

Draft HPSC Governance Charter

September 4, 2026

We are sharing the attached draft Governance Charter for the Marin County Continuum of Care (CA-507) for consideration by the Homeless Policy Steering Committee. The draft document is the product of over a year of work by an ad hoc committee that considered and debated every provision. Alongside the draft charter you will find committee comments explaining the proposed changes and their rationale.

We'll give a brief overview of the charter at the upcoming HPSC meeting on **September 9 at 3:00 PM**. A more in-depth presentation will follow at an information session via Zoom, tentatively scheduled for **October 14 at 3:00 PM** — please watch the HPSC listserv for a confirmed time and Zoom link.

We expect to vote on a final draft of the Governance Charter at the **November 18, 2026 HPSC Quarterly Meeting**.

Proposed Provision	Committee Comments
Article I: Overview The Marin County Continuum of Care (CoC) is the county’s coordinated planning body responsible for leading a unified response to homelessness. Through strategic leadership, collaboration, and data-driven decision-making, the CoC works to prevent and end homelessness and ensure access to safe, stable housing for all Marin County residents. The CoC brings together public agencies, nonprofit providers, people with lived experience, and community stakeholders to design and strengthen a homeless response system that is equitable, person-centered, and outcome-focused. Geographic Area and Populations Served The Marin County CoC serves all jurisdictions within Marin County, including incorporated cities, towns, and unincorporated areas. The CoC coordinates housing and services for individuals and families experiencing homelessness or at imminent risk, including older adults, families with children, transition-age youth, veterans, survivors of domestic violence, and individuals living with disabling health conditions. In a community where high housing costs and economic disparities limit access to stable housing, the CoC works to ensure equitable access to services and clear pathways from crisis to permanent housing stability. Governance The Homeless Policy Steering Committee (HPSC) serves as the governing body of the CoC. The HPSC sets strategic direction, establishes system-wide policies, oversees performance, and ensures accountability to federal, state, and local requirements. Through transparent and inclusive governance, the HPSC advances a homeless response system grounded in dignity, equity, and measurable results.	<i>The new Article I replaces the old Articles I and II by modernizing and consolidating them into a single, streamlined overview that reflects the CoC’s current purpose, scope, and governance structure within Marin County.</i>

Article II: Continuum of Care (CoC) Membership

Purpose of CoC Membership

CoC Membership forms the broad, inclusive body of stakeholders who participate in planning, coordination, and oversight activities to prevent and end homelessness in Marin County. Members help inform system priorities but do not serve as the formal decision-making board unless separately appointed to the HPSC.

Eligibility for CoC Membership

CoC Membership is open to any individual or organization that meets the following criteria:

1. **Residency or Operational Presence**
 - Resides in Marin County, works in Marin County, or operates programs, services, or activities in Marin County related to homelessness or its root causes.
2. **Professional or Personal Commitment**
 - Demonstrates a professional interest in, or a personal commitment to, addressing and ending homelessness.
3. **Code of Conduct Compliance**
 - Agrees to comply with the CoC's Code of Conduct and its participation standards.

Rights and Responsibilities of CoC Members

CoC Members may:

- Attend HPSC meetings (non-voting unless otherwise specified)
- Participate on committees, subcommittees, or workgroups
- Contribute to planning, needs assessments, gaps analyses, system evaluation, and community engagement efforts
- Receive CoC membership communications, notices, reports, and meeting materials

CoC membership does **not** confer voting rights on the HPSC.

Enrollment and Maintenance of Membership

- Membership is open year-round.
- Individuals and organizations become members by completing a CoC membership form.
- The Collaborative Applicant or its designee maintains the membership roster.
- Continued membership requires adherence to the Code of Conduct.
- Members may be administratively removed from the active roster if:

Article II was added to clearly distinguish general CoC membership from HPSC membership. The previous charter blended these concepts, creating confusion about who participates broadly in CoC activities versus who serves on the governing board. This new article defines CoC membership as an open, inclusive way for community stakeholders to engage in planning, coordination, and systems work without holding formal decision-making authority.

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○ The member does not respond to two consecutive requests to confirm continued membership interest ○ The CoC receives returned or undeliverable communications indicating invalid contact information, or ○ The member requests voluntary removal. • Members may be removed for cause for repeated or serious violations of the CoC Code of Conduct. Readmission following removal for cause may occur only upon a majority vote of the Homeless Policy Steering Committee, which may impose conditions on reinstatement, including but not limited to participation requirements, corrective actions, or other terms deemed necessary to ensure compliance with the Code of Conduct and effective participation in CoC activities. Public Invitation to Join The CoC will issue at least one public invitation for new members annually, consistent with HUD requirements. Outreach will encourage participation by a diverse range of stakeholders, including persons with lived experience of homelessness, public agencies, nonprofit organizations, underserved communities, and other interested parties.	

