

OR-505 BOS CoC / Rural Oregon Continuum of Care (ROCC) By-Laws

Adopted by Unanimous Board Vote during CoC Annual Meeting June 29, 2017

Article I – Name, Purpose

Section 1.1 Name of the Organization

Oregon 505 Balance of State Continuum of Care (OR-505 BOS CoC), otherwise known as the Rural Oregon Continuum of Care (ROCC).

Section 1.2 Mission

To utilize services and housing in the local communities to move people without housing from the streets to appropriate shelter, services, and housing programs on a path to achieve self-sufficiency and permanent housing. *From Rural Oregon Continuum of Care's Vision Statement – 2008.*

Section 1.3 Guiding Principles

- Support local community efforts that respectfully empower individuals and families.
- Prevent and reduce homelessness.
- Work with local community partners to provide choice and quality in affordable housing.
- Heighten awareness and understanding of homelessness issues.
- Deliver outcome-based services through use of best practices.
- Continue to work with local communities to enhance local homeless services delivery systems.
- Work with recipients of other State and Federal homeless funds to determine viability of on-going projects, suggest new projects/collaborations, and recommend changes, where necessary, to improve the ROCC's funding competitiveness at the national level.
- Ensure that opportunity to participate in the on-going work of the ROCC is offered to all local and regional community members, providers, and others.
- Ensure that work of the ROCC is compliant with HUD requirements and incorporates best practices and encourages innovation.

Article II – Membership

Section 2.1 Memberships

Individual membership is open to anyone who serves and/or advocates and cares for the homeless and anyone who is currently homeless, or has been homeless, within the areas of Oregon that are represented by the ROCC (see Section 2.3). Everyone will renew their membership annually per Article III, **Section 2.4**.

Organizational membership is open to any organization which serves the homeless including, but not limited to, government agencies, non-profits, faith-based organizations, and associations within the geography of Oregon represented by the ROCC. All ROCC grantees are required to be members. Organizations shall declare and renew their membership annually, per Article III, Section 2.5 and shall designate an individual authorized to represent and vote on behalf of the organization (non-Board-members will be limited to voting per Article III, Section 2.6).

Section 2.2 ROCC's Geography

The Rural Oregon Continuum of Care currently comprises 28 rural counties of Oregon including:

Baker	Gilliam	Lake	Sherman
Benton	Grant	Lincoln	Tillamook
Clatsop	Harney	Linn	Umatilla
Columbia	Hood River	Malheur	Union
Coos	Josephine	Marion	Wallowa
Curry	Klamath	Morrow	Wasco
Douglas		Polk	Wheeler
			Yamhill

* As the ROCC is designated as the Balance of State Continuum for Oregon, any county not covered by the other continuums of care is eligible to apply for membership to the ROCC.

Section 2.3 In-Person meetings

There will be at least one in-person meeting held each year, preferably in the second quarter of the year (April to June). The purpose of the annual meeting could be to elect officers, board members, approve By-Laws changes and conduct any other business deemed necessary for the governance of the ROCC. All ROCC grantees are required to have a representative attend the in-person meeting. Other in-person meetings may be held at the discretion of the Board.

Section 2.4 Membership Registration

New and renewing members must register using the Rural Oregon Continuum of Care General Membership Application (Exhibit A). New members must submit their forms to the designated Board member two (2) weeks prior to the annual in-person meeting or as otherwise instructed. Renewing members must submit their forms prior to the start of the annual in-person meeting and/or prior to any membership action.

Section 2.5 Voting Rights of General Membership and Elected Board

General members will have the right to approve By-Laws, By-Laws changes, and vote in the election of Board Members. Elected Board Members will elect the five Executive Committee Members (see Section 3.4.1).

Quorum will be a simple majority of the voting members present, if at least 50% of the Board Members are present. If there are fewer than 50% of Board Members present and a vote is requested, the vote may be tabled to another meeting or completed by a unanimous vote of all Board members present.

Section 2.6 Emergency Clause

In the event emergency arises such that ROCC’s governing documents must be immediately amended, the ROCC Membership will be notified accordingly, and By-Laws may be amended by an electronic polling of the Board of Directors and passed by a simple majority. The amendment will then be confirmed at the next annual in-person meeting.

Section 2.7 Meetings

Members have the right to voice opinions at the monthly Board of Directors meetings and participate on subcommittees. Maximum participation is sought and encouraged.

