

BYLAWS OF THE NEW YORK CITY CONTINUUM OF CARE

This document outlines key operational components of the New York City Continuum of Care.

Version Updates	
Date Adopted	Changes Made
February 28, 2020	Adoption of new Bylaws to reflect changes in governance structure approved in 2019 by the Steering Committee.
May 22, 2020	Changes made to reflect refined processes outlined in the Governance Charter.

BYLAWS OF THE NEW YORK CITY CONTINUUM OF CARE

ARTICLE I ORGANIZATION

The name of the organization shall be the New York City Continuum of Care (NYC CoC). From here forward, NYC CoC can be referred to as ‘CoC’ or the ‘Continuum’.

ARTICLE II MISSION AND PURPOSE

Section 1: Mission

The mission of the NYC CoC is to provide a leadership role in local planning and coordination to prevent and eradicate homelessness in New York City, while effectively implementing the U.S. Department of Housing and Urban Development’s (HUD) Continuum of Care program.

Section 2: Purpose

The CoC is a broad-based coalition of housing and homeless service providers, persons with lived experience of homelessness, advocates, and government representatives who work together to shape citywide planning and decision-making around housing and homelessness. The CoC acts as a steward for HUD McKinney-Vento Homeless Assistance Grants in New York City.

The duties of the NYC CoC are to:

- a) Fulfill the responsibilities of the Continuum of Care outlined in 24 CFR 578.7 in an equitable, inclusive, and transparent way;
- b) Participate in the process of prioritizing local, state, and federal funding to promote community stabilization and prevent returns to homelessness;
- c) Coordinate citywide applications for homeless housing and service funding, including but not limited to, New York City’s annual application for HUD McKinney-Vento funding;
- d) Fulfill annual HUD-reporting requirements on behalf of New York City;
- e) Work together to maximize federal funding to meet the needs of homeless and at-risk New Yorkers;
- f) Streamline and improve the assessment, prioritization, housing matching, and placement system for homeless and at-risk households through a coordinated community-informed process;
- g) Review and monitor project and system performance to improve effectiveness, identify and fill gaps of service, and inform strategic decision making for the CoC;
- h) Identify the gaps in the system for persons experiencing homelessness and to focus resources and/or implement policies to address these gaps in New York City;
- i) Promote access to, and effective use of, mainstream programs to optimize self-sufficiency for persons who are homeless, at risk of homelessness or formerly homeless;
- j) Ensure that policies are housing first, fair, equitable, and free of bias;
- k) Minimize the trauma that homelessness causes among individuals, families, and communities by promoting trauma-informed, strength-based, and culturally sensitive best practices;
- l) Manage CoC planning activities with the Emergency Solutions Grant (ESG) recipient as a part of the Consolidated Plan.

ARTICLE III

GENERAL MEMBERSHIP

Section 1: Composition

General membership in the CoC shall be open to all persons or entities interested in the prevention and eradication of homelessness in New York City. It is inclusive of members of the public who submit a membership form. General members will submit a membership form annually to the CoC Lead Agency that provides contact information and indicates interest in membership and participation in committees.

Section 2: Participation

General members of the CoC are invited to attend and participate in bi-annual Open Public Meetings. General members are also able to participate in the ongoing business of committees, workgroups, sub-committees, etc. as described in Article VII.

Section 3: Meetings

The CoC Year begins on the first of January. The CoC will host quarterly Grantee Meetings and Bi-Annual Open Public Meetings. These meetings will be open to all members as well as the public. Unless otherwise specified by these Bylaws, all meetings of the CoC will be governed by Robert's Rules of Order.

Section 4: Resignation & Removal

Members may resign if they no longer wish to be involved in the CoC. If a member wishes to resign, they must notify CoC Lead Agency Staff via email.

CoC Membership may be revoked by a 3/4 vote of the Steering Committee in cases of gross misconduct. In such circumstances, the individual or entity is barred from membership for a term to be determined by the Nominating Committee. For membership to be reinstated, the individual or entity must demonstrate good intent and request reinstatement.