Article III: HPSC Structure and Representation

Role of the HPSC

The Homeless Policy Steering Committee (HPSC) serves as the governing board of the Marin Continuum of Care (CoC). It is responsible for fulfilling HUD-required CoC governance functions, establishing system-wide policies and written standards, overseeing performance, guiding planning and funding prioritization, and ensuring accountability across the homeless response system.

Composition and Seat Types

A. Organizational Seats (Default)

Except where expressly noted, HPSC seats are held by **organizations**, not individuals. Organizations must designate:

- one primary representative, and
- one alternate

B. Consumer Representative Seats (2 Seats)

Two HPSC seats are held by **individuals** with:

- current or past lived experience of homelessness in Marin County, preferably recent

These seats:

- are held by individuals (not organizations),
- are filled through the standard election process.

Appointed vs. Elected Seats

A. Appointed Seats (Not Elected)

Seats are appointed when only **one eligible entity** exists in the sector.

These entities appoint their own representative:

- County Board of Supervisors
- Marin County Council of Mayors & Councilmembers
- Marin Housing Authority (sole PHA)
- Marin County Health & Human Services
- Marin County Probation Department
- Public Defenders Office
- Marin County Lived Experience Advisory Board
- Youth Advisory Board

Appointed members must comply with all eligibility and conduct requirements.

B. Elected Seats

All other HPSC seats are filled through an open election following Election Committee review.

Articles III, IV and V work as a group to define:

- *HPSC Structure and Representation (Article III)*
- *Eligibility Requirements and Terms of Service for HPSC Membership (Article IV), and*
- *Selection, Appointment and Removal of HPSC members.*

This Article III:

- *Updates and clarifies the structure of the HPSC by defining the different types of seats, establishing limits to prevent overrepresentation, and ensuring the board reflects a full range of community and system partners.*
- *It introduces a clear distinction between organizational seats and individual Consumer Representative seats, and formalizes which seats are elected versus appointed.*
- *It also provides a detailed list of*

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Areas of Representation The HPSC strives to include representation from the following sectors, systems, and constituencies: 1. Elected Officials 2. County Health & Human Services 3. Community Development 4. Public Housing Agency 5. Community Funder / Philanthropy 6. Consumer Representatives (2 seats) 7. Domestic Violence Service Provider 8. Faith-Based Organization 9. Affordable Housing Developer 10. Law Enforcement 11. Probation 12. Public Defender's Office 13. Homeless Service Providers 14. Homeless Housing Providers 15. School Districts / Education Sector 16. Business Community 17. Healthcare / Hospitals / Medical Systems 18. Veterans Services 19. Employment Services / Workforce Development 20. Regional Representative 21. Youth Representative 22. Older Adults / Aging Services 23. Homelessness Prevention 24. Access and Functional Needs Representative 25. Marin County Lived Experience Advisory Board (MC-LEAB) 26. Youth Advisory Board	<i>required areas of representation so the board better reflects the diversity of systems, populations, and expertise needed for effective governance—addressing several structural gaps in the previous charter.</i> • <i>New appointed seats are added for the Public Defenders Office, the Marin County Lived Experience Advisory Board (MC-LEAB), and the Youth Advisory Board (YAB)</i>

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Article IV: Eligibility Requirements for HPSC Membership Eligibility Requirements To serve on the HPSC, an organization or individual must: • meet CoC Membership eligibility requirements; • represent one of the designated areas of representation; • commit to regular attendance and active participation; • comply with the Code of Conduct, conflict-of-interest rules, and recusal policies. A. Organizational Seats Organizations must: • be eligible within the sector they represent, • designate a primary representative and one alternate. B. Consumer Seats Consumer Representatives must: • be individuals with lived experience of homelessness (preferably recent and in Marin), • commit to full participation.	<i>This article clarifies eligibility expectations for HPSC members and strengthens accountability by making adherence to the Code of Conduct and conflict-of-interest rules explicit requirements for service—something that was not clearly articulated in the previous charter.</i> <i>It also distinguishes organizational seats from individual Consumer Representative seats, ensuring organizations formally designate their voting representatives and alternates.</i>

Article V: Selection, Appointment and Removal of HPSC Members

Terms of Service and Staggered Structure

Standard terms for all HPSC members shall be **two (2) years**.

To promote continuity, institutional knowledge, and balanced decision-making, HPSC terms shall be **staggered** such that approximately one-half of the seats are subject to appointment or renewal each year.

Initial Implementation of Staggered Terms

Upon adoption of this provision, the HPSC shall establish staggered terms through a one-time transition process:

- The current roster shall be divided into two cohorts of approximately equal size.
- One cohort shall be assigned an initial one-year term.
- The second cohort shall be assigned an initial two-year term.
- Cohort assignments may be determined by the HPSC using a fair and transparent method, such as random selection, voluntary assignment, or a combination thereof.

