

**VERMONT BALANCE OF STATE
CONTINUUM OF CARE VT-500
GOVERNANCE CHARTER**

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GOVERNANCE CHARTER

ARTICLE I. MISSION, VISION, & VALUES

Mission

The Vermont Balance of State Continuum of Care (CoC) mission is to coordinate the planning and implementation of a housing and service system that meets the needs of families and individuals experiencing homelessness within its geographic area, with the ultimate goal of preventing and ending homelessness.

Vision

Ensuring that all Vermonters, particularly people with low and moderate incomes, disabilities, experiencing homelessness, elders, families with children, and others have safe, adequate, physically accessible, and affordable housing.

Values

Human-Centered: We recognize that every individual and family has specific experiences unique to them. We work to eliminate discrimination across intersections of households' characteristics so that no one is predisposed to worse outcomes than anyone else. We focus on securing housing, in collaboration with households experiencing homelessness, as quickly as possible, so households can continue to work on other aspects of their lives from a steady place. We believe that people experiencing homelessness are experts in their own lives and that service providers' role is to support strengths and overcome barriers.

Leadership by People with Lived Experience: We will be accountable to people experiencing homelessness and ensure there are meaningful and accessible ways to participate in shaping decisions.

Transparency: We believe in being transparent with people experiencing homelessness and our community.

Efficiency: We implement efficient systems that help people experiencing homelessness get housing as quickly as possible because every day a person spends unhoused is a day too many.

Collaboration: We know working together is better than working alone.

ARTICLE II. MEMBERSHIP

Section 1. **Eligibility.** The Vermont BOS CoC invites everyone with an interest in preventing and ending homelessness within the established geographic area to become a member. There are three tiers of membership:

- **Non-Voting Member:** This membership tier is open to individuals and organizations with a desire to be informed about and participate in the work of the CoC, without any condition of participation or limitations. This membership is open to any persons affiliated with an Organizational Member, persons with lived experience, interested community members, elected officials, participants in Local Housing Coalitions, etc. Non-voting members are encouraged to participate in committees and attend both membership and board meetings as they like, but will not be able to vote on any CoC-wide votes.
- **Organizational Member:** This membership tier is open to organizations and agencies operating within the CoC's homelessness response system and other connected systems with a commitment to resolving homelessness. Organizational Members shall have a single vote for their entire organization. Organizations may authorize multiple people to vote on their behalf, but only one representative will be allowed to vote on any CoC-wide votes. Large organizations, such as state and county governments, may have more than one Organizational Membership for distinct departments/divisions as long as they have different leadership.
- **Individual Member:** This membership tier is open to all interested individuals who are not affiliated with any Organizational Member. Affiliation includes staff and board members of programs. Current or former service recipients are not excluded from becoming an Individual Member. Individual Members will have a single vote for all CoC-wide votes. Individual Members may not designate someone to vote on their behalf.

Section 2. **Membership Process.** The CoC will publish and appropriately disseminate, in conjunction with the Collaborative Applicant, an open invitation at least annually for organizations and individuals within the CoC area to join as new CoC members. The Collaborative Applicant will document recruitment efforts.

Section 3. **Resignations.** Organizational and Individual Members may submit resignations in writing to the Secretary if they no longer wish to retain a voting membership status.

ARTICLE III. MEETINGS

Section 1. **Full Membership Meetings.** A meeting of the full membership of the Continuum of Care shall be held no fewer than twice per year. All membership meetings are open to all Non-Voting Members, Organizational Members, Individual Members, and the public. Meetings may be held virtually or in person as needed.

Section 2. **CoC Governance Board Meetings.** The Board shall hold no fewer than 6 meetings per year. All meetings are open to all tiers of membership and the public. Meetings may be held virtually or in person as needed.

Section 3. **Special Meetings.** Special meetings of the Board or Membership may be called with three (3) days notice by the Co-Chairs or by a majority vote of the Board, and may also be called upon written request of ten CoC members.

Section 4. **Quorum.** Twenty-five percent (25%) of the members shall constitute a quorum for membership meetings. A quorum of the Board shall consist of a majority of the filled seats.

Section 6. **Notice.** Except in the case of Special Meetings, meeting agendas will be published at least one week in advance of the meeting, including notice of any intended CoC wide votes.