Article III – Board of Directors Membership and Key Tasks

Section 3.1 Board of Directors Responsibilities

As defined in the 2012 HUD guiding document, "Establishing and Operating a Continuum of Care," compliance with the following four primary directives are the responsibility of Continuums of Care, either through Board direction or in partnership with its established collaborative applicant and/or HMIS administrator:

1. Operating the Continuum
 - a. Regular meetings – at least semi-annually
 - b. Invitation for new members – public invitation at least annually
 - c. Board selection – process review every five years; see Section 3.2 for composition
 - d. Additional committees – see Article III, Section 3.4.
 - e. Governance Charter – (By-Laws); complete in consultation with Collaborative Applicant and HMIS Administrator. Includes policies and procedures, code of conduct, conflict of interest (recusal process).
 - f. Monitoring – grantees and sub-grantees; performance and outcomes; address poor performance (in conjunction with regular evaluation process to be drafted by the Rating and Ranking/Evaluation sub-committee).
 - g. Evaluation
 - h. Centralized or coordinated assessment – in consultation with ESG funding recipients
 - i. Written standards – in consultation with ESG funding recipients
2. Continuum Planning
 - a. System coordination – determination that similar aspects of systems-wide coordination are operating in all ROCC's regions
 - b. Point-in-Time count – development of process, criteria, and post-evaluation
 - c. Annual gaps analysis – conducted annually and to include housing inventory
 - d. Consolidated plan information – must provide information on ROCC performance, needs, etc. to Oregon Housing and Community Services for its annual Consolidated Plan performance report
 - e. ESG consultation – work with ESG recipients which are also members of the ROCC on planning for, reporting on, and evaluating performance of ESG grantees and sub-grantees
3. Designating and Operating an HMIS – ensure that appropriate and required performance data is collected throughout the ROCC and that appropriate policies, procedures, and compliance pieces are in place
4. Preparing the Application for CoC Program Funds
 - a. Establish funding priorities – ROCC must determine funding priorities prior to funding competition (to be included in the formal Rating and Ranking process)
 - b. Design, operate, and follow a collaborative process – this is the Rating and Ranking Criteria which will be reviewed and updated on an annual basis prior to formal competition opening
 - c. Designate the Collaborative Applicant
 - d. United Funding Agency (UFA) status – not applicable to the ROCC now.

Section 3.2 Board of Directors Composition

The Board of Directors will be comprised of members representing the groups identified below (elected from the Membership) and include one (1) representative (2 per region has been recommended) each from the identified Regions who are selected from within their regions in whatever manner they choose. Each region may have no more than 2 alternates. In the absence of a regional Board member, the Board of Directors may recruit a volunteer from the region to fill the vacancy.

To ensure equitable representation as possible across all CoC regions, it is recommended that Board composition be comprised of at least one but not more than four representatives from each of the seven regions.

Note: One board member may represent the interests of more than one homeless subpopulation. Within the HUD recommended Board composition, the positions of victim service provider, hospital, university (education), and law enforcement are more likely to be participants of local systems of care and so are not included in the primary Board list.

Board Position	Number of Members
Regional Representatives	7 – update to 2 per region/14
Non-Profit Homeless Assistance Providers	2

Social Service Providers	2
Advocates	2
Faith-Based Organizations	1
Government	1 – update to 2 to reflect current practice
Affordable Housing Developer	1
Business	1
Veteran Services	1
Public Housing Authority	1
Homeless, Formerly Homeless	1 – update to 2 to reflect current practice
Total Members	22

- Region #1 Coos/Curry/Josephine/Douglas
- Region #2 Klamath/Lake/Harney/Malheur
- Region #3 Baker/Union/Wallowa/Grant
- Region #4 Hood River/Wasco/Sherman/Gilliam/
Wheeler/Morrow/Umatilla
- Region #5 Columbia/Clatsop/Tillamook
- Region #6 Lincoln/Benton/Linn
- Region #7 Marion/Polk/Yamhill

Section 3.3 Board of Directors Officers

The Board of Directors will elect a Chair and a Vice-Chair, Secretary, and two members. Board terms shall be for one-year with no limit on the number of terms served.

