



St. Johns County CoC (FL-512) Governance Charter

The name of this Continuum of Care (CoC) shall be the St. Johns County Continuum of Care (FL-512) and the name of the CoC board shall be the St. Johns County Continuum of Care Board, herein referred to, respectively, as "the CoC" and "the CoC Board."

I. Purpose of the CoC and CoC Board

The CoC is a membership planning and oversight body for homeless services in St. Johns County, in the state of Florida. The purpose of the CoC is to develop and implement strategies to help end homelessness in St. Johns County. The CoC coordinates the community's policies, strategies, and activities toward ending homelessness, with duties including gathering and analyzing information in order to determine the local needs of people experiencing homelessness, identifying and bridging gaps in housing and services, educating the community on issues surrounding homelessness, providing advice and input on the operations of homeless services, and measuring CoC performance.

The CoC Board, as constituted in Article III of this charter, provides ongoing leadership, administrative oversight, and implementation responsibility for fulfilling the purposes of the St. Johns County CoC, including the responsibilities set forth in Article II of this charter.

II. Responsibilities of the CoC

The responsibilities of the CoC include:

A. Operating a CoC

- Develop, follow, and update annually this governance charter, which will include all procedures and policies needed to comply with HUD requirements and with HMIS requirements, including a code of conduct and recusal process for the CoC Board, its chair(s), and any person acting on behalf of the CoC Board
- In consultation with recipients and sub-recipients of Emergency Solutions Grant (ESG) funds within the CoC's geographic area, establish and operate coordinated entry system that provides an initial, comprehensive assessment of the needs of individuals and families for housing and services
- In consultation with recipients and sub-recipients of ESG funds within the CoC, establish and consistently follow written standards for providing CoC assistance
- Consult with recipients and sub-recipients to establish performance targets appropriate for population and program type
- Monitor performance of Federal and State homeless assistance grants
- Evaluate the outcomes of projects funded under ESG and CoC programs
- Provide technical assistance and support to underperforming projects. At times, there is the possibility that it may be necessary to request technical assistance from outside agencies if assistance cannot be given through the CoC
- Take action against ESG and CoC projects that perform poorly
- Report the outcomes of ESG and CoC projects to HUD annually or as needed

B. CoC Planning

- Coordinate the implementation of a housing and service system within the CoC's geographic area that meets the needs of individuals and families experiencing homelessness. At a minimum, such a system encompasses the following:
 - Outreach, engagement, and assessment
 - Shelter, housing, rapid re-housing, and supportive services (supportive services include, but are not limited to mental health, substance abuse, medical services, and domestic violence and sexual assault)
 - Prevention strategies (preventing an episode of homelessness)
- Develop strategies to end homelessness locally, based on the consideration of documented best practices, local needs and gaps, innovations in programs and service delivery, and available and potential resources
- Plan for and conduct an annual Point In Time (PIT) count of persons experiencing homelessness within the CoC's geographic area that meets HUD requirements, including a housing inventory of shelters, transitional housing, and permanent housing reserved for persons who are homeless, in general, and persons who are chronically homeless and veterans experiencing homelessness, specifically, as HUD requires
- Conduct an annual gap analysis of the needs of people experiencing homelessness, as compared to available housing and services within the CoC's geographic area
- Provide information required to participate in the State or jurisdictional Consolidated Plan(s), including the St. Johns County CoC geographic area
- Engage and inform the City of St. Augustine and County of St. Johns and communities in the CoC
- Consult with State and local government ESG recipients within the CoC's geographic area on the plan for allocating ESG funds, as well as reporting on and evaluating the performance of ESG recipients and sub-recipients

C. Designating and Operating a Homeless Management Information System (HMIS)

- The CoC designates an eligible applicant to serve as the CoC's HMIS lead agency
- The CoC designates Flagler Hospital, Inc. as the St. Johns County HMIS Lead Agency
- The CoC Board will execute a Memorandum of Understanding (MOU) with the HMIS Lead specifying the duties and responsibilities of the HMIS Lead Agency, which will be updated annually
- The CoC Board will review and approve a CoC HMIS data privacy plan, data security plan, and data quality plan
- Ensure that the HMIS is administered in compliance with HUD requirements
- Ensure consistent participation by CoC and ESG recipients and sub-recipients in the HMIS