Following this initial transition:

- All subsequent appointments and renewals shall be for standard two-year terms.
- Terms shall continue on a staggered basis to maintain continuity over time.

Annual Recruitment and Nominations

- The CoC will issue a public invitation for applications for all seats that are open or expiring during each annual cycle.
- Appointed entities notify the Collaborative Applicant of their designated representative in accordance with Article III.

Ad Hoc Election Committee

A. Composition

The HPSC shall appoint an ad hoc Election Committee to review applications and develop a recommended slate of candidates.

To ensure impartiality and minimize conflicts of interest:

- The Election Committee shall be composed primarily of CoC members who are not applicants for appointment or renewal in the current cycle.
- HPSC members whose seats are not subject to renewal in the current cycle may serve on the Election Committee.

This article establishes a clearer and more stable framework for HPSC membership by introducing staggered two-year terms, including a one-time transition to create continuity and reduce structural conflicts in board decisions.

It defines the role of the Election Committee in reviewing applicants and recommending a balanced slate of candidates, based on the overall composition and effectiveness of the HPSC. At the same time, it affirms that the HPSC retains full authority over membership decisions, with the flexibility to act on the slate in whole or in part and to consider other eligible applicants.

The article also standardizes procedures for recruitment, selection, removal, and vacancies, creating a more transparent and coherent approach to maintaining HPSC membership.

It also establishes the role and selection of the HPSC Co-Chairs, including annual elections and clearly defined responsibilities to

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- Individuals who are applicants for appointment or renewal may not participate in the review, deliberation, or recommendation of candidates. B. Conflict of Interest An Election Committee member is considered conflicted and shall recuse themselves from review and deliberation if: - The member or their organization is an applicant under consideration; or - The member has a direct financial, fiduciary, or supervisory relationship with an applicant organization. Membership in the same sector or field alone does not constitute a conflict of interest. Election Committee Responsibilities and Slate Development The Election Committee is responsible for: - Verifying applicant eligibility and compliance with CoC requirements; - Confirming alignment with the required areas of representation described in Article III; and - Developing a recommended slate of candidates for HPSC consideration. In developing the slate, the Election Committee shall consider the overall composition and effectiveness of the HPSC, including: - Balance across sectors, systems, and areas of expertise; - Representation of key public systems, community stakeholders, and persons with lived experience; - Organizational diversity and avoidance of overrepresentation by any single system, provider type, or interest group; and - The ability of the HPSC to function effectively as a governing body. The Election Committee may recommend a full slate of candidates for collective approval in order to achieve an appropriate balance of membership. Election and Appointment Process The Election Committee shall present its recommended slate of candidates to the HPSC. The recommended slate is intended to support informed decision-making and promote a balanced and effective composition of the HPSC; however, the HPSC retains full authority over membership decisions.	<i>support effective meeting management, leadership, and enforcement of governance standards. Together, these provisions strengthen internal leadership structure and ensure consistent, accountable operation of the HPSC.</i>

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In acting on the Election Committee’s recommendations, the HPSC may: • Approve the slate as presented; • Consider and vote on candidates individually rather than as a single slate; • Modify the slate by adding or removing candidates; or • Consider and select eligible applicants who were not included in the recommended slate. All appointments and elections shall be made by majority vote of the HPSC, and results shall be recorded in the official meeting minutes. Removal, Loss of Eligibility and Vacancies A. Removal for Cause Members may be removed for: • repeated or serious violations of the Code of Conduct, • conflict-of-interest violations, • persistent non-participation. Readmission after removal for cause requires a majority vote of the HPSC and may be subject to conditions, including corrective actions or participation requirements. B. Loss of Eligibility If a member no longer meets eligibility criteria: • the HPSC may request resignation; • for appointed seats, the appointing authority may be asked to name a replacement; • if no eligible candidate exists, the HPSC may temporarily continue the member’s participation with limitations. C. Mid-Cycle Vacancies and Partial Terms • If a seat becomes vacant mid-cycle, the replacement serves the remainder of the unexpired term, ending at the next regular election for that seat. • Appointed seats are filled by the appointing authority; elected seats may be filled following the usual election process. Co-Chairs A. Election and Terms The HPSC shall elect two (2) Co-Chairs from among its members. Co-Chairs shall be elected by a majority vote of the HPSC and shall serve one (1) year terms, which may be renewed. Elections for Co-Chairs shall be conducted annually.	