Section 3.4 Board of Directors Committees and Workgroups

The following committees and workgroups incorporate the on-going work and compliance expected of Continuums of Care as defined in the HEARTH Act’s CoC Rule that the CoC have CoC-wide planning committees, subcommittees, or workgroups to address the needs of persons experiencing homelessness in the CoC’s geographic area that recommend and set policy priorities for the CoC. Committees may be ‘standing’ or ‘ad hoc’ and may change in number and commitment of need depending upon ROCC priorities and needs.

Section 3.4.1 Executive

The Executive Committee will consist of the three (3) Board officers and two (2) members elected from the Board of Directors. An Executive Committee member will Chair each of the Subcommittees and set agendas for regular monthly Board of Directors meetings. The Executive Committee will also work with the ROCC Coordinator in developing narrative responses to the annual HUD Consolidated Funding Application. Additionally, as needs arise, the Executive Committee will provide decision-making and guidance to the ROCC membership ahead of or between regular monthly meetings.

Section 3.4.2 HMIS Data Workgroup

The HMIS Data Workgroup comprises many related functions and tasks, chief of which is to ensure the use of HMIS in compliance with federal guidelines and to assist in defining and tracking specific HMIS goals for use in overall CoC-wide strategic planning and fund development opportunities. This work includes the Annual Homeless Assessment Report (AHAR), annual Point-in-Time Count and Housing Inventory, and in supporting the data requirements of the annual collaborative funding competition.

The HMIS Data Workgroup now incorporates HMIS, Executive, and (formerly) Review and Ranking committee members in a more focused CoC-wide planning body specifically designed to conduct data analyses, identify on-going/immediate training needs, conduct quarterly performance review / project

evaluations of CoC and ESG projects, and recommend and set policy to address needs of persons experiencing homelessness within the CoC's broad geographic area.

Regarding the annual pre-CoC-competition review and ranking process (R&R), members of the HMIS Data Workgroup will join with additional interested CoC members to form the R&R workgroup for purposes of objectively evaluating performance and scoring renewal and new/bonus pre-applications to determine the CoC's official priority listing for submission into the funding competition. All R&R workgroup members will remain unconflicted via recusal and non-participation in review/evaluation and scoring of any pre-applications relevant to their respective 'home' regions.

The CoC's review and ranking process and materials will be reviewed annually and updated by the HMIS Data Workgroup based on HUD's published NOFA and will also include specific performance expectations based on the previous year's monitoring, evaluation, and annual funding renewal experiences.

Section 3.4.3 Coordinated Entry Workgroup

The Coordinated Entry Workgroup will continue developing the CoC's Coordinated Entry policies while implementing basic standards and HMIS entry expectations May 1. This Workgroup will be led by the CoC's SSO for CE project applicant, an agency piloting Coordinated Entry in two counties, which lessons learned and successes are deployed for use throughout the 28-county geography. Goals include expanding the Coordinated Entry implementation through collaborations with local partners and enhanced understanding of HMIS in the overall process.

Section 3.4.4 Veteran Services Workgroup

The Veteran Services workgroup comprises the seven VA SSVF-funded grantees (5 CoCs, 2 states) operating across BOS CoC's 28-county geography. The purpose of this committee is to share best practices, experiences, challenges, and successes toward ending veteran homelessness via heightened engagement and inclusion of not only a greater swath of SSVF grantees but also VA partners. The intentional steps include engaging health care for homeless veteran staff, veteran services officers, and regional coordinators to ensure more global conversations on issues specific to veterans going forward. Analysis specific to veteran data, discussion of master lists, and identification of and development of plans to address additional issues and concerns specific to ending veteran homelessness in CoC overall (and specifically individual counties/regions) will continue as active agenda items.

This workgroup's work will also transcend the HMIS Data and Coordinated Entry Workgroups.

Section 3.4.5 Runaway and Homeless Youth (RHY) Workgroup

The RHY Workgroup will focus on active engagement of RHY providers operating with CoC's geography (federal, state, local funded) in not only HMIS participation and understanding but also on-going CoC-wide and population-specific strategic planning and fund development. It is a goal of this Workgroup to eventually incorporate an active youth advisory board into the RHY Workgroup and overall CoC experiences.

Section 3.4.6 Lived Experience Workgroup

The Lived Experience Workgroup will meet quarterly with CoC Board and interested members and focus energy and efforts on bringing to the CoC's strategic planning process active awareness, ideas, concerns of folks within the CoC with lived experience of homelessness, either current or former.