D. Preparing an Application for State and Federal Grant Funds

- Establish a collaborative and inclusive process for identifying projects and proposals to submit in response to homeless-related funding opportunities. The process will include aligning with community priorities, establishing scoring and selection criteria, administering a competitive application and selection process that is transparent and devoid of conflict of interest, and submitting funding requests to applicable funding opportunities
- The CoC designates Flagler Hospital, Inc. as the St. Johns County HUD CoC Collaborative Applicant. The CoC Board will execute a Memorandum of Understanding with the CoC Collaborative Applicant, defining the role and responsibilities of the Collaborative Applicant, which will be updated annually
- Establish priorities that address gaps within the continuum and align with funding priorities
- Determine whether to select the Collaborative Applicant to apply for Unified Funding Agency designation from HUD
- Approve the final submission of applications to be included in response to the CoC Notice of Funding Availability

E. Designating an organization to serve as the CoC Lead Agency in accordance with Florida Statute 420.623

- Designate an organization that is eligible and has the capacity to serve in the CoC Lead Agency role with the CoC
- The CoC designates Flagler Hospital, Inc. as the St. Johns County CoC Lead Agency. The CoC Board will execute a Memorandum of Understanding with the CoC Lead Agency, which will be updated annually

III. Membership of the CoC Board

The CoC Board may be broadly based with representation from all sectors of the St. Johns County geographic area, including but not limited to: individuals experiencing or with a history of experiencing homelessness, homeless housing and service providers, business community, funders, and representatives of government. The CoC Board must be representative of the community and must be representative of the geographic area served by the CoC. The CoC Board shall have a minimum of twelve (12) and maximum of nineteen (19) members.

The CoC Board shall consist of members representing the following sectors and interests:

- Provider Agencies
- Business, Government (ex. City of St. Augustine, County of St. Johns Board of County Commissioners, St Augustine Beach, and Hastings)
- Schools and Universities
- Civic Organizations
- Law Enforcement
- Health Care
- Faith-based Organizations
- Housing Developers and Providers
- Veteran Groups
- Community members
- At least one CoC Board member shall be experiencing or have experienced homelessness.

Recognizing not all sectors can be represented at one time on the Board, representation shall rotate across sectors and committee memberships will remain open to all sectors. No organization may have more than two staff or Board representatives seated on the CoC Board at any time, regardless of which seats they occupy.

The CoC Board nominating process will ensure that the Board is representative of CoC stakeholder groups, all communities in the CoC geographic area when possible, and homeless services areas.

The general membership of the CoC will elect the CoC Board members at the annual meeting of the CoC general membership. The term of board membership shall be a calendar year; except for the first year of membership on the board, in which case membership commences upon election by the CoC membership and concludes according to the staggered term to be established by the CoC Board.

If a Board seat is vacated during the year, the Board Chair may nominate a CoC member to be elected by the Board to serve the unexpired term.

IV. Leadership of the CoC Board (Executive Committee)

The Executive Committee shall consist of:

- Chair – The Chair is responsible for conducting the meetings and ensuring all meetings and agendas are properly noticed.
- Vice Chair – The Vice Chair is responsible for chairing a nominating committee which will prepare a slate of potential board members for presentation and vote at the annual meeting of the CoC general membership. The Vice Chair should fulfill the Chair's responsibilities during the Chair's absence.
- Secretary - The Secretary is responsible for maintaining a membership list and attendance records in addition to recording a written record of CoC Board meetings.
- Treasurer – The Treasurer is responsible for fiscal awareness, review of procedures and financial reporting, advise on financial strategy and report out at CoC Board meetings.

These positions shall be elected by the CoC Board at the annual meeting. A member of the CoC Executive Committee may serve no more than two consecutive two-year terms in a given office. No organization may have more than one staff or Board representative on the CoC Board Executive Committee at any time, regardless of which seats they occupy.

V. Terms of CoC Board Office

Members of the CoC Board will serve two-year terms. An elected member may serve no more than three sequential terms of office. Terms will be staggered to ensure continuity of CoC governance. The CoC Board will establish a policy to ensure staggering of terms, recognizing that some board members may have an initial term of three years. Terms will begin in January of each year.

Persons elected to serve by the Board to fill a vacated seat will serve until the term expires. This person will be eligible for election at the next annual meeting of the CoC general membership and will be eligible to serve up to three subsequent sequential terms.