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B. Roles and Responsibilities The Co-Chairs are responsible for supporting the effective functioning of the HPSC, including: • Presiding over HPSC meetings and ensuring orderly and productive conduct; • Setting meeting agendas in coordination with the Collaborative Applicant and/or CoC staff; • Ensuring that meetings are conducted in accordance with this Charter and applicable laws; • Calling special meetings of the HPSC as needed, consistent with the Brown Act; • Supporting adherence to the Code of Conduct, including enforcing recusal requirements where applicable; and • Providing general leadership and coordination for the work of the HPSC. The Co-Chairs may divide responsibilities between them as appropriate. C. Authority and Succession Either Co-Chair may act on behalf of the HPSC in carrying out the responsibilities described in this Article, provided such actions are consistent with this Charter and any direction provided by the HPSC. In the absence or unavailability of one Co-Chair, the other Co-Chair may assume all responsibilities necessary to ensure continuity of HPSC operations. The HPSC may remove a Co-Chair by majority vote if necessary to ensure effective leadership and compliance with this Charter. D. Vacancies If a Co-Chair position becomes vacant, the HPSC shall elect a replacement to serve for the remainder of the unexpired term.	

Article VI: HPSC Responsibilities

As the governing body of the Marin County Continuum of Care (CoC), the Homeless Policy Steering Committee (HPSC) is responsible for fulfilling the duties of the CoC as prescribed by the McKinney-Vento Homeless Assistance Act and 24 CFR §578.7. The HPSC ensures that the Marin County homeless response system operates in compliance with federal, state, and local requirements and advances a coordinated, equitable strategy that is housing-focused, evidence-based and incorporates best practices designed to reduce the length of homelessness, improve stability and minimize barriers to housing access.

The HPSC carries out the following core responsibilities:

Governance and Operation of the CoC

The HPSC provides strategic direction, oversight, and accountability for the CoC and ensures transparent and inclusive governance practices.

Responsibilities include:

- A. Convening the full CoC membership at least semi-annually and ensuring that meeting notices, agendas, and materials are publicly posted in accordance with transparency requirements.
- B. Taking formal action on all matters requiring CoC approval, including policies, funding recommendations, and system standards.
- C. Issuing a public invitation for new members to join the CoC at least annually and maintaining an inclusive and representative membership structure.
- D. Maintaining and implementing a written process for selection, composition, and renewal of HPSC membership, and reviewing and updating that process at least every five (5) years.
- E. Establishing standing committees, ad hoc committees and workgroups as necessary to carry out CoC responsibilities.
- F. Developing, adopting, and annually updating the Governance Charter in consultation with the Collaborative Applicant and the HMIS Lead.
- G. Maintaining, enforcing, and annually reviewing a written code of conduct, conflict-of-interest policy, and recusal procedures applicable to all individuals acting on behalf of the CoC.

Establishment of Policies and Written Standards

The HPSC establishes and maintains written standards for providing CoC and ESG assistance in accordance with 24 CFR §578.7(a)(9) and applicable ESG regulations. These standards promote fairness, consistency, transparency, and equitable access to housing and services.

This article significantly expands and clarifies the responsibilities of the HPSC, bringing the charter into alignment with HUD's regulatory framework and modern CoC best practices.

It more clearly defines the HPSC's role in governance, system planning, performance oversight, funding decisions, and community engagement—areas that were previously dispersed or only briefly referenced in the prior charter.

The article also introduces new requirements related to equity, housing best practices, written standards, participation of people with lived experience, data quality, coordinated entry oversight, and transparent public accountability. Together, these updates create a clearer, more complete description of what the HPSC must do to operate a compliant, effective, and equitable homeless response system.

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In consultation with the Marin County Lived Experience Advisory Board (MC-LEAB) and ESG recipients, the HPSC adopts written standards that address, at minimum: A. Eligibility criteria for homelessness assistance. B. Prioritization policies for: • Transitional Housing; • Rapid Re-Housing; • Permanent Supportive Housing. C. Standards for determining and adjusting participant rent contributions and program assistance in Rapid Re-Housing. D. Policies that promote housing-focused, evidence-based best practices designed to reduce the length of homelessness, improve stability and minimize barriers to housing access. E. Protocols to ensure consistent, fair and non-discriminatory access to assistance, including the use of data to identify and address any access or outcome differences across the system. Written standards shall be reviewed at least annually and updated as necessary to reflect regulatory changes, local conditions, and system performance data. System Planning and Development The HPSC leads ongoing system planning to ensure the development of a coordinated, comprehensive homeless response system. Responsibilities include: A. Designing and supporting a system that, as appropriate to local needs and available resources, encompasses a range of housing and service interventions, including (without limitation) coordinated entry, emergency shelter, transitional housing, rapid re-housing, permanent supportive housing, prevention, and supportive services. B. Establishing and overseeing a Coordinated Entry System (CES) that complies with HUD requirements and: • Promotes equitable access across all subpopulations; • Utilizes standardized assessment and prioritization processes; • Ensures meaningful participation by individuals with lived experience; • Minimizes barriers to entry and supports housing best practices. C. Designating and overseeing the Collaborative Applicant in accordance with 24 CFR §578.9.	

