



**DELAWARE**  
Continuum of Care

# **STATE OF DELAWARE COC GOVERNANCE CHARTER**

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## I. Delaware CoC Governance Overview

### Purpose

This Governance Charter outlines the roles and responsibilities of the Delaware Continuum of Care (DE CoC) membership, the DE CoC Board, and DE CoC Committee(s) as well as the the DE CoC Lead Agency/Collaborative Applicant, the Centralized Intake (CI) Lead Agency, and the Homeless Management Information System (HMIS) Lead Agency. This Governance Charter was developed by the DE CoC and Lead Agencies in consultation with homeless housing and service providers in the CoC geography and other CoC members through a committee review and feedback process. The structure of the CoC can be found in **Appendix A**.

### Name of the Continuum of Care

The name of the Continuum of Care shall be the Delaware Continuum of Care (DE CoC). Whenever the term “CoC”, “Continuum”, or “Continuum of Care” is used in this charter, it shall mean the Delaware Continuum of Care and its membership.

### Name of the CoC Board

The name of the CoC’s Board shall be the Delaware Continuum of Care Board, hereinafter referred to as “the Board.”

### Office

The principal office of the State of Delaware CoC shall be the address of the Lead Agency.

### Geographic Representation

The CoC’s geographic area encompasses the entire state of Delaware.

### Mission

The DE CoC is a community-based collaborative that ensures a responsive, fair, and just approach to addressing homelessness, and strives to achieve housing for all.

### Responsibilities

In support of the mission and pursuant to HUD 24 CFR part 578.7 of the [CoC Program Interim Rule](#), the Responsibilities of the DE CoC are as follows:

**1. *To conduct effective planning processes to develop and update a Plan to End Homelessness***

The CoC is responsible for the planning and implementation of a comprehensive system to address the needs of the homeless population, subpopulations, and persons experiencing a housing crisis within its geographic area. The Plan will include long-range strategies, action steps to implement the Plan, and periodic evaluation/updates to assure its effectiveness. The CoC’s Action Plan to End Homelessness can be found [here](#).

**2. *To coordinate with entities and organizations within the CoC on improving the effectiveness of homeless assistance services***

The CoC coordinates with several agencies and entities involved in the planning and implementing homeless programs and activities in the statewide area. The primary relationship is with the HUD CDBG, ESG, and HOME jurisdictions. Coordination includes the management of statewide homeless and housing programs, the completion of Consolidated Plans, and other statewide and local planning efforts.

**3. To operate an effective performance management system through the Homeless Management Information System (HMIS) to ensure progress in meeting established project and continuum outcomes**

The CoC is responsible for the implementation and maintenance of an HMIS system for the CoC. Specifically, the CoC must:

- Designate a single HMIS for its geographic area;
- Designate a single eligible applicant to serve as the HMIS Lead Agency to manage the HMIS and apply for HMIS funding;
- Ensure that the HMIS is administered in compliance with requirements prescribed by HUD;
- To the extent possible, ensure that projects using an alternate data collection system (such as Victim Service Providers) are compliant with maintaining a "comparable database". The collection of data must comply with the Final HMIS Data Standards - [2022 HMIS Data Dictionary](#).
- In consultation with the HMIS Lead Agency, review, revise, and approve the HMIS privacy and security policies and procedures and data quality plan;
- Ensure the consistent participation of recipients and subrecipients in the HMIS.

The CoC coordinates with the HMIS Lead Agency, grant recipients, grant subrecipients, and other participating organizations to establish performance targets appropriate for its population and program types. It also reviews periodic reports on performance of CoC-wide goals and supports efforts to obtain accurate and complete data on tracked outcomes.

**4. To maintain an effective CoC project monitoring and technical assistance effort to assist grantees with weak performance or management**

The CoC monitors CoC recipient performance, evaluates project outcomes, and provides technical assistance to poor performers at least annually. The Board manages the CoC resources to ensure maximum impact of funds on improving outcomes; and reallocates funds as necessary. This is carried out in compliance with the CoC's process to monitor performance as indicated in scoring and renewal processes associated with the annual NOFA competition, at a minimum, and more often whenever possible.<sup>1</sup>

**5. To establish a Coordinated Entry System (CES)**

The HUD CoC Program interim rule requires that CoCs establish and operate a "centralized or coordinated assessment system" and defines coordinated entry as a centralized or coordinated process designed to coordinate program participant intake assessment and provision of referrals (24 CFR part 578.3). The DE-CoC CES is fully compliant with the requirements published through the HUD Notice (CPD-17-01: Establishing Additional Requirements for a Continuum of Care Centralized or Coordinated Assessment System, published on January 23, 2017) which established the minimum requirements for Coordinated Entry and required them to be in place in every CoC by January 23, 2018. According to the notice, CoC Coordinated Entry System must:

- Cover the entire geographic area claimed by the CoC
- Be easily accessed by individuals and families seeking housing or services
- Be well-advertised
- Include a comprehensive and standardized assessment tool
- Provide an initial, comprehensive assessment of individuals and families for housing and services; and,
- Include a specific policy to guide the operation of the centralized or coordinated assessment system to

<sup>1</sup> Currently, CoC-wide monitoring is being done for CoC-funded programs only. The CoC is coordinating with local ESG jurisdictions on CoC goals.

address the needs of individuals and families 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-specific providers

The CoC's CES (also known as Centralized Intake or CI) coordinates and manages access, assessment, prioritization and referral to housing and services for any person(s) experiencing or at imminent risk of homelessness. Participation in CES is required for all projects funded by HUD Continuum of Care or Emergency Solutions Grants and is strongly encouraged for all other housing and service providers in order to ensure equitable and coordinated access for all. To the extent possible, the CoC is to ensure that projects using an alternate data collection system (such as Victim Service Providers) should participate in the coordinated entry system adopted by the CoC. The Centralized Intake Policies and Procedures can be found [here](#).

**6. *To encourage coordination among federal homeless programs through improved coordination with recipients and subrecipients of Emergency Solutions Grants (ESG)***

The CoC coordinates with ESG recipients and local ESG jurisdictions on the allocation of resources within the Continuum and the development of a coordinated intake and assessment system. The CoC consults with State and local government ESG recipients within its geographic area with respect to the plan for allocating ESG funds and reporting on and evaluating the performance of ESG recipients and subrecipients. In addition, the CoC evaluates outcomes of projects funded under the ESG program and the CoC program, and reports to HUD as required. The CoC will strive to include representatives from the local ESG jurisdictions.