ARTICLE IV

STEERING COMMITTEE

Section 1: Purpose

The Steering Committee provides leadership and oversight to ensure the CoC carries out its mission and meets all HUD mandates and requirements. It is responsible for meeting the CoC objectives listed in Article II of these Bylaws by:

- a) Creating annual goals and objectives that advance the mission of the CoC;
- b) Providing direction and coordinating the efforts of CoC committees;
- c) Setting policy priorities;
- d) Communicating with the public and external stakeholders to build their understanding of the CoC and the solutions required to prevent and eradicate homelessness in NYC;

- e) Monitoring CoC grants and evaluating project performance;
- f) Voting on operation-focused matters. All votes tied to funding decisions and ranking priorities are made by the Independent Review Team (See Article VI).

Section 2: Responsibilities

Each Steering Committee Representative shall be responsible for:

- a) Attending all eight Steering Committee meetings and all four Advisory Council meetings;
- b) Designating an Alternate Representative (‘Alternate’) to fulfill the expectations and requirements of the elected member (i.e.: attending a Committee Meeting) in their absence. The Alternate Representative must be kept up to date on CoC business and be able to represent and speak on behalf of the primary seat holder, the organization they represent, and its constituents;
- c) Ensuring all votes cast are informed by their constituency or organization that they represent;
- d) Co-chairing or serving as an active member on at least one committee;
- e) Following-up and dedicating time outside of meetings to ensure Steering Committee and CoC business are carried out (i.e.: emails, conference calls, outreach, etc.);
- f) Communicating important NYC CoC policies, activities and decisions to their agencies and/or membership;
- g) Remaining up to date on current HUD rules, regulations, notices, and other guidance;
- h) Disclosing any conflicts of interest to the CoC Steering Committee Co-Chairs and abstaining from any votes where they find themselves in conflict. (see Article IX).

Section 3: Members

The business of the NYC CoC shall be managed by up to three Co-Chairs and a 17-member Steering Committee. Steering Committee members are elected for two-year, staggered terms. Steering Committee members shall sit on the Advisory Council. There is no limit to the number of terms a member can serve. The 17 members are as follows:

1. At-Large Members

There shall be **two** At-Large members on the Steering Committee. At-Large members bring a unique perspective of the larger community to the NYC CoC.

- a) Definition: An individual or entity that has a demonstrated interest in ending homelessness in NYC and has expertise in a specific area that will be of value to the NYC CoC.
- b) The following criteria would disqualify an individual from applying for At-Large membership:
 - i. Is employed by an organization that receives CoC funding.

2. Coalition Representatives

There shall be **four** Coalition representatives on the Steering Committee. Coalition members bring the perspective of those who deliver housing and/or services to homeless New Yorkers and communicate NYC CoC issues to their constituent providers and clients.

- a) Definition: A group of at least five organizations that has come together with a priority to advocate for services and/or needs of homeless or formerly homeless individuals and families. Coalitions must meet the following criteria:

- i. Employ a mechanism for new members to join;
- ii. Be an independent organization with its own system of governance, i.e., elected officers, board of directors/steering committee, bylaws;
- iii. Conduct meetings at least four times a year; and
- iv. Be actively engaged in planning and advocacy for individuals and families experiencing homelessness.

3. Government Representatives

There shall be **four** Government representatives on the Steering Committee. Government members bring the perspective of federal, state and local government that fund housing and/or services for homeless New Yorkers; improve interagency coordination to end homelessness; and disseminate information about the NYC CoC within their agency.

- a) Definition: A government agency applicant must meet the following criteria:
 - i. Has significant oversight of homeless services and/or housing programs in New York City; and
 - ii. Is employed by a New York City, New York State, or U.S. federal agency (excl. HUD).

4. Persons with Lived Experience

There shall be **four** persons with lived experience on the Steering Committee. Persons with lived experience are a voice of representation and advocacy on behalf of currently or formerly homeless individuals in New York City. These members provide valuable input and perspective to the CoC to ensure the work is collaborative and meets the needs of those currently experiencing homelessness or who are receiving services. They communicate decisions made by the CoC to currently and formerly homeless persons and encourage others with lived experience to participate in the CoC and work to end homelessness.

