

## **HOUSING OPPORTUNITIES ACTION COUNCIL**

### **GOVERNING BOARD CHARTER**

**Adopted** 03-30-16

**Revised and Reviewed** 01-25-2017

In 2009, the Ten Year Plan Steering Committee published an inaugural Ten-Year Plan to Address Issues Surrounding Housing and Homelessness in Benton County, Oregon (TYP). Since then, a collection of service agencies and community stakeholders—identified as the Homeless Oversight Committee—have continued meeting to move work forward.

Beginning in January 2016, this collection of interested and motivated stakeholders will be referred to as the Housing Opportunities Action Council (the Council, or HOAC). The HOAC is comprised of all cooperating agencies and all others interested in participating in its activities.

This Charter is intended to coordinate collaboration and to advise actions ultimately taken by the cooperating agencies and entities. The Charter is not intended to create a new legal entity or to delegate the policymaking or regulatory authority of the cooperating agencies or entities to the Council or Governing Board. The Council created by this Charter may not independently enter into contracts, take legal action, or direct the entities and agencies represented on the Council to take any action on behalf of the Council.

### **ARTICLE I—NAME and LEAD ADMINISTRATOR**

**Section 1:** The name of the decision-making body of the Housing Opportunities Action Council shall be the Governing Board, which serves as the body charged with managing and implementing activities and initiatives addressing issues surrounding housing and homelessness in Benton County. The Governing Board assumes responsibility for identifying priorities and updating, editing, or modifying the TYP as necessary and appropriate.

**Section 2:** A Lead Administrator for the HOAC and its Governing Board shall be identified to serve as the backbone organization for HOAC. Role outlined in Operating Policies. Responsibilities outlined in contract.

### **ARTICLE II—COMMON AGENDA, PURPOSE AND GUIDING PRINCIPLES**

**Section 1: Common Agenda.** The Governing Board is a cross-section of community partners in the county with the common agenda of working collectively to ensure everyone, regardless of family situation, has a decent, safe, and affordable place to call home. The Governing Board is charged by cooperating agencies and interested stakeholders with advocating, organizing, and achieving the following four overarching outcomes:

- ✓ Provide prevention and supportive services to prevent persons from becoming homeless.
- ✓ Enable those who are homeless to move into and remain in a stable housing situation and maximize their self-sufficiency. This may include limited emergency services including shelter, rental housing, and pathways to home ownership.
- ✓ Provide support for services aimed at harm reduction.
- ✓ Establish priorities for achievement of these outcomes

**Section 2: Statement of Purpose.** The Ten Year Plan is a long-range, comprehensive plan to help chronically homeless individuals and non-chronic homeless individuals return to healthy and stable lives in permanent housing. The Governing Board's purpose, in implementing the TYP, is development and support of a coordinated system of services designed to maximize resources and to ensure that individuals and families in the service area receive the support they need to secure and

maintain a safe and affordable home. The Governing Board will perform its work in compliance with applicable regulations.

**Section 3: Guiding Principles.** The Governing Board shall operate under the following guiding principles in fulfilling the vision, mission and outcome goals of the Ten Year Plan:

- There are several places where functions and organizations cross, providing opportunities for systems alignment and coordination.
- We will strive to create community-specific strategies, since needs and programs differ across neighborhoods and communities.
- We respect and value our existing relationships and will seek to expand our partnerships and build new relationships.
- The Collective Impact Model will guide our actions including the five core components; common agenda, shared measurement, mutually reinforcing activities, continuous communication and backbone support.
- We seek to create a collaborative system of services that is inclusive and transparent with processes and procedures that are streamlined as much as possible.
- Our governance model will evolve over time, and will be evaluated annually, and adjusted to strategically meet outcomes.

### **ARTICLE III—SERVICE AREA AND APPROACH**

**Section 1: Service Area.** The Ten Year Plan serves Benton County.

**Section 2: Approach.** The HOAC Governing Board is committed to improving the overarching outcomes by using the Collective Impact approach.