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D. Designating and overseeing the HMIS Lead Agency and ensuring that the HMIS operates in compliance with HUD data standards and federal privacy and security requirements. E. Ensuring full participation in HMIS by all required funded recipients and monitoring data quality, privacy, security, and reporting compliance. Performance, Data, and System Evaluation The HPSC is responsible for monitoring system performance and using data to drive accountability and continuous improvement. Responsibilities include: A. Planning, approving, and overseeing the annual HUD-required Point-in-Time (PIT) Count and Housing Inventory Count (HIC). B. Establishing objective performance measures for evaluating projects and the overall CoC system, consistent with HUD system performance measures. C. Monitoring recipient and subrecipient performance and compliance with program requirements, including: • Reviewing outcome data; • Identifying underperformance; • Requiring corrective action where appropriate. D. Conducting an annual gaps analysis and system needs assessment in coordination with ESG recipients and other stakeholders. E. Using performance data to inform funding decisions, project ranking, reallocation strategies, and system improvement efforts. F. Supporting timely, accurate, and complete reporting to HUD and other funding entities in partnership with the Collaborative Applicant. Funding and Resource Alignment The HPSC ensures strategic alignment, stewardship, and accountability of CoC resources. Responsibilities include: A. Establishing and implementing a fair and transparent process for reviewing, scoring, ranking, and recommending projects for inclusion in HUD’s CoC Program Competition. B. Approving reallocation and funding prioritization decisions based on performance, system needs, and equity considerations. C. Consulting with state and local ESG recipients on allocation strategies, written standards, and performance expectations. D. Providing input into Marin County’s Consolidated Plan(s) and other local planning processes to ensure alignment across funding streams.	

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E. Partnering with local jurisdictions and community stakeholders to leverage and coordinate additional resources to prevent and end homelessness. Community Engagement and Public Accountability The HPSC promotes meaningful stakeholder engagement and public transparency. Responsibilities include: A. Ensuring meaningful participation of individuals with lived experience of homelessness in governance and decision-making processes. B. Promoting public awareness and education regarding homelessness, housing instability, and effective system responses. C. Advising elected officials and community leaders regarding emerging needs, policy priorities, and long-range strategic planning. D. Conducting CoC business in a transparent manner and making key policies, performance information, and funding decisions publicly accessible.	

Article VII: Designated Lead Entities

The Homeless Policy Steering Committee (HPSC), as the governing body of the Continuum of Care (CoC), designates and oversees key lead entities necessary to carry out CoC responsibilities in accordance with federal requirements and local system needs.

Collaborative Applicant / Lead Agency

The HPSC designates **Homelessness and Coordinated Care Division of the Marin Health and Human Services Department** as the Collaborative Applicant (also referred to as the Lead Agency) for the Marin County CoC.

Responsibilities

The Collaborative Applicant is responsible for:

- Submitting the CoC's consolidated application for funding to the U.S. Department of Housing and Urban Development (HUD);
- Applying for and administering CoC planning funds on behalf of the CoC;
- Supporting the day-to-day operations of the CoC, including staffing, coordination, and administrative functions;
- Preparing meeting materials, maintaining records, and ensuring compliance with public access and transparency requirements;
- Supporting implementation of HPSC policies, system planning activities, and funding processes; and
- Ensuring that the CoC complies with applicable federal, state, and local requirements.

The Collaborative Applicant operates under the direction of the HPSC and does not exercise independent policy-making authority except as explicitly delegated.

HMIS Lead Agency

The HPSC designates **Homelessness and Coordinated Care Division of the Marin Health and Human Services Department** as the Homeless Management Information System (HMIS) Lead Agency.

Responsibilities

The HMIS Lead Agency is responsible for:

- Operating and maintaining the CoC's HMIS in compliance with HUD data standards and applicable privacy and security requirements;
- Providing training and technical assistance to HMIS users;
- Monitoring data quality and system participation;
- Producing required reports and data analyses to support system performance evaluation and planning; and

This article formally designates the key lead entities responsible for carrying out core CoC functions, including the Collaborative Applicant, HMIS Lead Agency, and Coordinated Entry Lead Agency, and defines their respective roles and responsibilities. It clarifies the relationship between these entities and the HPSC, establishing that all operate under HPSC policy direction and oversight. The article also affirms the HPSC's authority to monitor performance, set expectations, and modify or replace designated entities as needed, and allows for responsibilities to be further defined through memoranda of understanding. Together, these provisions strengthen accountability, clarify operational roles, and align the CoC's governance structure with federal requirements.