- a) Two seats are reserved for youth representation (ages 18-24) and two seats will be open for any individual (no age requirement) who has experienced homelessness.
- b) Definition: Applicants must meet the following criteria:
 - i. Be an individual who is currently or has formerly experienced homelessness in New York City.

5. Non-profit Organization Representatives

There shall be **three** non-profit organization representatives on the Steering Committee. Non-profit organization members offer perspective as an organization that provides housing and/or services to homeless or formerly homeless individuals and families in New York City; serve as a subject matter expert for a specific housing type and/or service model.

- a) Definition: Applicants must meet the following criteria:
 - i. Is a 501©3 currently funded by the CoC;
 - ii. Is an expert in permanent supportive housing, rapid rehousing, emergency shelter, transitional housing, street outreach, drop-in centers, or affordable housing;
 - iii. Has a structure in place, or plans to develop a structure, that includes individuals who are currently experiencing or have formerly experienced homelessness as involved participants in a board or policy-making body in the organization.

Section 4: Election Process

All Steering Committee members shall be elected for two-year terms. The terms will be staggered, allowing for half of the Steering Committee voting members to be re-elected each year. A Special Election to fill a vacant seat, for the remainder of its term, may occur as needed. There is no limit on the number of terms a member can serve.

Members found in good standing will be eligible for re-election following the end of their term. To remain in good standing, members or their designated Alternate must attend at least 75% of Steering Committee and Advisory Council meetings per year (at least nine of 12 meetings) and must adhere to the responsibilities outlined in Article IV, Section 1.

The following parties are eligible to vote in the annual Steering Committee election:

- One vote per CoC-funded organization and subrecipient
- One vote per Youth Action Board member
- One vote per Persons with Lived Experience Committee member
- One vote per current Steering Committee member

Any person eligible to vote under multiple categories shall not be entitled to more than one vote.

Section 5: Co-Chairs

The Steering Committee shall select a maximum of three Co-Chairs to preside over the Steering Committee. No more than two Co-Chairs shall be government representatives. One Co-Chair seat will be dedicated to the CoC Lead Agency and is not a part of the Co-Chair selection process.

The guidelines of Co-Chair roles and selection are as follows:

- a) Co-Chairs will be selected or re-confirmed annually by the Steering Committee. The CoC Lead Agency Co-Chair will identify nominees to be voted on as Co-Chair by the Steering Committee.
- b) There is no limit on the number of terms a Co-Chair can serve. New Co-Chairs are expected to commit to at least two years of service.
- c) Co-Chairs must meet the eligibility requirements of one category of Steering Committee membership, as described in Article IV Section 3. However, they are not required to be current elected members of the Steering Committee.
- d) Co-Chairs shall retain their vote if currently elected to serve on the Steering Committee. If a Co-Chair is selected from outside of the Steering Committee, they will not be a voting member. If the CoC Lead Agency is not represented among Steering Committee voting membership, they shall have the right to vote as Co-Chair.
- e) If ending their term, the Co-Chair(s) may carry out a transition period of up to nine months as Co-Chair Emeritus, during which the outgoing Co-Chair(s) might be asked to mentor incoming Co-Chairs and actively participate in committees or activities.
- f) If a Co-Chair leaves in the middle of their term, the remaining Co-Chair(s) and the Steering Committee have the discretion to call a special election to fill the vacancy for the remainder of that term.

Co-Chair responsibilities include, but are not limited to:

1. Ensuring that the CoC is working collectively and individually to meet the purposes of the NYC CoC;
2. Working with CoC Lead Agency staff on the HUD Continuum of Care Program Competition (NOFA);
3. Working with HMIS Lead staff on federal reporting, as required;
4. Representing the CoC at external meetings and events;
5. Setting the agenda for all meetings held by the CoC;
6. Calling for and presiding over Regular and Special Meetings;
7. Appointing members to the CoC Advisory Council;
8. Forming and maintaining diverse and balanced committees.