VI. CoC Board Member Qualifications and Responsibilities

All members of the CoC Board shall affirm a professional interest in, or personal commitment to, addressing and alleviating the impacts of homelessness on the people of St. Johns County.

Each Board Member must also:

- Be a CoC member in good standing referenced in Section VIII –A, paragraph 2
- Sign a conflict of interest disclosure statement to be filed with the Secretary
- Collaborate with other members to work toward the CoC mission
- Actively serve on at least one committee per year
- If representing a certain sector of homeless services or prevention, they should solicit input from others in that sector that are not on the CoC Board to ensure their voices are represented
- Attend and participate actively in at least 75% of the board meetings in a 12-month period

VII. CoC Board Process

A. Selection

As described in Article III, CoC Board members are elected at an annual meeting of the CoC general Membership. To be elected to the CoC Board, a CoC member must obtain a majority vote of the CoC members in attendance.

The CoC Board Vice Chair shall chair the nominating committee which prepares a slate of potential board members for presentation to the CoC general membership. This slate shall be made available at least one week prior to the annual meeting of the CoC general membership. Additionally, at the annual meeting, nominations for CoC Board members will be taken from the floor.

B. Removal

A Board Member may be removed for cause from the Board upon a two-thirds vote of the remaining CoC Board members. If a CoC Board member wishes to resign, the Board member shall submit a letter of resignation to the CoC Board Chair.

C. Conflict of Interest and Board Recusal Process

All members of the CoC Board will avoid conflicts between the interest of the CoC Board and personal, professional and financial interests. This includes avoiding potential and actual conflicts of interest, as well as perceptions of conflicts of interest. Any individual participating in or influencing decisions must identify actual or perceived conflicts of interest as they arise and comply with the letter and spirit of this policy. A financial conflict of interest is broadly defined to include a conflict by any CoC Board Member with any other CoC Board Member or Officers, professional employment and groups, funding sources, and vendors, and with members of their immediate family or significant others. Disclosure should occur at the earliest possible time but prior to the discussion of any such issues.

Individuals with a conflict of interest shall abstain from both discussion and voting on any issues in which they may have a conflict. An individual with a conflict who is the Board chair shall yield that position during discussion and abstain from voting on the item. Decisions by the Board must be justifiable as being in the best interests of the CoC. Minutes of meetings involving possible conflicts of interest shall record such disclosure, abstention, and rationale for approval.

Additional commitments to support this policy by CoC members include: refraining from influencing the selection of staff, consultants, or vendors who are relatives or personal friends or affiliated with, employ, or employed by a person with whom they have a relationship that adversely affects the appearance of impartiality.

D. Decision Making, Quorum, and Proceedings at CoC Board Meetings:

The CoC Board is expected to meet quarterly or more frequently, as needed.

Notice: It is the intent of the CoC Board to be open and transparent in all of its efforts. All CoC Board meetings shall be open to any interested party. Meetings will be noticed a minimum of one week in advance of the meeting through the CoC membership list and may be published in local newspaper and media, including social media. Such notice will include the date, time, and location of the meeting. Meeting agendas shall be posted online at least one week prior to the meeting at a specified location and emailed to members on the CoC membership list. These notices and posting timeline requirements shall be waived if the business of the CoC Board or its committees requires a meeting which does not permit such timely notices. In such instances, notice shall be provided as quickly as possible.

Quorum: A quorum for CoC Board meetings is defined as two-thirds of the CoC Board Membership. The Board Chair will conduct all CoC Board meetings. Meetings will be conducted according to Robert's Rules of Order, revised edition. Meeting procedures for CoC Board meetings must provide an opportunity for all Board members present to be heard and for the efficient conduct of business.

Actions: Actions of the CoC Board will be by majority vote, i.e., 50% + 1 of the CoC Board Members present.

Minutes of CoC Board meetings shall be taken by the Secretary or his/her designee and shall be made available to interested parties.

E. Committees and Workgroups

The CoC Board will appoint committees, subcommittees, or workgroups to fulfill the work of the CoC. Much of the CoC's work is conducted at committee and workgroup meetings.

Standing committees may include but not be limited to:

- Advocacy and Community/Public Education
- HMIS/Coordinated Entry
- Finance
- Strategic Planning
- Membership – to include recruitment and outreach
- Veterans

The CoC Board may also create time-limited ad-hoc committees to develop recommended solutions to the specific issue for which they were created.