**7. *To maximize resources by annually preparing competitive applications for the HUD CoC-funded programs and other funding resources***

The CoC, in coordination with the Collaborative Applicant, develops a competitive consolidated application to HUD and aggressively seeks resources. The CoC follows a collaborative process for developing applications and approving the submission of applications in response to a NOFO published by HUD in concert with the funding priorities and plan adopted by the CoC. The CoC will also seek out other funding sources that the CoC and/or its communities and agencies can apply for to support the goals of the CoC. The project selection process must be transparent and inclusive and based on the standards indicated in 24 CFR part 578.19(b). To maximize the use of funds, the CoC will evaluate applicants to ensure satisfactory program operations, grant management, and that activities are achieving CoC outcomes and goals. This includes ensuring that all project applications are submitted by eligible applicants.

**8. *To coordinate with the Collaborative Applicant of the CoC***

The CoC works closely with the designated Collaborative Applicant. A close working relationship between the two entities is essential for the effective management of the CoC resources and assures the CoC is competitive in the national HUD homeless programs application processes. The Collaborative Applicant is the entity that submits the CoC Consolidated Application for funding, as well as the planning grant application on behalf of the CoC. The CoC retains all of its responsibilities, even if it designates one or more eligible applicants other than itself to apply for funds on behalf of the Continuum.

**9. *To conduct an annual assessment of needs and resources through Point In Time and Housing Inventory Counts, HMIS data, CES and Resources Inventory***

The CoC annually assesses the needs of homeless persons in the geographic area through a well-coordinated point in time count, an on-going assessment of trends through analysis of HMIS data, the use of a Coordinated Entry System and an assessment of homeless needs and housing/services resources available within the

Continuum. The CoC conducts a gaps analysis and determines unmet needs within the geographic area. The point-in-time count of homeless persons within the CoC enumerates:

- the number of homeless persons who are living in places not designed for or ordinarily used as regular sleeping accommodations for humans (unsheltered homeless persons)
- the number of homeless persons living in emergency shelters and transitional housing projects (sheltered homeless persons)
- other reporting requirements established by HUD by Notices

#### **10. To develop written policies, procedures, and standards**

The CoC is required to establish and consistently follow local written standards for providing assistance through CoC & ESG resources, in consultation with the recipients of ESG program funds. The CoC has local written standards for CoC and ESG Programming, found [here](#). The regulatory requirements of ESG and CoC written standards are located [here](#). At a minimum, standards include<sup>2</sup>:

- Policies and procedures for evaluating individuals' and families' eligibility for assistance under the CoC and ESG Programs
- Policies and procedures for determining and prioritizing which eligible individuals and families will receive assistance
- Standards for determining what percentage or amount of rent each program participant must pay while receiving assistance

In addition, the CoC operates under this charter and through Policies, Procedures, and Standards (and amendments thereof), which have been developed in consultation with the CoC membership, CoC Lead Agency, CI Lead Agency, HMIS Lead, Collaborative Applicant, and approved by the Board. Such policies, procedures, and standards are incorporated into this charter by reference, including:

- Operating Procedures as outlined at 24 CFR part 578.7(a)(3);
- Code of Conduct, Conflict of Interest and Recusal Process Policy. The Board must comply with the conflict of interest requirements at 24 CFR part 578.95(b);
- HMIS Policies and Procedures, [HMIS Privacy and Security Policies and Procedures](#), and [HMIS Data Quality Plan](#); and
- [Centralized Intake Policies and Procedures](#)

#### **11. To publish Applications and Plans**

The CoC makes all policies, procedures, and materials of the CoC on the [CoC Webpage](#) and/or through electronic distribution. The CoC also publishes the HUD CoC application submitted by the CoC on the webpage in accordance with the NOFA specifications.

#### **12. To provide information needed for Consolidated Plan(s) within the Continuum's geographic area**

The CoC coordinates with local jurisdictions to supply information needed for Consolidated Plans at the local and state level. Coordination includes providing Point-in-Time, Housing Inventory Count data, and ensuring local homelessness information is communicated and addressed in the Consolidated Plan updates.

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<sup>2</sup> If the CoC is designated as a High Performing Community (HPC), policies will be developed that meet the standards for high-performing communities, as described in the ESG program rule at 24 CFR part 576.400(e)(vi) through(e)(ix).

### Code of Conduct/Conflict of Interest/Recusal Process

In accordance with HUD regulations, no CoC, Board and/or Committee 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. Therefore, any individual participating in or influencing decision making must identify actual or perceived conflicts of interest as they arise and comply with the letter and spirit of this policy. Disclosure should occur at the earliest possible time and, if possible, prior to the discussion of any such issue. Any individual with a conflict of interest who will be voting on the Board or within a committee is required to recuse themselves from discussion and voting on any issue in which they may have a direct, indirect or perceived conflict. An individual with a conflict of interest, who is a committee chair, shall yield that position during discussion and abstain from voting on the item.

Written Conflict of Interest disclosure forms will be provided by each individual upon appointment to a Board or Committee. This form must then be submitted during each annual meeting thereafter as well as when there are any changes to the nature of real or perceived conflicts. Board or Committee members will not be permitted to participate in any discussion and/or vote without a current statement on file. The full Conflict of Interest Policy can be found [here](#).

### Record Keeping

Aligned with 24 CFR 578.103, the CoC Lead Agency shall record and collect 5 years' worth of evidence that the:

1. Board selected by the Continuum of Care meets the requirements of 24 CFR 578.5(b);
2. Continuum has been established and operated as set forth in subpart B of this part, including:
  - published agendas and meeting minutes
  - an approved Governance Charter that is reviewed and updated annually
  - a written process for selecting a board that is reviewed and updated at least once every 5 years
  - evidence required for designating a single HMIS for the Continuum
  - and monitoring reports of recipients and subrecipients
3. Continuum has prepared the application for funds as set forth in 24 CFR 578.9, including the designation of the eligible applicant to be the collaborative applicant.

## II. Delaware CoC Membership

### Outreach & Recruitment

In advance of each Annual Membership meeting, the CoC Lead Agency extends a membership invitation through public notice and other appropriate media, which may include emails and website announcements distributed by a wide range of stakeholders and members. This solicitation includes confirming current membership and providing outreach to new members. Specific efforts will be made with the CoC Lead Agency to address membership gaps.