Section 6: Meetings

There will be a minimum of eight Steering Committee meetings each NYC CoC year. The meeting agenda and items subject to a vote shall be distributed to committee members via email no later than five business days prior to the scheduled meeting. Summaries of all meetings will be posted to the NYC CoC website once approved

Special meetings of the NYC CoC may be called by the Co-Chairs when it is deemed in the best interest of the NYC CoC or upon the request of 1/3 or more of the Steering Committee members. Notices of such meetings shall be sent out to all participating members via e-mail.

Section 7: Voting Procedure

Votes may be made through motions during Steering Committee meetings. Otherwise, they will be cast through electronic ballots via email. Votes may be conducted through electronic ballots when time-sensitive issues arise requiring a response before the next scheduled Steering Committee Meeting.

Proxy

If the Steering Committee Representative or their Alternate cannot attend a Steering Committee meeting, they can assign a Proxy for the meeting. Voting members must notify Co-Chairs in writing (via e-mail) if they have assigned a Proxy, at least 12 hours prior to the meeting. Proxies shall be valid only for the Steering Committee meeting indicated in the written notification.

Quorum

At Steering Committee meetings, each Voting Member shall be entitled to one vote per motion. More than half of the voting members must be present for a motion to be brought to vote during a Steering Committee meeting. If there is no quorum present, the motion is tabled until a quorum is reached.

For a motion to pass, more than half of the Steering Committee must vote in favor during meetings or via electronic ballot. In the event of a tie, a non-voting CoC Co-Chair shall have the determining vote. If there is not a non-voting Steering Committee Co-Chair, the Co-Chair of the CoC Advisory Council who is not a Steering Committee member shall have the determining vote.

Section 8: Removal and Resignation

All Steering Committee members will be reviewed and assessed at least annually by the Governance Committee for their compliance with the responsibilities enumerated in Article VI, Section 2. Any member found to be out of compliance will be notified in writing, by the Governance Committee. Reasons and recommendations for removal must be documented and submitted by the Governance Committee to the Steering Committee Co-Chairs for inquiry. After review, Co-Chairs may present the recommendation for removal to the Steering Committee for consideration. Members may be removed by a 3/4 vote of the Steering Committee at any meeting where quorum is present.

Grounds for removal include:

- i. Violation of the Code of Conduct, as described in the Governance Charter
- ii. Failure to disclose conflicts of interest (Article IX)
- iii. Chronic absences (Article IV, Section 4)

If a Steering Committee member wishes to resign, they must notify the Steering Committee Co-Chairs in writing.

In the event of resignation or removal of any member of the CoC Steering Committee, the Steering Committee has discretion to replace the removed member with another representative from the same organization or constituency represented by the removed member. Replacements will be made through appointment by the Steering Committee. If no such voluntary representative is available, the Steering Committee shall call for a special election or make an appointment from the general membership to fill the removed member’s unexpired term.

ARTICLE V

ADVISORY COUNCIL

Section 1: Purpose

The Advisory Council of the NYC CoC has the purpose of aligning systems and stakeholders in the collaborative pursuit of creating solutions to homelessness. The Council informs CoC membership of federal, state, and city policies, the operationalization of such policies, and their implications on the development and provision of housing and services for the homeless population in NYC. The Advisory Council will identify emergent needs, share best practices and initiatives, and identify areas of quality improvement to share with its stakeholders. Other goals of the Council are to guide the Steering Committee on the formulation of an annual strategic plan and to review system performance.

Section 2: Members & Appointment

The Advisory Council is an appointed body composed of strategic partners who offer unique perspectives and expertise needed to build upon established systems that aim to prevent and eradicate homelessness in New York City. These strategic partners will include, but are not limited to, persons with lived experience of homelessness, government, philanthropic, non-profit, and coalition representatives. Steering Committee members shall sit on the Advisory Council.

Council members are appointed by the Steering Committee Co-Chairs at the beginning of the CoC year. All Advisory Council members will be appointed for two-year, staggered terms. There is no limit on the number of terms a Council member can serve.