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- Ensuring appropriate data governance, confidentiality, and system integrity. The HMIS Lead operates under HPSC oversight and in coordination with the Collaborative Applicant and CoC members. Coordinated Entry Lead Agency The HPSC designates Homelessness and Coordinated Care Division of the Marin Health and Human Services Department as the Coordinated Entry (CE) Lead Agency. Responsibilities The Coordinated Entry Lead Agency is responsible for: - Managing and implementing the CoC’s Coordinated Entry System (CES) in accordance with HPSC policies and HUD requirements; - Ensuring that access to housing and services is fair, consistent, and non-discriminatory; - Overseeing assessment, prioritization, and referral processes; - Monitoring system performance and identifying areas for improvement; - Providing training and support to participating providers; and - Ensuring meaningful participation of individuals with lived experience in system design and improvement. The Coordinated Entry Lead operates under the policy direction of the HPSC. Oversight and Designation Authority The HPSC retains authority to: - Review the performance of each designated lead entity; - Establish expectations, policies, and performance standards; - Require corrective action where necessary; and - Redesignate or replace any lead entity as needed to ensure effective system operation and compliance. The HPSC may further define and refine the roles, responsibilities, and performance expectations of each designated lead entity through written agreements or memoranda of understanding (MOUs).	

Article VIII: Committees

Purpose and Authority

The Homeless Policy Steering Committee (HPSC) may establish standing committees, ad hoc committees, and workgroups to support its governance, planning, oversight, and policy responsibilities. These bodies advance the work of the Marin County Continuum of Care (CoC) by conducting analysis, carrying out assigned tasks, and developing recommendations for HPSC consideration.

Except as expressly authorized under this Article, all committees and subgroups are advisory and do not have independent authority to act on behalf of the CoC or the HPSC.

Types of Committees and Subgroups

Standing committees are ongoing bodies established to carry out core, recurring CoC responsibilities requiring sustained attention and regular reporting.

A. Standing Committees

- Address functions that are continuous or multi-year in nature;
- Are established by majority vote of the HPSC;
- Operate pursuant to a written charter approved by the HPSC; and
- Provide analyses, recommendations, and regular reports to inform HPSC decision-making.

Examples of standing committees may include:

- Funding and Prioritization Committee
- Performance, Data, and Evaluation Committee
- Coordinated Entry Oversight Committee
- Lived Experience Advisory Board
- Older Adults Committee

(Examples are illustrative and may be modified by the HPSC.)

B. Ad Hoc Committees

Ad hoc committees are time-limited bodies established to address a specific issue, decision, or governance task that does not require a standing committee.

Ad hoc committees:

- Are established by formal HPSC action;
- Have a clearly defined charge, scope, and deliverable;
- May involve policy development, compliance review, or funding-related analysis;
- Report directly to the HPSC; and

The current governance charter includes a single sentence authorizing the creation of committees and workgroups. This revised section significantly expands on the topic.

The new section clearly defines different types of subgroups, their purpose, formality, and limits of authority. It distinguishes standing committees, ad hoc committees, and workgroups based on function and governance role; requires written charters and annual review for standing committees; and explicitly states that all committees are advisory unless narrowly delegated authority by the HPSC. It also clearly spells out when and how a subgroup may act on behalf of the full HPSC, adding guardrails around urgency, documentation, scope, and reporting that did not previously exist.

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• Dissolve upon completion of their charge unless extended by HPSC action. Ad hoc committees remain advisory unless explicitly granted limited authority under Section 5. Examples may include: • Review of CoC Written Standards updates • Response to monitoring findings • Reallocation strategy development • Governance or charter review • Development of a candidate slate (Election Committee) C. Workgroups Workgroups are task-oriented teams convened to carry out defined operational or technical work. Workgroups: • May be convened by the HPSC, the Co-Chair, a standing committee, or CoC staff; • Are informal and do not require formal appointment or charters; • May include HPSC members, CoC members, staff, and subject matter experts; • Do not exercise decision-making authority; and • Do not make policy or funding recommendations unless expressly requested. Workgroups support implementation and technical work but do not substitute for HPSC governance or decision-making. Creation and Appointment Standing and ad hoc committees are established by majority vote of the HPSC or, between meetings, by the Co-Chair with notice to the full HPSC. Unless otherwise specified: • Committee members are appointed by the Co-Chair and affirmed by the HPSC; • Appointments should reflect relevant expertise, balanced perspectives, and meaningful participation by individuals with lived experience of homelessness; and • All participants are subject to the CoC's Code of Conduct and conflict-of-interest requirements. • The HPSC may remove or replace committee members as needed to ensure effective performance and adherence to the committee's charge.	