ARTICLE IV. COC GOVERNING BOARD

Section 1. **Board Composition and Nominations.** The CoC Governing Board shall be comprised of up to twenty-four (24) representatives who are members in good standing. The following Board Representatives shall be nominated as stated on the table below:

Board Seat	Selection or Appointment Process
One representative for each Local Housing Coalition (11 in total)	By each respective Local Housing Coalition
At least two (2) representatives who are self-identified as currently or previously experiencing homelessness	By a Committee for Persons with Lived Experience or the Membership Committee
One (1) representative for the Vermont Agency of Human Services	By the Vermont Agency of Human Services
One (1) representative for Housing Partners	By the Housing Partners, including the Vermont Housing and Conservation Board, the Vermont Housing Finance Agency, the Department for Housing and Community Development, and the Vermont State Housing Authority
Between 3-9 representatives of Special Populations or areas of expertise	After the previously listed board members are nominated, the CoC staff will conduct an analysis of the board composition to determine current board make-up by demographic, area of affiliation, expertise, and connection with special populations. The remaining board seats will be targeted to fill identified gaps in representation, demographics, and expertise. Nominations for these positions may be made by the membership at large or the Membership Committee.

To the extent possible, the composition of the Board should represent all parts of the CoC’s geographic area and be comprised of varying types of organizations and stakeholders, such as: 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, and other organizations that serve veterans and homeless and formerly homeless individuals. In addition to representation of Special Populations, the two-part nomination process shall focus on the development of a more inclusive board with multiple perspectives. In keeping with the CoC’s values, the CoC will work to ensure diversity in experience and representation on the board regarding racial and ethnic diversity, disability, age, sexual orientation, gender identity, history with the criminal justice system, income, and education. No single organization may hold more than one seat on the Board.

Each VT BoS CoC Board Member will appoint an alternate to serve in their stead as needed. An alternate can attend a VT BoS CoC Board Meeting as a board member in the stead of the Board Member no more than two months in a row. VT BoS CoC Board Member Alternates will be approved by the VT BoS CoC Co-Chairs and VT BoS CoC Membership Committee and shall serve on an interim basis until such time as VT BoS CoC Membership can make a formally noticed vote.

Board representatives may be removed from office by a majority vote of the membership at a meeting warned for that purpose.

Board Member Engagement & Attendance Policy

If a board member does not attend three VT BoS CoC Board or Membership meetings in a row, the co-chairs may seek nominations to refill the designated position. If the position represents:

- Local housing coalitions, the co-chairs will reach out to the local housing coalition.
- Special populations, the co-chairs will reach out to the community of practice.
- Person with Lived Experience and Expertise, the co-chairs will reach out to the PLE Subcommittee, who will also vet potential nominations.
- Other entities, the co-chairs will reach out to the appropriate parties.

Section 2. **Board Duties and Power.** The Board shall have general supervision of the affairs of the CoC, including but not limited to the development and review of the Governance Charter, the implementation and practice of Coordinated Entry, an annual gaps analysis, and system-wide performance monitoring. The Board shall be subject to the Governance Charter of the CoC, and none of its acts shall conflict with actions taken by the CoC. CoC members who serve on the Board represent the greater good of the CoC and not the interests of one specific organization. The Board may designate Committees or Officers to undertake specific work for the CoC.

Section 3. **Term limits.** The board terms are for two-year periods that will be staggered so the Board membership does not turn over all at once. There are no term limits for Board members.

Section 4. **Officers and Duties.** The CoC Governing Board will select officers from its current board members. Officers shall be 2 Co-Chairs. The Co-Chairs shall be responsible for chairing and convening all full membership meetings of the CoC and Board Meetings. The Secretary shall ensure that minutes are taken and distributed for all meetings and be responsible for keeping the attendance and membership records of the CoC in partnership with CoC staff.

Co-Chairs shall serve a two-year staggered term. Co-Chairs may serve up to four consecutive terms. Terms shall begin at the close of the meeting at which they are elected. Officers shall be elected at the first board meeting after Governing Board representatives are newly elected. Any Governing Board member can nominate a current representative to serve as an officer. Governing Board members may also nominate themselves for officer positions. Elections shall be by ballot for any position with more than one nominee. A vacancy in any office shall be filled by the Board with a special election at the first available board meeting, with inclusion in the meeting notice.

Section 5. **CoC Governance Board Voting.**

Motions. Each item requiring Governing Board approval will be formally voted on by the Board. A motion will be made by a representative of the Board, it will be seconded and a full vote will be taken with the outcomes reflected in the minutes. Warned votes may also be conducted between regular meetings through the use of written communication or online tools. Each Board representative will be entitled to one vote. Votes are determined by a majority of Board representatives present. A quorum must be present to conduct a vote.