Section 3: Co-Chairs

Two Co-Chairs will preside over the Advisory Council. One Co-Chair seat will be dedicated to a Steering Committee Co-Chair, and the other seat will be dedicated to the membership of the Council. Both seats will be appointed by the Steering Committee.

The guidelines of the Advisory Council Co-Chair role are as follows:

- a) Co-Chairs are appointed for two-year, staggered terms. There is no limit to the number of terms a Co-Chair can serve.
- b) Advisory Council Co-Chairs must have demonstrated experience and leadership in homelessness and housing over the last five years in New York City.
- c) If a Co-Chair leaves in the middle of their term, the Steering Committee has the discretion to appoint an alternative representative to fill the vacancy for the remainder of that term.

Responsibilities of Advisory Council Co-Chairs include, but are not limited to:

1. Ensuring that the Advisory Council is working collectively and individually to meet the purposes of the NYC CoC;
2. Calling for and preside over Council Meetings;
3. Setting agenda for Council meetings;
4. Assessing membership of the Advisory Council and make recommendations to the Steering Committee to fill gaps in community representation;
5. Staying current on federal, state, and local housing and homelessness policy initiatives;
6. Representing the CoC at external meetings and events; and
7. Attending additional meetings, as necessary.

Section 4: Meetings

The Advisory Council meets quarterly each year. All Council members are expected to attend each quarterly meeting. Depending on the meeting's topic, additional stakeholders may be invited by the Council Co-Chairs to attend. The agenda for Advisory Council meetings shall be distributed no later than five business days prior to the scheduled meeting. Executive Summaries of all meetings shall be made publicly available no later than two weeks following approval.

Section 5: Resignation

In the event of resignation of any member of the Advisory Council, the CoC Steering Committee Co-Chairs shall make reasonable efforts to replace the member with another representative from the same organization or constituency represented by the removed member. If no such voluntary representative is available, the Steering Committee Co-Chairs have the discretion to appoint an alternative representative to fill the vacancy for the remainder of that term.

ARTICLE VI INDEPENDENT REVIEW TEAM

Section 1: Purpose

The Independent Review Team (IRT) is a body that carries out all votes in which Steering Committee members find themselves in conflict, as defined in Article IX. The IRT serves as a mechanism to ensure strategic decision-making is objective in the CoC. All votes and decisions surrounding funding and ranking priority for the CoC are made by the IRT. Decisions made by the IRT shall be informed by Steering Committee policy priorities and will be explained to the Steering Committee after votes are made by the IRT, through a process established in the Governance Charter.

Section 2: Members

Members of the IRT are selected by the Steering Committee annually. The IRT is composed of a mixture of Steering Committee members and stakeholders from the broader homeless and housing fields to ensure the group represents diverse and informed perspectives. Members must have an understanding of HUD CoC Regulations, NYC CoC policy priorities, and must commit to reading relevant documents (e.g. HUD NOFA) before voting.

The following conflicted stakeholders **shall not** serve on the IRT:

1. Employee of agency that receives competitively awarded CoC funds directly or as a subrecipient
2. Coalitions that currently represent CoC funded agencies or projects
3. Government or at-large agencies that currently fund CoC projects
4. Consumers who receive subsidized housing and/or services from a CoC project

Section 3: Operations

The IRT meets throughout the CoC Year, as deemed necessary by the Steering Committee. The Steering Committee shall inform the IRT of CoC policy objectives and vision at least annually. There shall be a continuance of communication between the Steering Committee and IRT to ensure that decisions are well informed. The Collaborative Applicant Co-Chair will act as a liaison between the Steering Committee and IRT and attend IRT meetings. The IRT will meet annually during the CoC Program Competition (NOFA) to determine the ranking priority of new and renewal projects. Prior to this meeting, they shall meet with the Steering Committee to conduct an analysis that will inform guiding principles for ranking projects in the NOFA.

ARTICLE VII COMMITTEES

Section 1: General Guidelines and Principles

The following governing principles will apply to all standing, special, and support committees (hereafter referred to as “committees”):

A. Co-Chairs

- i. All committees will have a minimum of two and maximum of three Co-Chairs. At least one of the Co-Chairs must be a voting member of the Steering Committee.
- ii. Committee Co-Chair contact information shall be available on the NYC CoC website.