1. **Common Agenda:** Establishing and guiding the shared vision and strategies for change and building the public will for change;
2. **Shared Measurement:** Establishing shared measurement practices, collecting data and measuring results consistently;
3. **Mutually Reinforcing Activities:** Supporting differentiated yet coordinated and aligned activities toward achieving the common agenda;
4. **Continuous Communication:** Consistent and open communication which includes building public will; and
5. **Backbone Support:** Staff that coordinates and facilitates the initiative and coordinates cross sector partner efforts.

### **ARTICLE IV—GOVERNANCE STRUCTURE**

The governance structure of the HOAC will include the following components:

- 1) Cooperating Agencies
- 2) Governing Board and its Standing Committees
- 3) Coordinated Delivery Teams
- 4) Ad hoc work groups

### **ARTICLE V—LEAD ADMINISTRATOR**

A Lead Administrator will serve as the fiscal agent and backbone organization for the HOAC. Its role and responsibilities will be referenced in Operating Policies and articulated in its contract.

## **ARTICLE VI—DECLARATION OF COOPERATION**

Cooperating agencies agree to work together, in a collaborative model, to implement identified strategies in support of the HOAC. Cooperating Agencies will be instrumental to the HOAC in developing an ongoing, transparent communication plan and shared tracking and evaluation of outcomes, and participate in standing committees and workgroups where appropriate.

Cooperating Agency representatives will nominate candidates for the inaugural Governing Board. They will also be eligible to request letters of support from the Governing Board in support of funding application (which will be forwarded for recommendation by the Funding Coordination Team, in a transparent manner).

A Declaration of Cooperation has been created to document the agreement and commitment of the cooperating organizations.

## **ARTICLE VII—GOVERNING BOARD**

**Section 1: Membership.** The Governing Board will consist of up to twenty-five (25) members:

**At Large:** up to ten (10) at-large members, nominated and elected by Cooperating Agencies, consisting of individuals representing any of the identified sectors (Basic Needs Services, Business Association(s), Education, Faith Community, Health [physical, behavioral, oral] Services, Homeless Advocacy, Housing / Housing Development Services, Law Enforcement, Senior Services, Social Justice, Veterans' Services, Workforce Development, and Youth Services;

**Standing Positions—Service Agencies:** eight members, one from each of the following organizations: CARDV, Community Outreach, Corvallis Daytime Drop-in Center, Corvallis Housing First, DHS, Jackson Street Youth Services, Linn-Benton Housing Authority, and Willamette Neighborhood Housing Services;

**Standing Positions—Policy & Advocacy Organizations:** seven members from each of the following organizations: Benton County, City of Corvallis, Benton Community Foundation, Community Services Consortium, Oregon State University, Samaritan Health Services, United Way of Benton & Lincoln Counties.

**Co-Chairs:** one elected City official, or appointed delegate, and one elected County official, or appointed delegate, will serve as ex-officio members and together Co-Chair the Governing Board.

If an organization identified to fill a standing position on the Governing Board is awarded the Lead Administrator contract, that organization will refrain from filling that position on the Governing Board for the duration of the contract.

**Section 2: Nominations and Appointments.** The initial board was selected through a nomination process and elections conducted by ballot. Subsequent board members for the sector positions will be recruited by HOAC cooperating agencies based on identified sector. Selection will be made by the Governing Board with consideration for needs of the Board. The fifteen organizations with standing positions will appoint their own representatives to the Board; those appointed should have key decision-making responsibilities within their organizations.

**Section 3: Alternates.** As continuity is important, the use of alternates is discouraged, however, when necessary, any organizations with standing positions may use alternates. These alternates should ideally be identified in advance, should be fully briefed and able to represent the organization during decision making.

**Section 4: Length of Service.** Initial members who represent at-large positions and the fifteen standing positions will serve for staggered terms as follows: 1/3 will rotate off in two years, 1/3 in three years and 1/3 in four years. All future members who represent the at-large positions and thirteen sectors will serve for a term of three (3) years. The terms of the organizational standing position members will be determined by each organization, with finite term limits.

