security plan, and the Data Quality Plan for the HMIS, and for ensuring consistent participation, including submission of data and data entry, by the recipients and sub-recipients in HMIS.

Discharge Planning:

The discharge planning sub-committee is responsible for ensuring that current and appropriate agreements are in place with local institutions that may release individuals into a situation of homelessness, and to work toward the outcome of successful release into a housed situation as opposed to homelessness. This sub-committee makes recommendations to the Bod regarding discharge planning. The sub-committee should include members in good standing who are discharging individuals or who are receiving referrals for individuals that may be released into a situation of homelessness.

Coordinated Entry:

The sub-committee assists the Bod in establishing and maintaining a centralized or coordinated assessment system that provides an initial, comprehensive assessment of the needs of individuals and families for housing and services. The sub-committee also assists the Bod in developing a specific policy consistent with the requirements established by HUD to guide the operation of the centralized or coordinated assessment system to address the needs of individuals and families including those who are fleeing, or attempting to flee, domestic violence, dating violence, sexual assault, or stalking, but who are seeking shelter or services from non-victim service providers.

ii. SUSTAINABILITY COMMITTEE:

The sustainability committee is responsible for planning events, application

review, performance measures for SYHC funded agencies and ESG applicants and for identifying sources of funding to support strategic planning. The committee should include the following sub-committees:

Performance Measurement Sub-Committee:

Responsible for recommending to the Bod performance targets for population and program type, assisting the Bod in monitoring recipient and sub-recipient performance and evaluating outcomes, allowing the Bod to take action against poor performers, and to report outcomes to HUD. The sub-committee shall also evaluate the outcome of any project(s) funded under the Emergency Solutions Grants program, allowing the Bod to report those outcomes to the Bod.

Application Review Sub-Committee:

Responsible for providing technical support to assist in the completion of the application for grant funds in response to a NOFA. The sub-committee also provides guidance in preparing the application and updates to assist the SYHC in the application and grant process as outlined at 24 CFR §§578.9 and 578.15, et seq.

Funding Sub-Committee:

Responsible for identifying and recommending to the Bod sources of funding to support SYHC's mission and vision.

iii. STRATEGIC PLANNING COMMITTEE:

The strategic planning committee is responsible for the Governance Charter and Bylaws, including their alignment. The committee should include the following sub-committees:

Governance Charter Review Sub-Committee:

An annual review of the Governance Charter should be performed by the Executive Director no later than June 30. Any recommended edits will be presented to the Bod for review and approval.

Communications Sub-Committee:

Responsible for developing/maintaining website, social media, advertising and public relations.

b. AD-HOC COMMITTEES AND WORKGROUPS:

Ad-hoc committees and workgroups shall be appointed by the Bod President and approved by vote of the Bod.

B. GOVERNANCE CHARTER REVIEW AND AMENDMENT

a. **AMENDMENT**

This Charter may be amended at any meeting of the Bod by a vote of the majority of the Bod.

b. **PRESENTATION**

Amendments will be presented to Stakeholder following Bod approval at the next scheduled Stakeholder meeting.

c. **ANNUAL REVIEW**

This Governance Charter must be reviewed and updated as needed by the Bod at least annually.

ADDENDUM
A, Figure 1

SYHC BOARD MEMBERSHIP

Members of the Bod should represent the following:

- Collaborative applicant
- Homeless or formerly homeless individual
- Shelter representatives
- Public housing authority
- Organization addressing the needs of homelessness and housing
- Organization addressing the needs of unaccompanied youth and foster youth and Schools
- Organization addressing the needs of the seriously mentally ill
- Organization addressing the needs of veterans
- Organization addressing the needs of victims of domestic violence
- Organization providing health care to the homeless
- County Health and Human Services agency
- Other government agency in Sutter and Yuba counties that is either the authoring agency of the consolidated plan and/or addresses the needs of the homeless
- If SYHC does not currently have a member organization who is an Emergency Solutions Grants (ESG) recipient and a member organization becomes an ESG recipient, and that organization is not a shelter organization, a seat will be added to the BOD for that ESG for the duration of the grant period.

➤ Business

In addition to the above requirements, both public- and private-sector seats should, as much as possible, include representation from organizations or agencies who serve various homeless subpopulations such as:

- Persons with chronic substance abuse issues
- Persons with HIV/AIDS
- Veterans
- Persons experiencing chronic homelessness
- Families with children
- Unaccompanied youth
- Persons with serious mental illness
- Victims of domestic violence, dating violence, sexual assault, and stalking

One board member may represent the interests of more than one homeless subpopulation.