Off-camera rules for quorum. Board Members logged into the designated electronic meeting platform shall be considered present for the purposes of establishing a quorum. A member who is present but fails to cast a vote or fails to elect to abstain shall continue to be counted toward the quorum requirement. However, such non-votes or abstentions shall not be included in the denominator when calculating the total votes cast to determine the success or failure of a motion.

Notice. To the extent possible, votes will be warned as part of the notice for a meeting. For unwarned or unanticipated motions, a vote may be tabled and warned for action at the next meeting upon request by any member.

Section 6. CoC Membership Voting. The Board will ensure the full membership votes on any HUD-required elements, such as adoption of the Governance Charter. The Board may choose to take any additional motions to the full membership for a vote. In these cases, the vote will be warned as part of a membership meeting notice. Organizational and Individual Members with voting memberships in good standing will be eligible to vote. Votes will be determined by a majority of members present. Non-voting Members shall not be included in votes by the Membership.

In the case that individual members make up more than 40% of the total CoC membership of both organization and individual voting members present for a vote, the total votes of the individual members will be proportionally weighted so that they do not count for more than 40% of the total CoC membership's vote on any proposed action.

ARTICLE V. COC MEMBERSHIP COMMITTEES

Section 1. Special Committees. Special committees shall be appointed by the Co-Chairs as directed by the Board.

Section 2. Committee Composition and Reports. It is required that at least one Board representative actively participate in each committee formed under the CoC. Each committee will have a clear purpose, publish agendas and minutes or notes, and communicate its recommendations and concerns to the Governing Board as appropriate. Each committee will have a governance charter that is approved by the CoC Board. Committee governance charters will be updated as necessary. It is the intention of the CoC that all Committees operate in a manner which is open, fair, and transparent. Each committee will make every effort to have membership by people with lived experience of homelessness. Committees will be open to people (CoC members, Collaborative Applicant staff, and others) who have expertise and interest in the subject matter of the committee, as well as persons

with lived experience.

Section 3. **Committees List.** The following have been approved as standing committees by the CoC Board:

- A. **Membership Committee.** This committee will annually coordinate nominations for the election of Board representatives and officers. The committee shall also conduct membership outreach through the CoC’s website, mailing list, and in-person. Annually, mailing list registrants will be invited to become voting members of the CoC and their Local Housing Coalition. The Membership Committee shall aim to promote participation statewide and from the full diversity of organizations and stakeholders working to end homelessness.
 - The Membership Committee also hosts a Persons with Lived Experience and Expertise Subcommittee. VT BoS will maintain an active Lived Expertise Subcommittee that is dedicated to amplifying the voices of individuals with lived experiences of homelessness throughout Vermont to shape an informed, effective, and responsive approach to the needs of our unhoused neighbors. Members will be compensated at industry standards, currently set at the mean wage for labor code 21-1099 (Community and Social Service Specialists, All Other), rounded to the nearest whole dollar amount.
- ~~B. **Legislative Committee.** This committee shall exist to initially deliberate over any advocacy and/or legislative matters for consideration by the larger group. Recommendations to support or not support issues should be brought to a vote by the full CoC.~~
- C. **HUD Continuum of Care Funding Committee (“NOFO Committee” or “Scoring and Ranking Committee”).** The committee shall be comprised of CoC members with experience and willingness to support activities related to the federal grant application.
- D. **Point-In-Time Committee.** This committee plans and supports implementation of the annual Point-In-Time Count of people experiencing homelessness, including related reports and activities such as the Housing Inventory Chart of Homeless Beds and needs analysis.
- E. **HMIS Advisory Board.** This committee serves to inform and advise the Continuum of Care and the HMIS Lead Agency on the Vermont Balance of State Continuum of Care HMIS implementation, including: utilization, compliance, budget, security and privacy, data quality, and HMIS activities. This charge of this committee is fully outlined in the HMIS Governance Charter. This committee will improve efficiency and opportunity for people experiencing homelessness served by the Continuum of Care.
- F. **Coordinated Entry Committee.** This committee plans and supports the implementation of coordinated entry and assessment across the Balance of State Continuum of Care, including ongoing evaluation of coordinated entry processes and support for local Continua of Care.
- ~~G. **Veterans Committee.** This committee is comprised of homeless veteran provider agencies working together to address veteran specific housing needs throughout the state. A primary focus of the committee is to end veterans’ homelessness as part of a national federal~~