## **Section 5: Roles and Responsibilities of the Governing Board**

- Ensure the vision and mission of the HOAC
- Provide fiscal oversight
- Provide oversight to standing committees and coordinated delivery teams
- Foster cross-sector alignment and integration
- Oversee the implementation of the HOAC (TYP) plan, identify specific priorities, and monitor actions to ensure outcomes
- Set priorities for achievement of outcomes

**Section 6: Meetings, Quorum.** On an annual basis the Board will establish a schedule of regular meetings. Special meetings will be called as needed. Attendance at meetings may be in person, by call-in or by real-time video. When members participate remotely, their presence will count toward a quorum. The quorum necessary to make final decisions will be 51% of the Governing Board Members.

**Section 7: Notice.** All members shall be given written (including e-mail) notice of time, date, location and purpose of the meeting at least 3 days before a regular Governing Board Meeting and a written (including e-mail) or verbal notice one day before a special meeting.

**Section 8: Stipends.** Stipends for costs associated with attendance are not provided.

**Section 9: Officers.** The Governing Board will have two co-chairs, who will facilitate the Board meetings, vote in cases of a tie, and serve on the Leadership Committee.

**Section 10: Removal of Board Members.** A Member may be recommended for removal by the Leadership Committee and removed from the Board by a super-majority vote (75%) of the membership then in office. A member may be removed for the following reasons: being convicted of a felony; for conduct detrimental to the ability of the Board to effectively conduct business; or for missing three (3) consecutive meetings or for three (3) unexcused absences during one fiscal year (July 1 to June 30). Such instances of absenteeism shall be reported by the chair to the Member by written notification. The Leadership Committee shall make its recommendation for removal to the Board only after notifying the Member and after making informal attempts to remedy any situation involving detrimental conduct.

## **Section 11: Standing Committees of the Governing Board**

Membership, management, and other duties of each committee are outlined in Operating Policies. Coordinated Delivery Teams and/or other ad hoc work groups will be defined as needed in Operating Policies.

**Leadership Committee:** meets in between the general board meetings. Their duties include: debriefing the past board meeting and planning the agenda for the upcoming meeting, and making recommendations to the full Board as needed.

**SMART Team:** monitors progress on HOAC goals; ensures outcomes align with strategic objectives. Chair of SMART Team shall be a member of the Leadership Committee.

**Funding Coordination Team:** ensures accurate financial information is available to the Governing Board. Chair of Funding Coordination Team shall be a member of the Leadership Committee.

## **ARTICLE IX—DECISION MAKING**

The Governing Board will strive for modified consensus in all of its decision-making. Functional definitions and parameters are outlined in Operating Policies.

### **Agenda, Absent Meetings, Meeting Summary**

Items requiring a formal decision will be noted on the agenda. Absent group members are invited to provide their input for group consideration in advance of the meeting they will miss.

Highlights of the discussion leading to a decision; the decision; and any minority opinions will be included in the meeting summary.

### **ARTICLE X—STANDARD OF CONDUCT**

**Section 1: Confidentiality.** All individual client information obtained by the Lead Administrator, Board members, members of working/advisory group, subcontractors or partners will be treated as confidential, and shall not be divulged without the written consent of the client, the responsible parent of a minor child, or his or her guardian except as required under mandatory reporting guidelines. Disclosure of information in summaries, statistical or other form, which does not identify specific individuals is allowed. The use or disclosure of information concerning clients shall be limited to persons directly connected with the delivery of HOAC programs and initiatives. The Governing Board, primary service providers and subcontractors will share information as necessary to effectively serve HOAC clients. Board members will be required to annually sign the HOAC Confidentiality form.

**Section 2: Conflict of Interest.** Members need not disclose that as representatives of their respective organizations, the Members' primary responsibility and loyalty is to the organization the members represent, rather than the HOAC Governing Board.

**Section 3: Personal Conduct.** Members shall conduct themselves in a manner calculated to avoid damaging the reputation and good name of the HOAC.

### **ARTICLE XI—DURATION AND MODIFICATION OF THIS CHARTER**

Any amendments to the Charter shall be approved by 75% of Cooperating Agencies. Written notice of the proposed amendment shall be given in the agenda for the meeting. Review and revision of this Charter shall take place annually on a schedule adopted by the Governing Board.