B. Membership

- i. Co-Chairs may determine an appropriate size and selection process for membership in their respective committee.
- ii. Committee composition must remain balanced and have diverse representation across Continuum membership. Committee members are not required to be voting members of the Steering Committee.
- iii. Committee Co-Chairs shall conduct an annual review of standing, special, and support committee membership to ensure a composition that represents persons from various constituencies is maintained. This review must include an assessment of member participation to ensure active committee membership. Results from this review will be shared with the Steering Committee.

C. General Expectations

- i. All committees must maintain meeting summaries that capture critical issues and decisions discussed in each meeting. These summaries will be posted to the NYC CoC website once approved.
- ii. Participation, attendance policies, and purpose shall be determined by each committee, sub-committee, or workgroup, as outlined in the Governance Charter.

D. Formation

- i. A vote of the Steering Committee is required to create a new committee. When a new committee is established, the Steering Committee must appoint a Co-Chair from Steering Committee membership. The remaining Co-Chair seat(s) do not require a Steering Committee vote for approval. The remaining Co-Chair seat(s) may be filled by recommendation of the appointed Co-Chair and committee membership. Committees must inform the Steering Committee, in writing, of Co-Chair appointments made.
- ii. Committee Co-Chairs must establish a structure for the orientation of new committee members to ensure each participant understands the committee's purpose, structure, and function.
- iii. Committee Co-Chairs may establish workgroups or sub-committees to carry out specific duties that advance the purpose of the committee. A workgroup may be created to conduct a defined set of activities over a specific period of time. A sub-committee may be created to conduct ongoing work that supports the mission of the standing committee.

E. Disbandment

- i. A vote of the Steering Committee is required to disband a committee.
- ii. A vote to disband a committee may come at the recommendation of the Steering Committee or Committee Co-Chairs.
- iii. Sub-committees and workgroups of standing committees may be disbanded, as needed, by Committee Co-Chairs.

- iv. Disbandment may be recommended due to shifting policy priorities, fulfillment of intended purpose, or larger concern over the performance of the committee.

Section 2: Standing Committees

Under the Steering Committee's guidance, standing committees are responsible for carrying out the business of the CoC to meet the duties described in Article II. The committees are as follows:

1. Coordinated Assessment and Placement System (CAPS) Committee

The CAPS Committee is the governing body of CAPS in New York City and is the Coordinated Entry Policy Oversight Entity, authorized by the NYC CoC to oversee implementation and evaluation requirements of the Coordinated Entry system. This committee is supported, in part, through the activities of the following established entities:

- a. **By Name List (BNL) Referral and Placement Sub-Committee:** To address highly vulnerable clients who may not be well-served by our current system, Coordinated Entry (CE) convenes a regular workgroup to address the barriers to referral and placement for select clients on the BNL.
- b. **Continuous Systems Improvement (CSI) Sub-Committee:** This committee works closely with the NYC Department of Social Services, the evaluation entity, in the planning of the annual CE evaluation and the identification of policy and process improvements.
- c. **Expansion Workgroup:** The purpose of this committee is to ensure all CoC and ESG-funded projects are fully integrated into CAPS.
- d. **Systems Workgroup:** The purpose of this committee is ongoing development of CAPS, through a community driven process, to further the goals of system integration, data sharing, and building efficiencies that will lead to expedited placement of the most vulnerable homeless households.

2. Persons with Lived Experience Committees

Persons with lived experience of homelessness are a voice of representation and advocacy on behalf of currently or formerly homeless individuals in New York City. These members provide valuable input and perspective to the CoC to ensure our work is collaborative and meets the needs of those currently experiencing homelessness or receiving services. They communicate decisions made by our CoC to currently and formerly homeless persons and encourage others with lived experience to participate in the CoC and work to end homelessness. Persons with lived experience of homelessness are integrated into the work of the CoC through the following established entities:

- a. **Persons with Lived Experience Committee:** Committee for all currently or formerly homeless persons in New York City.
- b. **Youth Action Board:** Committee for all currently or formerly homeless youth and young adults in New York City.