### Composition

Membership in the CoC ensures community wide commitment to preventing and ending homelessness and represents a diverse body of stakeholders throughout the entire geographic area of the Delaware CoC. The intent is that the CoC be as inclusive as possible, to include the opinions and insights of various parties and taking into account any Inclusion Policy that may have been adopted by the CoC.

The CoC may have the following parties represented in its general membership:



HUD Required	CoC Encouraged
Non-Profit Homeless Assistance Providers	Utility Companies
DV Survivor Service Providers	Department of Health and Social Services
Faith-Based Organizations	Disability services/Advocates
Government Entities	Family and Youth Services/Youth Advocates
Businesses	Home ownership programs
Advocates	Legal Aid services
Public Housing Authorities	Department of Corrections/Local Jails
Mental Health Agencies	Local Government Staff/Officials
Universities	LGBTQ Organizations/ Advocates
School Districts	School Administrators/Homeless Liaisons
Social Service Providers	CDBG/HOME/ESG Entitlement Jurisdiction(s)
Affordable Housing Developers	Street Outreach Team(s)
Law Enforcement	Substance Abuse Service Organizations & Advocates
Persons who are/have experienced homelessness	Mental Illness advocates
Hospitals and Health Care providers	CoC-/Non-CoC-Funded Youth Homeless Organizations
Veteran Service Organizations	CoC-/Non-CoC Funded Victim Service Providers
	Domestic Violence survivor advocates
	Agencies that serve survivors of human trafficking
	Other relevant and interested parties

The CoC is committed to providing a client-centered, culturally aware service-delivery system in which all individuals, including people of color, LGBTQ persons, persons with disabilities, immigrant populations, and other historically marginalized populations, are represented within the CoC membership, Board and Committees.

**Enrollment**

The DE CoC publicly solicits new members through an annual membership drive, however, the CoC also accepts new members at any time, on-going throughout the year. To become a member of the DE CoC, an individual/agency must complete the [online membership form](#).

Members may or may not be part of an organization<sup>3</sup>, but if they are affiliated with an organization they would indicate as such at the time of enrollment. The CoC Lead Agency will notify the individual and affiliated organization (if applicable) of their successful application to the CoC, and new members will be announced at each Annual Membership meeting. Members may send a designee if a Board member or the Lead Agency is notified in writing via email.

**Types of Membership**

**1. General Members**

General members must attend 2 of 4 CoC quarterly membership meetings per year in order to maintain their general membership status in the Continuum of Care. In the event that this attendance requirement cannot be satisfied, the Membership Committee may consider participation in other CoC-related activities (i.e., committee participation, other support provided, etc.).

<sup>3</sup> Divisions within government are considered to be separate organizations for the purposes herein.

## 2. **Voting Members**

For a non-voting member to become a voting member of the CoC they must commit to the following:

- Attend 3 of 4 CoC quarterly membership meetings
- Sit on and actively participate in at least one Committee during the CoC Program Year (October 1-September 30)

Wherever there is mention of voting among the CoC membership it is understood to mean that this applies to the voting members only. Those not affiliated with an organization (i.e., those with lived experience, advocates, etc.) may still be a voting member. Although an organization may have non-voting and voting members, **no organization shall have more than one voting member at any given time.**

### **Orientation**

Upon receipt of the membership form, new members will receive introductory information from the CoC Lead Agency and be provided with an opportunity to meet with CoC staff and discuss membership. This information will contain at a minimum:

1. Governance Charter
2. CoC Written Standards
3. CoC Policies
4. Conflict of Interest Form

### **Compensation**

Although members participate in the CoC on a volunteer basis, compensation may be offered to those with lived experience as established by the Board.

### **Dues**

The CoC does not charge membership dues.

### **Responsibilities**

The CoC's assigned responsibilities, including those required by the Continuum of Care by HUD in the Interim Rule, are outlined below, some in collaboration with other CoC entities:

1. Reviewing the Written Selection Process for the Board, which is included herein
2. Review Governance Charter Annually
3. Establish a Continuum of Care Board and designate its responsibilities
4. Participate in the Consolidated Plan
5. Consult with ESG recipients (along with the Board)
6. Receive and inform community and public policy updates relevant to homelessness issues
7. Review updates on the Plan to Prevent and End Homelessness
8. Provide input on strategic priorities for the Continuum of Care

### **Meetings**

The DE CoC will hold quarterly meetings of the full CoC membership. All membership meeting materials will be made publicly available by posting on the CoC website.

The latest revised edition of Robert's Rules of Order shall prevail at all meetings except where contrary to this charter or any standing rule. All agendas, inclusive of items planned to be voted on during the meeting, must be published in advance

of the meeting date. The meetings are open to the public, with the exception of Executive Sessions, and non-members can attend. The CoC will open a time for public comment during each meeting. Meetings may be in-person, virtual or via phone conference.

General Membership meetings are facilitated by the Board chair and co-chair, as appointed by the voting membership, in coordination with the CoC Lead.

## Voting

A quorum is defined as 51% of all voting members in attendance.

If a quorum can be established, a majority of all those eligible to vote is necessary for any resolution or vote to pass. For purposes of time-sensitive and/or critical votes an e-votes may be used at the direction of the CoC Board and initiated by the CoC Lead. If a quorum cannot be established, no votes may take place during the meeting; however, an e-vote may commence as soon as possible. A majority of eligible voters will pass the e-vote.

**Decisions that would result in structural changes to the CoC require a supermajority quorum, which is defined as two-thirds (⅔) of all voting members present and/or casting an electronic vote.**

All voting members shall have the right to recuse themselves from voting on the matter without providing an excuse.

**Decisions which would be decided on by the CoC's voting membership include:**

1. Appointment of Board members and Board chair/vice chairperson
2. Approval of the Governance Charter
3. Additional items as deemed appropriate by the Board

To the greatest extent possible, those items which need to be voted on will be indicated as such on the meeting's agenda, shared in advance of the meeting.

See the *Board and Committees* section herein for specifics related to specific established voting guidelines and what each entity may vote on.

## Liability of Members

No member of the CoC, including Board members, shall be personally liable, solely because of membership in the CoC, for any debts, obligations, or liabilities of the CoC.

## Termination, Resignations, & Transfers

The Board reserves the right to terminate or reinstate a member upon a majority vote of the Board. In the event of termination, the Board shall prepare a statement outlining the cause for terminations and deliver it to the member. The member will have 30 days to submit a corrective action plan prior to the Board's vote to terminate.