~~initiative involving three federal partners; Health and Human Services (HHS), Housing and Urban Development (HUD), United States Interagency Council on Homeless (USICH), and the Veterans Health Administration (VHA).~~

- H. **Strategic Planning Committee.** This committee develops and recommends strategic objectives, goals and plans to the CoC to prevent and end homelessness. In order to develop and follow through with the aforementioned, the committee utilizes data to understand the nature and extent of homelessness, coordinated with other statewide efforts, monitors progress towards goals, operationalizes planning grant activities, and works to ensure long-term capacity of the CoC.
- I. **Youth Committee.** This committee is comprised of youth provider and housing agencies working together to address youth and youth adult specific housing needs throughout the state. The primary focus of the committee is to ensure that every community has the capacity to identify and engage youth at risk of experiencing homelessness and intervene to prevent loss; reduce barriers to emergency crisis services; and increase short, medium and long term housing supports appropriate for the unique populations needs through data collection and analysis, implementation of system changes strategies, and develop a shared understanding of evidence-informed practices to address youth homelessness.
- J. **Local Coalition Leadership Committee.** This committee is a convening of the local housing coalition chairs and representatives.
- K. **Domestic Violence/Sexual Violence Committee.** The purpose of the DV/SV Committee is to: provide training and education for CoC; serve as an advisory group to the CoC Board to ensure that the CoC is actively working to prevent, reduce, and end homelessness for survivors who are experiencing trauma or lack of safety related to, or fleeing, or attempting to flee, domestic violence, dating violence, sexual assault, and/or stalking, and measuring progress on these efforts; keep CoC updated on HUD and VAWA policies; annual review of CoC policies to ensure DV/SV and trauma-informed; advise on DV/SV PIT count, HIC, Coordinated Entry System; support and consult with CoC on NOFO and other funding opportunities
- L. **CCHA-BoS CoC Joint Policy Committee:** comprised of members of both CCHA and BoSCoC members for the purpose of determining opportunities to develop shared advocacy for statewide policy; monitors state and federal policy shifts, proposes feedback and shares expertise with lawmakers on initiatives around homelessness and affordable housing (as it relates to ending homelessness); reports to respective governing body on routine basis, serves as designated body joint advocacy efforts, provides feedback for sign-on letters, talking points, and messaging. The Joint Policy Committee is chaired and staffed by the executive director of Housing and Homeless Alliance of VT or designee.

ARTICLE VI. LOCAL HOUSING COALITIONS

Section 1. **Local Housing Coalitions.** The following local committees are recognized by the CoC to serve as the regional bodies tasked with planning and implementation of services and housing to prevent and end homelessness:

A. Franklin – Grand Isle Local Housing Coalition

- Covering all of Franklin County
- Covering all of Grand Isle County

B. Orleans Local Housing Coalition

- Covering all of Orleans County
- Covering the Essex County towns of: Norton, Canaan, Warrens Gore, Avery's Gore, Averill, Lemington, Lewis, Bloomfield, Brighton, Ferdinand, Brunswick, and Maidstone.

C. Lamoille Local Housing Coalition

- Covering all of Lamoille County
- Covering the Caledonia County town of Hardwick

D. Caledonia Local Housing Coalition

- Covering all of Caledonia County, except the town of Hardwick
- Covering the Essex County towns of East Haven, Granby, Guildhall, Lunenburg, Victory, and Concord

E. Washington Local Housing Coalition

- Covering all of Washington County

F. Addison Local Housing Coalition

- Covering all of Addison County

G. Orange and Windsor North Local Housing Coalition

- Covering all of Orange County
- Covering Windsor County towns of Bethel, Rochester, Stockbridge, Barnard, Hartford, Hartland, Norwich, Pomfret, Royalton, Sharon, Bridgewater, and Woodstock.

H. Rutland Local Housing Coalition

- Covering all of Rutland County

I. Southern Windsor – Windham Local Housing Coalition

- Covering the Windsor County towns of Andover, Baltimore, Cavendish, Chester, Ludlow, Plymouth, Reading Springfield, Weathersfield, Weston, West Windsor, and Windsor.
- Covering the Windham County towns of Grafton, Londonderry, Rockingham, and Windham.

J. Bennington Local Housing Coalition

- Covering all of Bennington County

K. South Windham Local Housing Coalition

- Covering the Windham County towns of Stratton, Jamaica, Townshend, Athens, Westminster, Brookline, Wardsboro, Newfane, Putney, Somerset, Dover, Dummerston, Wilmington, Marlboro, Brattleboro, Whitingham, Halifax, Guilford, and Vernon.