3. Performance Management Committee

The Performance Management Committee is responsible for monitoring CoC project and system performance. This committee is supported, in part, through the activities of the following established entities:

- a. **Evaluation Workgroup:** The purpose of the Evaluation Workgroup is to review, manage, and provide guidance to the CoC Lead Agency to conduct the annual CoC Evaluation and to address the areas where the NYC CoC can meet and exceed HUD standards.
- b. **Data Management Workgroup:** The purpose of the Data Management Workgroup is to provide compliance oversight to the Homeless Management Information System (HMIS) standards as set by HUD and the NYC CoC.
- c. **Performance and Quality Improvement Sub-Committee:** The Performance and Quality Improvement (PQI) Sub-Committee is responsible for overseeing the annual performance and quality improvement process.

4. Income Access Committee

The Income Access Committee is responsible for coordinating resources and opportunities for programs to increase income for clients. This committee is supported, in part, through the activities of the following established entities:

- a. **SOAR Workgroup:** The SOAR Workgroup spreads awareness of the SSI/SSDI Outreach, Access, and Recovery (SOAR) program and works directly with the SOAR Technical Assistance Center to train case managers in the community.

Section 3: Special Committees

Special Committees are created by the Steering Committee in response to shifting policy and population priorities, established by the CoC or HUD. These committees are intended to focus on a topic or population that is of urgency and will be formed for a definitive length of time. The Steering Committee will assess the need for Special Committees on at least an annual basis and will vote to create or disband committees accordingly.

Section 4: CoC Support Committees

The following committees are responsible for providing ongoing administrative and strategic support to the Continuum, and meet as needed:

1. Governance Committee

The Governance Committee shall coordinate the CoC election processes, monitor and evaluate Steering Committee governance structure, and review the CoC governing documents annually.

2. Grievance Committee

The Grievance Committee shall arbitrate issues of concern amongst the Continuum and ensure that there is a fair and accessible process for filing a grievance with the NYC CoC, as outlined in Article IX.

ARTICLE VIII APPOINTED ENTITIES

Section 1: CoC Lead Agency/Collaborative Applicant

The Steering Committee votes annually to appoint the CoC Lead Agency. This is finalized through a Memorandum of Understanding (MOU) between the CoC Steering Committee and the chosen entity. The CoC Lead Agency shall be the Collaborative Applicant for the annual Continuum of Care Program Competition and any other HUD funding opportunities on behalf of the NYC CoC.

The CoC Lead Agency shall be responsible for the following duties on behalf of the Continuum:

- a) Coordinate and manage the annual HUD Continuum of Care Program Competition (NOFA) application through a collaborative process. These activities include but are not limited to:
 - Completing the Collaborative Application;
 - Developing application for CoC Program Planning funds, monitoring spending of such funds, submitting APRs and other reports as required;
 - Establishing priorities for funding new projects in the CoC geographic area in collaboration with the Steering Committee;
 - Overseeing new project application solicitation and selection process;
 - Conducting annual renewal project training;
 - Designing and operating a process to review and approve renewal project applications to be included in the final Priority Listing;
 - Managing the operation of the Independent Review Team (IRT) to establish ranking priority for project applications (See Article VI);
 - Educating current and potential grantees on NOFA project application process;
 - Establish local competition deadline;
 - If engaged, coordinating with consultants hired by the Collaborative Applicant.

- b) Manage day-to-day operations of the Continuum. This includes but is not limited to:
 - Acting as Secretary of the Steering Committee and Advisory Council by taking and maintaining minutes and attendance records;
 - Coordinating and staffing CoC Advisory Council, Grantee, Open Public, and Steering Committee meetings;
 - Providing administrative and logistical support as needed to all CoC committees;
 - Cultivating a strategy to expand the membership base of the Continuum;
 - Monitoring the performance of CoC recipients and subrecipients, evaluating outcomes and compliance, and taking corrective action to improve performance when needed;
 - Overseeing the annual Steering Committee election and other elections as needed;
 - Informing the CoC of HUD policies and priorities, best practices, and national or state-wide initiatives;
 - Coordinating special initiatives and representing the CoC in other community initiatives, as appropriate;
 - Liaising with the HUD Field Office around the overall CoC Portfolio, specific grant issues, and HUD policies.