A member may resign at any time by submitting written notice, including electronic communications, to the CoC Lead Agency or Board. Membership transfers are not allowed. Each individual seeking CoC membership must adhere to the admissions process outlined herein.

### III. Delaware CoC Board

#### Nominations & Selection

A call for Board nominations is part of the annual CoC membership drive and CoC annual membership meeting notice. Members of the Board are nominated by the CoC membership and are elected by the CoC's voting members. The CoC Board chairperson (must be non-conflicted) and vice chairperson are nominated and elected by the CoC's voting members.

Nominations are to be made in writing to the CoC Lead Agency 30 days prior to the annual meeting but will be accepted at the annual meeting if prior notice was not possible. Nominations may also be submitted throughout the year to fill open Board seats or vacancies as prescribed by the Vacancy section below. Voting on Board members may take place in person, virtually, or electronically so long as a quorum has been established and voting guidelines are adhered to as previously declared.

These written procedures herein for selecting Board Members will be reviewed, updated and approved on a yearly basis, as part of the annual charter review, by the CoC's membership.

#### Composition

The CoC maintains a Board to act and make decisions on its behalf. The Board consists of 11-21 members. Membership must be representative of relevant organizations and projects serving homeless sub-populations within the geographic area and must include at least one homeless or formerly homeless individual. The CoC Lead Agency will have a non-voting position on the CoC Board. The following entities are required to have representation on the Board:

1. *Homeless/Formedly Homeless Individual(s)*
2. *ESG (Emergency Solutions Grant) Jurisdiction(s)*
3. *Representation from each of New Castle, Kent, & Sussex Counties*
4. *Representative from the State of Delaware*
5. *Representative from the Delaware Department of Education McKinney-Vento Homeless Liaisons*
6. *Representatives of non-profit homeless providers that target homeless sub-populations, with representation from each county, including:*
  - *Singles*
  - *Families*
  - *Chronically homeless*
  - *Veterans*
  - *Youth*
  - *Domestic Violence*
  - *HIV/AIDS*
  - *Mental Health*
  - *Substance Use*

The list above is not exhaustive of included representatives or sub-populations; other representatives or subpopulations may be included as well depending on CoC needs and priorities (i.e., re-entry, healthcare, etc.). One member of the board can represent more than one entity listed above (i.e., one non-profit provider representative can serve as the representative for chronic and veterans if they target both populations). There will be good faith efforts to recruit Board membership from all parts of the CoC's geography. Furthermore, the CoC maintains that all individuals, including people of color, LGBTQ persons, persons with disabilities, immigrant populations, and other historically marginalized populations, will be represented on the Board in a way that is reflective of the population composition of the DE-CoC to the best of its ability.

## Terms

Board members will be elected for 3-year terms. There are no term limits, however each board member must be willing to serve and be subsequently re-elected to their board position, with or without other nominations, at the end of each term if they are to serve more than one term.

Those appointed to chair and vice-chair positions will be appointed for 2-year terms, limited to 3 consecutive terms for any one particular position. Each chair or vice chair must be willing to serve and be subsequently re-appointed, with or without nominations, at the end of each term if they are to serve more than one term. Either the chair or vice chair may serve as a Board member at the end of their term(s) if they choose to do so and are voted onto the Board pursuant to the Board member selection process.

If a member holds any position on the Board mid-term, they shall be considered interim.

## Onboarding

The CoC lead Agency will provide materials to each new Board member which will contain at a minimum:

1. Governance Charter
2. CoC Written Standards
3. CoC Policies
4. Conflict of interest statement
5. CoC Board Orientation Powerpoint

## Compensation

The Board members shall serve without compensation for their time, although those Board members with lived experience may receive compensation as determined by the Board.

## Match Requirements

The Board members are required to provide an annual in-kind match toward the CoC Planning Grant. Documentation requirements and timelines will be set by the CoC's Collaborative Applicant, **in line with [HUD in-kind match reporting requirements](#)**.

## Responsibilities

The DE CoC membership gives authority to the DE CoC Board for specific responsibilities; therefore, the Board makes decisions and acts on behalf of the CoC. The responsibilities required by the CoC Interim Rule and assigned to the CoC Board are outlined below:

### **1. As related to designations and appointments:**

- Designate a Single HMIS for the entire CoC Geographic Area
- Designate HMIS Lead, CI Lead, CoC Lead, and Collaborative Applicant for Delaware CoC through Memorandums of Understanding, with roles and terms to be reviewed every 5 years, as well as initiate a Letter of Interest process whereby organizations can express interest in being hired for any of the aforementioned designations

- Appoint Committees, including appointing membership of the CoC Funding<sup>4</sup> and Centralized Intake Committees, on an annual basis
- 2. As related to governance:**
- Define membership of the CoC
  - Develop and update the CoC Governance Charter
- 3. As related to priorities:**
- Receive input from the full CoC Membership on priorities and goals for the CoC, and set those priorities on an annual basis
  - Work strategically and develop plans to address the goals and priorities of the CoC
- 4. As related to the Annual HUD Funding Competition:**
- In conjunction with the Collaborative Applicant, create an annual CoC funding application submission timeline
  - Review and approve policies as recommended by the Funding Committee for the rating and ranking process for the CoC funding competition, taking into account CoC system needs, system gaps, system and project performance, strategic goals, HUD threshold requirements and regulations, and HUD and local policy priorities<sup>5</sup>
  - Approve annual application to HUD for CoC Program funding
  - Act as the funding appeals body for the full CoC, reviewing and making final determinations on provider appeals
  - Review and act on the annual funding allocations and reallocations, in conjunction with the Funding Committee and collaborative applicant
- 5. As related to performance:**
- Take action against poor performers. (CoC Funding Committee decides who to put on corrective action, Board reviews and approves, and the Lead Agency is responsible for creating and fulfilling the Corrective action plans)
  - Hold CoC Committees accountable for fulfilling their responsibilities. This includes approving or denying any Committee recommendations presented before the Board
  - Monitor community-wide, system-wide and project-level performance as reported on by the System Performance and CoC Funding Committees
  - Work with the CoC Lead Agency and CoC Funding Committee to complete project performance evaluation and monitoring of recipients, including an evaluation of outcomes for CoC-Projects and reporting to HUD.
- 6. As related to ESG:**
- Consult with ESG Recipients (along with general membership)
  - Act as the official liaison for the consolidated planning process and coordination with ESG jurisdictions based on input from the full CoC Membership
- 7. As related to meetings:**
- Work with Lead Agency to set all CoC meeting agendas
  - Lead full CoC membership meetings
- 8. As related to other:**

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<sup>4</sup> Any individual on the CoC Board associated with an entity that receives HUD CoC funding may not participate in selecting members of the CoC Funding Committee.