Section 2. **Local Housing Coalition Responsibilities.** Each Local Housing Coalition is responsible for the following:

- A. To nominate a Board representative who is responsible for relaying information between the Local Housing Coalition and the statewide Coalition and for voting on its behalf.
- B. To organize and facilitate regular regional meetings, including outreach to encourage participation in the meetings. Regular meetings shall be held no less than once every two months.
- C. To the greatest extent possible, actively reach out to and include varying types of organizations and stakeholders in its activities, such as: nonprofit homeless assistance providers, victim service providers, faith-based organizations, governments (local town, municipality, regional representatives), businesses, advocates, public housing agencies, school districts, social service providers, mental health agencies, Agency of Education, hospitals, universities, affordable housing developers, law enforcement, and other organizations that serve veterans and homeless and formerly homeless individuals.
- D. To take minutes of each meeting, utilizing the forms provided, and to maintain the minutes should the CoC need to provide evidence of activities. The Chair of the Local Housing Coalition (or designee) is responsible for these minutes or notes and must maintain records for at least five (5) years. The CoC's website will be used to post the current year meeting minutes for each LHC. The CoC will hold meeting minutes in a shared drive.
- E. To facilitate documentation of regional efforts to provide housing and services.
- F. To coordinate region-wide homeless data collection efforts consistent with statewide homeless efforts as needed for planning and reporting.
- G. To hold annual review of public funding use and discuss prioritization for future allocations, and to coordinate the regional response to State and Federal applications for homelessness funding.
- H. To coordinate regional and statewide housing and services.
- I. To encourage participation in the LHC and CoC-wide planning process by people who have direct experience with homelessness.
- J. To participate in ad hoc committees as needed.
- K. To ensure LHC engages McKinney-Vento Homelessness School Liaisons.

Article VII: CONTINUUM OF CARE STAFF ROLE

Section 1. Selection of HUD CoC Collaborative Applicant. The Collaborative Applicant is an eligible entity that has been designated by the CoC Governance Board to act on its behalf as described in a Memorandum of Agreement.

The Continuum of Care must designate a legal entity that is also a Continuum of Care Program eligible applicant to serve as the Collaborative Applicant. The Collaborative Applicant is responsible for administering a fair, consistent, and transparent CoC funding process; and collecting and combining the required application information from all CoC Program funded projects within the geographic area. The Collaborative Applicant is also responsible for submitting the annual application to HUD for Continuum of Care Program funding and to apply for Continuum of Care Planning dollars.

The Collaborative Applicant will also provide staff and leadership to the various committees and workgroups within the CoC. Serve as staff to the CoC Governance Board, its active committees, and the CoC Membership providing technical assistance, research, policy guidance, and other duties as requested and assigned.

These and any additional responsibilities are documented in the Continuum of Care Collaborative Applicant Memorandum of Understanding.

Section 2. Selection of Homelessness Management Information System (HMIS) Lead. The HMIS Lead is an eligible entity that has been selected by the CoC Governance Board to act on its behalf as described in a Memorandum of Agreement and the HMIS Governance Charter.

The CoC designates the HMIS Lead Agency to manage HMIS operations on its behalf and to provide HMIS administrative functions at the direction of the CoC through the CoC Governance Board and the HMIS Advisory Board.

ARTILCE VIII : CONFLICT OF INTEREST

The Continuum of Care Governance Board and Committee members will review and comply with the current CoC Conflict of Interest policies and procedures and complete the conflict of interest statement annually.

ARTICLE VIII: AMENDMENTS

This Governance Charter may be amended or repealed at any meeting of the members by a two-thirds vote of the CoC membership with notice or a nine-tenths vote without notice.

ARTICLE IX: POLICY & PROCEDURES MANUAL

All policy documents formally approved by the Continuum of Care, including but not limited to Memoranda of Agreement and other approved policies, are to be considered with this Governance Charter as well as the Balance of State Continuum of Care Policy & Procedures Manual.

ARTICLE X: NON-DISCRIMINATION

It is the policy of the CoC that no person shall be discriminated against because of their race, sex, gender, age, marital status, religious creed, color, national origin, disability, sexual orientation, or because they have minor children, or receive public assistance. The organization shall be operated in an open and democratic fashion and shall not discriminate against anyone because they are a member of one of the above groups.