Section 3.5 Board of Directors Commitment

Each elected Board member will be required to actively participate on one (or more) committees of the ROCC Board of Directors, and members of the Executive Committee may be required to act as Chair of those committees.

Section 3.6 Board Member Position Description

Specific Board Member responsibilities include:

- Serving as advisors to the ROCC Board Chair and ROCC Coordinator as they develop and implement ROCC's strategic plan
- Reviewing outcomes and metrics created for evaluating ROCC impact and regularly measuring its performance and effectiveness using those metrics
- Assisting the ROCC Board chair and ROCC Coordinator in identifying and recruiting other Board Members
- Serving on committees or task forces and taking on special assignments
- Representing ROCC to local communities, partners, and other stakeholders; acting as an ambassador for the organization
- Ensuring ROCC's commitment to a diverse board that reflects the communities ROCC serves

Section 3.7 Board of Director Meetings

Board of Directors normally meet once a month and include general members but may choose to meet separately at various times to complete specific work and to ensure the Continuum is operating effectively.

Article IV – Annual Funding Competition

Section 4.1 Annual Review and Ranking of Project Applications

Members of the HMIS Data Workgroup (see Section 3.4.2), as part of the CoC's quarterly evaluation and performance monitoring program, will review and update criteria under which all project applications will be scored. Comprised of ROCC members and/or interested community members within ROCC's geography (who will not review, score, or rank applications within their regions), this Workgroup will also complete the annual review of all funding applications against established criteria and completing the development of the CoC's priority list and funding tiers as defined in the NOFA. The Board of Directors will have opportunity to review the review and ranking process and scoring results but will not be able to alter the decision-making unless an egregious error has been identified.

Deadlines for applications will be based each competition on the NOFA. All project sponsors shall submit the appropriate application materials along with the required documents in a single electronic submission to the ROCC Consultant/Coordinator. Funded applicants will be required to join the ROCC.

Article V – By-Laws

Section 5.1 Changes to By-Laws

The ROCC By-Laws will be reviewed throughout each year for completeness and accuracy. Should changes be necessary, a draft of the recommended adjustments will be completed by the Executive Committee and submitted to the ROCC membership for discussion and vote no less than 2 weeks ahead of a meeting at which a By-Laws vote will be taken.

Section 5.2 Ratification of By-Laws

Quorum will be a simple majority of the voting members present, if at least 50% of the Board Members are present.

Article VII – Other

Section 7.1 Conflict of Interest

Under the Homeless Emergency Assistance and Rapid Transition to Housing Act of 2009 (HEARTH Act) and its implementing regulations, collaborative applicants, and Continuum of Care (CoC) boards are subject to HUD conflict of interest requirements.¹

HUD prohibits CoC board members and collaborative applicant board members from “participating in or influencing discussions or resulting decisions concerning the award of a grant or other financial benefits to the organization that the member represents.”²

As it relates specifically to ROCC’s process for the annual funding competition and determining composition of the Rating and Ranking Review committee, membership will be comprised of local community members as individuals and/or organizations that have no financial interest in any current grantee applying for renewal, as well as current board and executive committee members. No board member shall vote on any project that is in a region that they work, represent, or may represent a potential conflict. This requirement will also apply in the event there is opportunity for bonus (new) projects.

See also ROCC’s formal Conflict of Interest Policy Document for more detailed information.

Section 7.2: Code of Conduct

Section 7.2.1

The ROCC promotes impartiality in performing official duties and prohibits any activity representing a conflict of interest. No member of the ROCC, its Board and/or Officers should act on a matter if a reasonable person who knew the circumstances of the situation could legitimately question someone’s fairness. Likewise, no member of the ROCC, its Board and/or Officers should use his or her position within the ROCC for personal gain or for the benefit of family or friends.

Section 7.2.2

Officers and employees shall put forth honest effort in the performance of their duties.

Section 7.2.3

Officers and employees shall not knowingly make unauthorized commitments or promises of any kind purporting to bind the ROCC without previous Executive Board approval.

Section 7.2.4

Officers and employees shall immediately disclose waste, fraud, abuse, and corruption to Executive Board.

Section 7.2.5

Officers and employees shall adhere to all laws and regulations that provide equal opportunity for all Americans regardless of race, color, religion, sex, national origin, age, or handicap.

Violation of this any portion of this code will be subject to disciplinary action which could include funding loss and/or immediate termination (in cases of paid ROCC staff).