<sup>5</sup> Responsibility of non-conflicted Board members only

- Review and act on additional HUD-required activities, in conjunction with CoC Committees and the CoC Lead Agency
- If have Unified Funding Agency (UFA), approve amendments for any grants

## Meetings

The Board will conduct at least 6 meetings annually. Board members are expected to attend a majority of the board meetings.

CoC Lead staff are responsible for scheduling Board meetings and documenting Board meeting attendance and minutes. However, in the event CoC staff are unable to schedule and/or take attendance/minutes, the Board Chair is responsible for designating a Board member to fulfill this responsibility. All CoC Board meeting materials will be made publicly available through the CoC webpage.

Materials requiring prior review and approval by the CoC Board Chair, shall be shared with the Board as soon as possible, but no later than two business days prior to the Board meeting. In the event this is not possible due to extenuating circumstances, materials may be provided as near to the meeting as possible.

To the greatest extent possible, there should be sufficient CoC Lead Staff present during meetings to be able to adequately answer any questions or comments related to the CoC Planning financial information shared. In the event that questions can not be sufficiently addressed during the meeting, the CoC Lead will provide requested clarification as timely as possible to the entire Board.

## Executive Session

The CoC Board reserves the ability to hold executive sessions. The Executive Sessions will comprise a meeting of non-conflicted board members and can be called for the following reasons to discuss:

1. Funding
2. Lead Agency Staff roles, responsibilities, contracts, etc.
3. Agencies holding MOUs for CoC, Centralized Intake and/or HMIS Lead Agencies

In the event that the Executive Session will be discussing matters pertaining to Lead Agency Staff and/or any agency holding an MOU with the CoC, the meeting may be called without notice to those associated agencies.

## Voting

A quorum is defined as 51% of all Board members in attendance.

If a quorum can be established, a majority of all those eligible to vote is necessary for any resolution or vote to pass. For purposes of time-sensitive and/or critical votes an e-votes may be used at the direction of the CoC Board Chair and initiated by the CoC Lead. If a quorum cannot be established, no votes may take place during the meeting; however, an e-vote may commence as soon as possible. A majority of eligible voters will pass the e-vote.

**Decisions that would result in structural changes to the CoC require a supermajority quorum, which is defined as two-thirds ( $\frac{2}{3}$ ) of all voting members present and/or casting an electronic vote.**

All Board members shall have the right to recuse themselves from voting on the matter without providing an excuse.

To the greatest extent possible, those items which need to be voted on will be indicated as such on the meeting's agenda, shared in advance of the meeting.

## Vacancies

If Board membership is affected by a vacancy in such a way that it will either drop below the required 11 seats, or required representation is lacking, those non-CoC-staff Board vacancies shall be filled as soon as possible by election of the CoC voting membership.

A vacancy of a CoC-staff representative shall be filled as quickly as possible. If no permanent replacement can be identified within 30 days of the initial vacancy, an interim replacement must be appointed, and the permanent replacement must be identified by the CoC Lead Agency as quickly as possible.

## Termination, Transfers, Resignation

Any member of the Board may be removed from office, with cause, as defined as either an action significantly damaging to the goals and mission of the CoC or as in failing to meet Board attendance requirements, by a two-thirds majority of the remaining Board members. Removal is effective only if it occurs at a meeting called for that purpose. Notice must be sent to all Board members, stating that the proposed removal is the purpose of the meeting. The person recommended for removal shall have the opportunity to speak on his/her behalf prior to a vote of the Board members. The Board may deliberate without the person recommended for removal present, prior to the vote of the Board. The recommendation of the Board member for removal shall be considered final.

Board member transfers are not allowed. Each individual seeking a Board seat must adhere to the appointment process outlined herein. A Board member may resign at any time by submitting a letter of resignation to the CoC Board Chair and CoC Lead Agency.

## IV. Delaware CoC Committees

The Board may establish Committees that are either standing or ad hoc, that are made up of the CoC members to act at the direction of the Board on behalf of the CoC. There will be seven standing Delaware CoC Committees<sup>6</sup>:

1. Advocacy and Policy
2. Centralized Intake (Coordinated Entry)
3. CoC Funding
4. Racial Justice and Equity
5. System Solutions

## Composition

Outside of the CoC Funding and Centralized Intake Committees, in which membership is appointed by the CoC Board, Committee membership will be on a volunteer basis. Efforts will be made by the Membership and Engagement Committee and the CoC Lead Agency to recruit participation from individuals or agencies with particular knowledge and/or skill sets to assist with committee tasks deemed helpful and/or necessary. Volunteers for the Committees will be accepted during any CoC Membership meeting as well as outside the meeting process if necessary. The CoC Board will designate any required staff, either from the Lead Agency, Collaborative Applicant, CI Lead, or the HMIS Lead, to participate in Committees.

## Responsibilities

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<sup>6</sup> Although there has historically been a “Veterans Committee”, since the CoC effectively ended veteran homelessness in 2016, the committee has since disbanded. Coordination with veteran providers occurs outside of the committee structure, although the Board reserved the right to reconvene it as a standing or ad hoc committee should the need arise.



CoC Committees assist in the planning and implementation of action items related to CoC priorities, as established by the CoC Board. Each committee targets a specific need, service area, sub-population, or critical CoC function and meets regularly throughout the year (unless specified otherwise). The Board gives authority to the CoC Committees for specific responsibilities. CoC Committees decide their goals/priorities under their main roles as indicated below:

**1. Advocacy and Policy Committee**

- Helps develop the DE CoC advocacy agenda and promotes solutions to prevent and end homelessness among community members, local and state leaders, and elected officials.

**2. Centralized Intake (Coordinated Entry) Committee**

Members of this committee are appointed by the CoC Board, must include someone from the Lead Agency, and should include someone who is or was formerly homeless. More specific responsibilities can be found in the [CI Lead Agency Memorandum of Understanding](#). General committee responsibilities are as follows:

- Provides macro-level oversight of the coordinated assessment system, recommendations to the CoC Board and full CoC membership on macro-level changes for system improvement. Responsible for ongoing monitoring, assessment and improvement, in coordination with the administering agency.
- Develops and reviews key CoC policies and tools related to the CES.