- c) Manage all contracts funded by CoC Planning Grant.
- d) By the direction of the Steering Committee and Advisory Council, apply for and receive other federal funding grants.

Section 2: HMIS Lead

The Steering Committee votes annually to appoint the CoC HMIS Lead Agency. This is finalized through a Memorandum of Understanding (MOU) between the CoC Steering Committee and the chosen entity.

The HMIS Lead Agency responsibilities include, but are not limited to:

- a) Preparing and submitting to HUD the following reports on behalf of the NYC CoC:
 - Point-in-Time (PIT) Count Submission
 - Housing Inventory Count (HIC) Submission
 - Longitudinal Systems Analysis (LSA) / Annual Homeless Assessment Reports (AHAR)
 - System Performance Measures (SPM)
 - Consolidated Annual Performance and Evaluation Report (CAPER)
- b) Overseeing HMIS user agency adherence to the privacy, security, and data quality plans established in the HMIS Policies & Procedures;
- c) Ensuring consistent participation of recipients and sub-recipients in the HMIS Data Warehouse;
- d) Verifying that the HMIS Data Warehouse is administered in compliance with requirements prescribed by HUD;
- e) Monitoring data quality of Contributing HMIS Organizations and providing technical assistance, when needed, to improve report accuracy;
- f) Organizing HMIS trainings on at least an annual basis;
- g) Securing signed HMIS Participation Agreements, requiring compliance with HMIS Policies & Procedures from Contributing HMIS Organizations;
- h) Maintaining a service contract that administers the NYC Data Warehouse;
- i) Providing programmatic related technical assistance to providers as needed;
- j) Managing all contracts funded through HMIS project funding;
- k) Renewing HMIS grant in annual NOFA.

ARTICLE IX

CONFLICT OF INTEREST & GRIEVANCES

A. Conflict of Interest and Disclosure

Steering Committee members and their alternates must annually sign a Statement of Disclosure to affirm they have reviewed the conflict of interest policy and to disclose any interest under the purview of the Continuum of Care.

NYC CoC Steering Committee members may not participate in, or influence discussions resulting in, decisions concerning the award, reduction, or elimination of a grant or other direct financial gain to the organization that the member represents. They may still answer questions posed by another member or participant during a discussion, however they must abstain from voting.

If a matter arises which places a member in a conflict of interest situation or a potential conflict of interest situation, that member will notify the NYC CoC Steering Committee Co-Chairs and abstain from voting. If a member does not disclose a conflict prior to voting on a conflicted matter, this constitutes grounds for removal.

B. Grievances

CoC-related grievances will be discussed by the Grievance Committee. Grievances for matters unrelated to CoC business will not be review by the Committee and will be redirected to the appropriate avenue. The Grievance Committee will make recommendations to the Steering Committee Co-Chairs, who will render final and binding decisions. Co-Chairs must recuse themselves from the process if a grievance involves either an agency or issue that they are directly involved in. The Grievance policy for the NYC CoC can be found in Part VII, Chapter I of the Governance Charter.

ARTICLE X

AMENDING THE BYLAWS

The Governance Committee will monitor the need biennially for changes to the bylaws and propose the content of such changes for consideration by the Steering Committee. Potential amendments to the NYC CoC Bylaws must be submitted in writing to the Governance Committee. Such requests must be presented at a NYC CoC Steering Committee meeting within three months of the requested amendment. The vote to adopt proposed amendments will take place at the Steering Committee meeting following the presentation of the proposed amendment(s). Members will be notified via the NYC CoC e-mail at least three days in advance of any vote to amend the bylaws. Proposed amendments to the NYC CoC Bylaws must be approved by more than half of all Steering Committee voting members.