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Workgroups may be convened without formal HPSC vote and do not require appointment or affirmation. Committee Charters (Standing Committees Only) Each standing committee must operate pursuant to a written charter approved by the HPSC. At minimum, the charter must specify: • The committee's purpose and scope; • Membership composition and appointment process; • Leadership structure, if any; • Reporting expectations; and • Whether any limited authority has been delegated under this Article. Committee charters may be amended by majority vote of the HPSC. Advisory Status and Delegated Authority A. Default Advisory Role All committees, ad hoc committees, and workgroups serve in an advisory capacity unless the HPSC explicitly delegates limited authority. B. Limited Delegation of Authority The HPSC may, by majority vote, delegate narrowly defined, time-limited authority to a committee or subgroup when necessary to: • Meet external deadlines; • Respond to compliance or corrective action requirements; or • Approve minor or technical actions consistent with established HPSC policies. Any delegation must: 1. Be explicitly approved by the HPSC; 2. Clearly define the scope, limits, and duration of the authority; and 3. Be documented in meeting minutes or a written charter. C. Reporting and Limits Actions taken under delegated authority must be reported to the HPSC at the next regular meeting. The HPSC retains full authority to modify or rescind delegated authority at any time. Delegated authority may not include: • Amending the Governance Charter; • Creating or eliminating standing committees;	

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• Adopting major systemwide policy changes; or • Taking actions required by law or regulation to be made by the full CoC or HPSC. Annual Review and Sunset At least annually, the HPSC shall review all standing and ad hoc committees to determine whether to: • Continue the committee without changes; • Revise its charter or scope; or • Sunset the committee if it is no longer necessary. Committees without an active charge or ongoing purpose may be dissolved by majority vote of the HPSC.	

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Article IX: Meetings General All meetings of the Homeless Policy Steering Committee (HPSC) shall be open to the public and conducted in accordance with the Brown Act. The HPSC shall establish an annual meeting schedule. The HPSC shall hold four (4) regular meetings each year, which shall serve as meetings of both the HPSC and the full Continuum of Care (CoC) membership. Agendas and materials for all meetings shall be publicly posted in accordance with applicable requirements. The Co-Chairs may convene special meetings of the HPSC as necessary, consistent with the Brown Act. Attendance Regular participation in HPSC meetings is expected. Failure to attend two (2) regular meetings within a rolling twelve (12) month period may constitute grounds for removal in accordance with Article V. Quorum A majority of the filled seats of the HPSC shall constitute a quorum for the transaction of business. Conduct of Meetings Meetings shall be conducted in accordance with Robert’s Rules of Order, except where otherwise provided in this Governance Charter. The HPSC may suspend Robert’s Rules of Order by majority vote as needed. Voting Each HPSC member present shall be entitled to one vote. Member organizations may designate an alternate representative to exercise voting authority in the absence of the primary representative. All motions shall be decided by a majority vote of members present, unless otherwise specified in this Charter. Members may vote “yes,” “no,” or “abstain.”	This revised article clarifies that the HPSC holds four regular meetings annually, each of which also serves as a meeting of the full CoC membership. It adds explicit authority for the Co-Chairs to convene special meetings as needed in compliance with the Brown Act. The attendance provisions have been simplified by removing distinctions between excused and unexcused absences and instead establishing a clear standard tied to removal, where failure to attend two regular meetings within a twelve-month period may constitute grounds for removal. Additional updates streamline language, clarify voting and participation (including use of alternates), and improve overall consistency and enforceability of meeting procedures.

Article X: Lived Experience Advisory Bodies

Recognition and Purpose

The HPSC formally recognizes the following independent advisory bodies as critical partners in the governance and continuous improvement of the Marin County Continuum of Care (CoC):

- The **Marin County Lived Experience Advisory Board (MC-LEAB)**; and
- The **Youth Advisory Board (YAB)**.

These bodies provide essential expertise grounded in lived experience of homelessness and housing instability and play a key role in informing CoC policies, priorities, and system design.

Independent Status

MC-LEAB and YAB are independent bodies and are not committees or subcommittees of the HPSC.

- The HPSC does not have authority over the composition, internal governance, or decision-making processes of MC-LEAB or YAB.
- MC-LEAB and YAB do not have authority to act on behalf of or make binding decisions for the HPSC or the CoC.

Representation on the HPSC

The HPSC has designated seats for representation from MC-LEAB and YAB as provided in Article III. This representation reflects the HPSC's commitment to meaningfully incorporating the perspectives and expertise of individuals with lived experience of homelessness into CoC governance and decision-making.

The HPSC affirms that the insights of people with lived experience are essential to designing, evaluating, and improving a homeless response system that is equitable, effective, and responsive to community needs. Through this representation, the HPSC seeks to ensure that individuals with lived experience are not only consulted, but are active participants in shaping policies, priorities, and system strategies.