**3. CoC Funding Committee**

Members of this committee are appointed by the non-conflicted CoC Board and must be non-conflicted themselves, convening as needed during the Annual HUD CoC NOFO application process. As a committee, it will:

- Create a local funding application and appeals process in collaboration with the CoC Lead Agency; details on this process can be found in the [DE-CoC Funding Policies](#).
- Provide recommendations to the CoC Board and full CoC membership on potential opportunities for increased funding as related to new CoC-funded programs
- In conjunction with the Board and CoC Lead Agency, review and act on the annual funding allocations and reallocations
- Score and rank projects and provide the ranking recommendation to the CoC Board
- Establish performance targets in consultation with recipients/subrecipients and Lead Agency
- Decide who to put on corrective action (Board reviews and approves the recommendation and the Lead Agency is responsible for creating and fulfilling the corrective action plans)
- Work with CoC Lead Agency and Board to complete project performance evaluation and monitoring of recipients/subrecipients, including an evaluation of outcomes for CoC Projects and report to HUD
- Analyze current federal, state, and local funding dedicated to the homeless system and provide recommendations to the CoC Board on potential reallocation of resources based on CoC strategic priorities, gaps (as informed by the CoC Lead), and system performance (as informed by the System Performance Committee)
- Evaluate the CI and HMIS Lead Agency annually

**4. Racial Justice and Equity Committee**

- Analyzes the negative impact of homelessness on people and communities of color, identifies racial disparities in homelessness, and proposes action steps for moving toward a more equitable future in Delaware.

**5. System Solutions Committee**

This committee must have representation from the CoC Lead Agency and HMIS Staff.

- Helps to evaluate performance, analyze trends, and identify service gaps within Delaware's homeless response system to develop and recommend strategies for improvement.
- This committee must have representation from the CoC Lead Agency and HMIS Staff.
- In collaboration with the HMIS and CoC leads, assist in the completion of an annual HMIS Coverage Gaps Analysis
- In collaboration with the CoC Lead Agency, evaluate how well the homeless system is meeting HUD's system-wide performance measures.
- Provide recommendations to the full CoC membership and CoC Board on how system-wide performance can be improved.

### Meetings

CoC Committees determine how often they meet as a group, usually quarterly, to achieve their goals; however, the Board may ask for additional Committee meetings if deliverables are not on schedule to be completed.

CoC Lead staff are responsible for scheduling Committee meetings and documenting Committee meeting attendance and minutes. However, in the event CoC staff are unable to schedule and/or take attendance/minutes, the Committee Chair is responsible for designating a Committee member to fulfill this responsibility.

All CoC Committee meeting materials will be made publicly available through the CoC webpage.

### Recommendations & Voting

While most day-to-day activities can be handled within each Committee, any material decisions must be voted on by the Committee in order to make a recommendation to the Board. Once the recommendation is presented to the Board, the Committee must await the Board's approval prior to taking action. The Board reserves the right to vote against any recommendation presented by a Committee.

#### Examples of material decisions include:

1. Redistribution of task(s) to another entity (i.e., another committee, Board, CoC Lead Agency, etc.)
2. Policy creation, adaptation and/or amendment
3. Committee-run or sponsored events
4. Publications or sign-on on behalf of the CoC

Any Committee member is eligible to vote within their Committee, even if they do not hold a voting status within the general CoC. Each Committee is responsible for establishing their own voting regulations. To the greatest extent possible, those items which need to be voted on will be indicated as such on the meeting's agenda, shared in advance of the meeting. Although meetings are open to the public, non-committee members may be excluded from participating in certain committee-level decisions or discussions at the will of the Committee Chair.

All Committee members shall have the right to recuse themselves from voting on the matter without providing an excuse.

### Accountability

CoC Committees are accountable to the CoC Board. The Committee Chair is the liaison between the committee it serves and the CoC Board, even if the Chair is also a Board member. As such, Committee Chairs may not approve recommendations on behalf of the Board without first bringing the recommendation before the full Board.

Committee Chairs and Co-Chairs are required to provide activity updates to the Board in advance of each quarterly meeting (and Board meeting as requested by the Board). The Committee Chair may report on these updates at quarterly meetings (and Board meetings), as time and priorities allow.

## Compensation

Although members participate in CoC Committees on a volunteer basis, compensation may be offered to those with lived experience as established by the Board.

## Match Requirements

CoC committee members are required to provide an annual in-kind match toward the CoC Planning Grant. Documentation requirements and timelines will be set by the CoC's Collaborative Applicant, **in line with [HUD in-kind match reporting requirements](#)**.

## Termination, Transfers, Resignation

Any committee member may be removed from the committee, with cause, as defined as an action significantly damaging to the goals of the committee, by a two-thirds majority of the remaining committee members. Removal is effective only if it occurs at a meeting called for that purpose. Notice must be sent to all Committee members, stating that the proposed removal is the purpose of the meeting. The person recommended for removal shall have the opportunity to speak on his/her behalf prior to a vote of the committee members. The committee may deliberate without the person recommended for removal present, prior to the vote of the Committee. The recommendation of the committee member for removal shall be considered final, and the removal will be shared with the Board.

Committee membership transfers are not allowed. Each individual seeking Committee membership must adhere to the processes outlined herein.

A Committee member may resign at any time by submitting a letter of resignation to the CoC Lead Agency. Note that if this committee member is also a voting member of the CoC, they may forfeit their right to vote due to the stipulation that voting members sit on and participate in a committee for one year.

## V. Delaware CoC Staff Roles

### CoC Lead Agency & Collaborative Applicant

The Continuum of Care must designate a legal entity who is also a Continuum of Care Program-eligible applicant to serve as the Collaborative Applicant. The Collaborative Applicant manages the application process for CoC funding at the direction of the CoC. The responsibilities of the Collaborative Applicant are documented in the Delaware Continuum of Care [Collaborative Applicant and Lead Agency Memorandum of Understanding](#).

In addition to Collaborative Applicant responsibilities, the same agency will assume the role of CoC Lead Agency. The Board will appoint a Lead Agency that will provide support to the CoC membership, CoC Board and all other committees. The responsibilities of the CoC Lead Agency are documented in the Delaware Continuum of Care [Collaborative Applicant and Lead Agency Memorandum of Understanding](#).