¹ 24 C.F.R. 578.5(b)

² 42 USC § 11360a (h), 24 C.F.R. 578.95(b)

Section 7.3 1% Grantee Fee

As unanimously determined by ROCC Board vote during its Annual Meeting June 24-25, 2014, and confirmed during its regular monthly meeting July 23, 2014, the 1% grantee supportive fee assessed to all CoC-funded projects is now a recurring annual event and will no longer require an annual Board-approved vote. The funds generated will be used to support both the ROCC Coordinator position and technology needs to operate the ROCC (Go-to-Meeting, web presence), and ROCC’s Executive Committee will work with the ROCC Coordinator to develop an annual budget.

If an organization is unable to submit the full 1% fee, contact with the ROCC and Collaborative Applicant who will review waiver request materials before presenting to the full ROCC board for vote and potential determination of an extended deadline and/or application of a Fee Waiver. Applying for a Fee Waiver will require demonstration of the organization’s inability to pay the fee (financial need via release of organizational and specific grant budgets).

Authorization and Signature

This revision to these By-Laws has been submitted and discussed by the Rural Oregon Continuum of Care membership and is hereby adopted at the meeting held this 29th day of June, 2017, in Marion County (ROCC Meeting), Oregon.

Name/*Chair* _____ Date

Name/*Vice Chair* _____ Date

Name/*Secretary* _____ Date

Name/*Member* _____ Date

Name/*Member* _____ Date

Exhibit A
OR-505 BOS CoC/Rural Oregon Continuum of Care (ROCC)
2017 Membership Application

Membership Type: Individual _____ Non-Grantee Organization _____ Grantee Organization

Region:

- _____ Region 1: Coos, Curry, Josephine, and Douglas Counties
- _____ Region 2: Klamath, Lake, Harney, and Malheur Counties
- _____ Region 3: Baker, Union, Wallowa, and Grant Counties
- _____ Region 4: Hood River, Wasco, Sherman, Gilliam, Wheeler, Morrow, and Umatilla Counties
- _____ Region 5: Columbia, Clatsop, and Tillamook Counties
- _____ Region 6: Lincoln, Benton, and Linn Counties
- _____ Region 7: Marion, Polk, and Yamhill Counties

Please check one of the following:

- _____ Homeless or formerly homeless
- _____ Community member or provider:
 - _____ Direct Service, i.e. housing, supportive services
 - _____ Advocacy, i.e. political, peer-to-peer
 - _____ Funder, i.e. small donor, business member, foundation
 - _____ Landlord/potential landlord

Name of Individual or Organization: _____

Address: _____

Phone: _____ **Email:** _____

Contact person (if organization): _____

Please check one of the following:

- _____ Non-profit
- _____ For-profit
- _____ Government
- _____ Other: Please list: _____

Are you interested in serving on the Board of Directors or a Workgroup?

- _____ *Board of Directors*
- _____ *Coordinated Entry Workgroup: oversight of CE implementation; policy recommendations*
- _____ *HMIS Data Workgroup: data analysis/performance/evaluation/strategic planning*
- _____ *Veteran Services Workgroup: supporting ending veteran homelessness; by-name lists, housing*
- _____ *Runaway and Homeless Youth (RHY) Workgroup: supporting RHY work; engaging partners*
- _____ *Lived Experience Workgroup: advisory; information-sharing/gathering for strategic planning*

To participate in election of CoC Board members, general membership application forms must be submitted no later than 1 week prior to the annual in-person meeting to Jo Zimmer, Consultant/Coordinator, via email at jozimmer@comcast.net or regular mail: P.O. Box 2239, Albany, Oregon 97321.

Exhibit B

**OR-505 BOS CoC/Rural Oregon Continuum of Care (ROCC)
Board of Directors and Workgroup Member
Conflict of Interest Statement**

HUD prohibits CoC board members and collaborative applicant board members from “participating in or influencing discussions or resulting decisions concerning the award of a grant or other financial benefits to the organization that the member represents.”

I agree to promptly report to the Board Chair and Coordinator any possible conflicts (other than those disclosed below) that may develop through the course of my work as a Board member or Committee member on behalf of the ROCC.

_____ *I am not aware of any conflict of interest*

_____ *I have a conflict of interest in the following area(s):* _____

Signed: _____ *Date:* _____

Agency: _____