Each Board member will act as the liaison to at least one committee. Committee membership shall be open to the CoC general membership as well as members of the general public. Committees and workgroups will submit their findings and recommendations to the CoC Board for further action, if needed.

VIII. CoC Membership

A. Relationship between St. Johns County CoC Board and Full CoC Membership

The CoC Board serves at the direction of the CoC membership. CoC Board meetings will be open to the full CoC membership, and the minutes of the CoC Board meetings will be public and easily accessible to CoC members. The CoC Board will keep the full membership involved by engaging CoC members in workgroups and committees, and sharing information via email lists and any other means appropriate.

Each CoC member in good standing who is present at the CoC annual meeting is entitled to one vote. To be a member in good standing, the

individual or organization or their designee must be committed to assisting persons experiencing homelessness, to reducing and ending homelessness, attend at least 75% of the CoC general membership meetings in the prior 12 months, and actively serve on at least one committee of the CoC. New members will receive orientation within 60 days and are ineligible to vote until actively participating for three (3) consecutive months.

B. Recruitment and Outreach

Membership for joining the general membership of the CoC is open. Any interested person or organization may become a member at any time. The CoC will publish and appropriately disseminate an open invitation at least annually for persons within the CoC area to join as new CoC members. Recruitment efforts will be documented by the CoC.

The CoC will identify and address membership gaps in essential sectors from key providers or other vital stakeholders. The CoC will recruit members to ensure that it meets all membership requirements set forth in this governance charter, including representation of certain populations and certain organizations. Specifically, outreach will be conducted to obtain membership from the following groups as they exist within the St. Johns County CoC geographic area and are available to participate in the CoC:

- Nonprofit homeless assistance providers,
- Victim service providers,
- Faith-based organizations,
- Governments,
- Businesses,
- Advocates,
- School districts,
- Social service providers,
- Mental health agencies,
- Hospitals,
- Universities,
- Affordable housing developers,
- Law enforcement,
- Organizations that serve veterans,
- Individuals who are, or have been, homeless, and
- Other relevant organizations within the CoC's geography (which may include mental health service providers and funders, substance abuse service providers and funders, foster care, local job councils, etc.)

C. Decision Making, Quorum, and Proceedings at CoC General Membership Meetings

Meetings of the CoC general membership meetings shall be held at least quarterly, with one meeting specified as the annual meeting at which Board elections are held.

Notice: It is the intent of the CoC general membership meetings to be open and transparent in all efforts. Therefore, all CoC general membership meetings shall be open to any interested party. Meetings will be noticed a minimum of one week in advance of the meeting through the CoC membership list and may be published in local newspaper and media, including social media. Such notice will include the date, time, and location of the meeting. Meeting agendas shall be posted online at least one week prior to the meeting at a specified location and emailed to members.

For the annual CoC general membership meeting at which CoC Board members are elected, public notice may be provided through publication in local newspaper and media. This meeting shall be noticed, with the intended election of Board members referenced, with a minimum of two weeks in advance of the meeting.

Quorum: A quorum for CoC membership meetings is defined as 50% + 1 of the CoC general membership. Conduct of all CoC meetings shall be vested in the Chair. Meetings will be conducted according to Robert's Rules of Order, revised edition.

Actions: Actions of the CoC membership will be by majority vote of the CoC general Members present. Majority vote is defined as 50% + 1 of members present at a publicly noticed meeting. All votes are final. However, the CoC Board may reconsider a vote if there is a 2/3 vote of the membership asking for a re-vote of the disputed action.

Meeting procedures for CoC meetings must provide an opportunity for all present to be heard and for the efficient conduct of business.

Minutes of CoC general membership meetings shall be taken by the Secretary or his/her designee and shall be made available to interested parties.

IX. Amendment and Review

The CoC will review, update, and approve this governance charter at least annually. Amendment of the Charter requires a majority vote of the CoC members present at a regularly scheduled meeting of the CoC, provided that notice of the scheduled vote on the charter amendment was provided at a minimum of two weeks in advance of that CoC meeting.

Adopted: 4/9/19

Addendum

X. Terms of CoC Board Office

Under circumstances when continuity is necessary for events such as grant competitions or local emergencies, the two-year term may be extended by an additional year upon approval by the Board.

Adopted: _____ 1/18/22 _____