The designation of both the Collaborative Applicant and CoC Lead Agency is valid for a maximum of five (5) years before the designation must be reviewed and renewed by the Delaware Continuum of Care Board. Every five (5) years, a Letter of Interest process will be initiated by the Board to see if any other organizations are interested in acting as the Collaborative Applicant/Lead Agency. In response to negligence, poor performance, or loss of eligibility, the CoC Board reserves the right to open an RFP process prior to the five year mark, and designate a new Collaborative Applicant. Additional stipulations regarding designation terminations can be found in the Delaware Continuum of Care [Collaborative Applicant and Lead Agency Memorandum of Understanding](#).

### HMIS Lead Agency

The Continuum of Care must designate a legal entity who is also a Continuum of Care Program eligible applicant to serve as the Homeless Management Information System (HMIS) Lead. Responsibilities of the HMIS Lead are documented in the Delaware Continuum of Care [Homeless Management Information System Lead Memorandum of Understanding](#).

The designation of the HMIS Lead is valid for a maximum of five years before the designation must be reviewed and renewed by the Delaware Continuum of Care Board. Every five (5) years, a Letter of Interest process will be initiated by the Board to see if any other organizations are interested in having the HMIS Lead Agency designation. No requirement for a Request for Proposal (RFP) will be made if no other agencies are interested and this step is unnecessary. In response to negligence or poor performance of the HMIS Lead, the CoC Board reserves the right to open an RFP process prior to the five year mark, and designate a new HMIS Lead.

### Centralized Intake (CI) Lead Agency

The HUD CoC Program interim rule requires that CoCs establish and operate a “centralized or coordinated assessment system”, and defines coordinated entry as a centralized or coordinated process designed to coordinate program participant intake assessment and provision of referrals.

Responsibilities of the CI Lead are documented in the Delaware Continuum of Care [Centralized Intake Lead Memorandum of Understanding](#).

The designation of the Centralized Intake Lead is valid for a maximum of five years before the designation must be reviewed and renewed by the Delaware Continuum of Care Board. Every five (5) years, a Letter of Interest process will be initiated by the Board to see if any other organizations are interested in having the Lead Centralized Intake Agency designation. No requirement for a Request for Proposal (RFP) will be made if no other agencies are interested and this step is unnecessary. In response to negligence or poor performance of the CI Lead, the CoC Board reserves the right to open an RFP process prior to the five year mark, and designate a new CI Lead.

## VI. Reviewing and Updating the Charter

### Process for Updating the Charter

Once every year the Delaware CoC membership must review this Governance Charter. Members of the CoC, CoC Board, Collaborative Applicant, Lead Agency, and HMIS Lead may make suggestions for updating. It is the Lead Agency’s responsibility to review HUD rules, regulations, and guidance and to suggest updates to the Governance Charter as required by HUD.

Annual updates to the governance Charter must be presented to the full CoC membership at the CoC Annual Meeting, however, may be presented in advance if possible. Annual updates to the Governance Charter may be voted on by the CoC voting membership at, or within 1 month after, the Annual meeting. A majority is required by the CoC voting membership to approve annual charter updates.

Outside of the annual review process, charter updates require two meetings for approval: the first to review changes, and the second to vote. A majority is required by the CoC voting membership to approve changes.

A thorough review of the charter will be conducted at least every five years, as required by HUD.

### Charter Review and Updating History

Date of Review	Summary of Updates	Summary of Vote
<b>April, 2015</b>		New Charter adopted by CoC membership: Quorum Achieved and Voted for approval by CoC voting membership
<b>May, 2016</b>	<ul style="list-style-type: none"> <li>• Changed quorum language to be that 51% of voting members constitutes a quorum, rather than 51% of all members</li> </ul>	20/35 votes by CoC voting members approved change through e-vote
<b>August, 2016</b>	<ul style="list-style-type: none"> <li>• Change to add strategic planning to CoC Board responsibility and remove the committee.</li> </ul>	20/35 votes approved through e-vote
<b>October, 2016</b>	<ul style="list-style-type: none"> <li>• Change to make CoC application approval CoC Board responsibility</li> </ul>	16/28 votes approved through e-vote
<b>April, 2021</b>	<ul style="list-style-type: none"> <li>▪ Added a committee structure so that there is accountability to the board</li> <li>▪ Added in additional standards around information sharing and transparency</li> <li>▪ Clarified membership and committee roles and appointments</li> <li>▪ new voting language around voting, super majority, etc.</li> <li>▪ Notice of Interest Process every 5 years for Staff roles</li> <li>▪ Attendance requirement updates</li> <li>▪ Staff responsibilities are located in the MOUs.</li> <li>▪ Lead/CA was combined into one section, explaining the relationship between the two.</li> <li>▪ Added Appendix A: CoC Structure and Appendix B: CoC Definitions</li> </ul>	33/33 votes to approve through e-vote
<b>October 2022</b>	<ul style="list-style-type: none"> <li>▪ Logo updated; format updated to match logo colors</li> <li>▪ Clearly defined in-kind match requirements for CoC Board and Committees</li> <li>▪ Quorum &amp; Voting Section combined</li> <li>▪ Voting sections added to Board &amp; Committees</li> <li>▪ Termination, Resignation, and Transfer sections combined</li> <li>▪ Meeting material responsibilities defined</li> <li>▪ Youth Education representative added to Board membership requirements</li> <li>▪ Board vacancy timelines re-defined</li> <li>▪ Annual Charter review &amp; approval process defined from on-going charter review &amp; approval process</li> </ul>	20/35 e-votes for approval

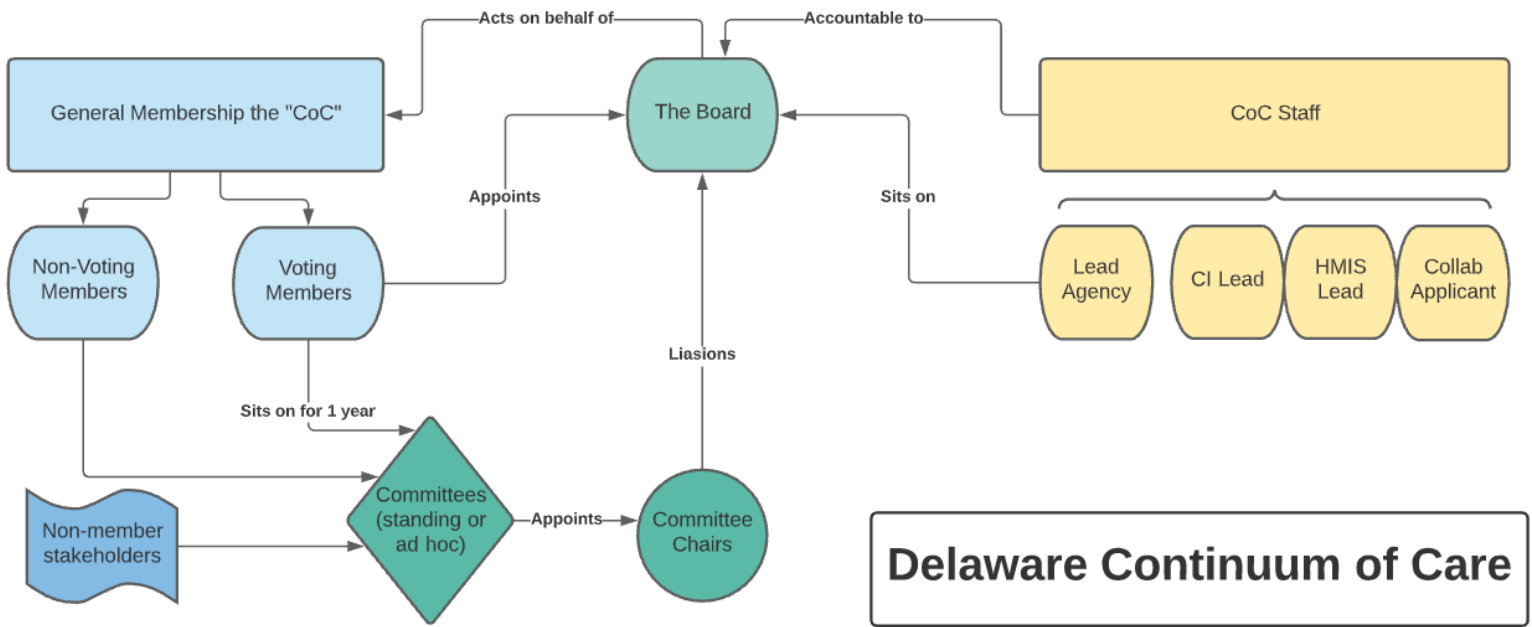
## VII. Certification of CoC Governance Charter Adoption

Signature: *Dana Mitchell*  
Board Chair, Delaware Continuum of Care

Printed Name: Dana Mitchell  
Board Chair, Delaware Continuum of Care

DATE: 2/21/2023

# Appendix A: CoC Structure



## Appendix B: Definitions

### **Centralized Intake (CI)**

Refers to the Delaware Continuum of Care’s Coordinated Assessment system

### **Centralized Intake Lead Agency**

Agency that is designated to carry out the activities of the CoC’s CI System

### **CoC Board**

The primary decision-making group for the Delaware Continuum of Care, voted into their positions by the Delaware Continuum of Care membership.

### **CoC Committees**

Groups of volunteers who work throughout the year to accomplish specific tasks for the Delaware Continuum of Care. There are seven standing committees, and the CoC Board can create ad-hoc committees as needed to support the Delaware CoC.

### **CoC membership (i.e., “the CoC”)**

This group is open to the public, and has two levels of membership, voting members and non-voting members. This group is open and inclusive, and is responsible for electing a CoC Board.

### **CoC Lead Agency**

Agency that is designated to carry out the activities of the CoC including fiscal and compliance activities and CoC administrative duties.

### **Collaborative Applicant**

Agency or organization designated by the CoC Board to be the entity that submits the CoC funding application to HUD.

### **Continuum of Care (CoC)**

A collaborative and strategic funding source from HUD that helps communities make progress towards preventing and ending homelessness in their communities. HUD also refers to the group of community stakeholders involved in homelessness as the “Continuum of Care.”

### **Continuum of Care Interim Rule**

Published by HUD in 2012, the CoC Interim Rule focuses on regulatory implementation of the Continuum of Care (CoC) Program, including the Continuum of Care planning process.

### **Coordinated Assessment**

A centralized or coordinated process designed to coordinate program participant intake, assessment, and provision of referrals. A centralized or coordinated assessment system covers the geographic area, is easily accessed by individuals and families seeking housing or services, is well advertised, and includes a comprehensive and standardized assessment tool. This definition establishes basic minimum HUD requirements for the Continuum’s centralized or coordinated assessment system.

### **Governance Charter**



A document that outlines the roles and responsibilities of the Delaware Continuum of Care membership, the Delaware Continuum of Care Board, Continuum of Care Committee(s), the CoC Lead Agency, the Collaborative Applicant, Coordinated Intake (CI) Lead Agency, and the Homeless Management Information System (HMIS) Lead Agency with the intent to creating an inclusive, transparent process by which Delaware makes strategic decisions in order to meet the goals of preventing and ending homelessness.

**HMIS**

A computerized data collection application designed to capture client-level information over time on the characteristics of service needs of men, women, and children experiencing homelessness, while also protecting client confidentiality. It is designed to aggregate client-level data to generate an unduplicated count of clients served within a community's system of homeless services.

**HMIS Lead Agency**

Agency, organization or government department designated by CoC to administer and manage the HMIS.

**HUD**

Acronym used to refer to the federal Department of Housing and Urban Development that administers the Continuum of Care funding and program.

**Point in Time (PIT) Count**

Annual count of homeless persons and households in a Continuum of Care geography; in this case the State of Delaware. The Point in Time count is an essential tool for planning and decision-making about homelessness, and is required by HUD.






# FY23\_DECoC\_Governance Charter\_Update\_2.2 1.23\_Unsigned

Final Audit Report

2023-02-21

Created:	2023-02-21
By:	Rachel Stucker (egallaher@housingalliance.org)
Status:	Signed
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-  Document created by Rachel Stucker (egallaher@housingalliance.org)  
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-  Document emailed to Dana Mitchell (dana.mitchell@newcastlede.gov) for signature  
2023-02-21 - 5:45:51 PM GMT
-  Email viewed by Dana Mitchell (dana.mitchell@newcastlede.gov)  
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-  Document e-signed by Dana Mitchell (dana.mitchell@newcastlede.gov)  
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-  Agreement completed.  
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