Roles and Engagement

The HPSC shall engage MC-LEAB and YAB as partners in CoC governance and system improvement, including:

- Consulting these bodies on policies, priorities, and system design decisions;
- Inviting participation in committees, workgroups, and planning processes;
- Engaging them in the evaluation of system performance, including programs, system outcomes, and the performance of the

This provision formally integrates the Marin County Lived Experience Advisory Board (MC-LEAB) and Youth Advisory Board (YAB) into the CoC governance structure as standing advisory bodies. It ensures their perspectives inform planning, funding decisions, and system design through defined roles, participation in committees, and representation on the CoC Board. The provision also establishes expectations for meaningful engagement, compensation, and support, while preserving the autonomy of both bodies and reinforcing the CoC's commitment to equity and person-centered decision-making.

Proposed Provision	Committee Comments
Collaborative Applicant, Coordinated Entry Lead, and HMIS Lead; and • Inviting participation in the review, scoring, and ranking processes for CoC Program funding competitions, consistent with applicable requirements. Support and Resources To support meaningful participation, the HPSC shall provide or ensure the provision of: • Staff support necessary to facilitate the functioning of MC-LEAB and YAB; and • Training, capacity building, and leadership development opportunities, including orientation to CoC structures and ongoing support for participation in governance, planning, and evaluation activities; • Participant stipends or compensation, as appropriate and consistent with applicable policies and funding sources. Agreements and Coordination The HPSC may further define expectations, roles, and coordination with MC-LEAB and YAB through written agreements or memoranda of understanding (MOUs).	

Proposed Provision	Committee Comments
Article XI: Amendment of Governance Charter Amendment The Governance Charter may be amended at any meeting of the Homeless Policy Steering Committee (HPSC) by a majority vote of the members present, provided that proper notice has been given in accordance with this Article. Notice Written notice of any proposed amendment shall be provided to all members at least five (5) calendar days prior to the meeting at which the amendment will be considered. Effective Date Approved amendments shall take effect immediately upon adoption by the HPSC, unless otherwise specified in the motion approving the amendment.	This revision streamlines the amendment process by removing the requirement for County Counsel review and clarifying that amendments may take effect upon HPSC approval. It retains advance notice requirements and majority vote approval, ensuring transparency and consistency while allowing for more timely updates to the Governance Charter.

Article XII: Political Activity, Recommendations and External Support

Political Activity and Prohibited Endorsements

The HPSC, as a governing body, shall not take positions on matters of a political nature unrelated to its mission, including endorsing or opposing candidates for public office.

The HPSC also shall not engage in or support partisan political activity, and members may not use their affiliation with the HPSC to advance personal or organizational political positions.

Nothing in this Article prevents the HPSC from taking positions on public policies, legislation, or ballot measures that directly relate to the CoC's mission of preventing and ending homelessness, provided such actions are consistent with this Charter and applicable law.

Recommendations to Public Bodies

A. Matters Referred to the HPSC

Any matter formally referred to the HPSC by the County Board of Supervisors, a city council, a township board, a regional governmental agency, or another public body within the CoC's geographic area shall be placed on the agenda of the next regular HPSC meeting, or at a special meeting called by the Co-Chairs, for consideration and action.

B. HPSC-Initiated Recommendations

The HPSC may submit recommendations to local, regional, or state governmental entities when such matters directly relate to:

- The mission of the Continuum of Care;
- Federal CoC responsibilities; or
- System-level strategies to prevent and end homelessness.

External Endorsements and Letters of Support

Organizations may request letters of support, verification, or endorsement from the HPSC in connection with funding applications, program proposals, or other initiatives.

The HPSC may issue such letters only when the request is:

- Directly related to preventing or ending homelessness;
- Consistent with CoC priorities, plans, and adopted policies; and
- **Not associated with endorsement of candidates for public office or partisan political activity.**

Consistent with Section 1 of this Article, the HPSC may, at its discretion, issue statements or letters in support of public policies or ballot measures that directly advance housing stability or homelessness system goals.

This article clarifies the boundaries of HPSC involvement in political and policy matters. It establishes clear prohibitions on endorsing candidates or engaging in partisan political activity, while affirming the HPSC's ability to take positions on policies, legislation, and ballot measures that directly relate to preventing and ending homelessness.

It also formalizes the process for providing recommendations to public bodies and issuing letters of support, ensuring that such actions are aligned with the CoC's mission and priorities. Together, these provisions protect the neutrality and integrity of the HPSC while preserving its ability to engage meaningfully on issues that affect the homelessness response system.

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Proposed Provision	Committee Comments
Requests must be submitted in writing and include sufficient information for review. The CoC Lead Agency shall conduct an initial review for completeness and alignment with CoC priorities. Final approval shall be made by the HPSC.	

Article XIII: Conduct and Conflicts of Interest

Standards of Conduct

HPSC members shall conduct themselves in a professional, respectful, and constructive manner in all CoC activities. Members are expected to:

- Support the mission and goals of the CoC;
- Engage in good-faith, solution-oriented discussion;
- Treat other members, staff, and members of the public with respect;
- Avoid disruptive, obstructive, or inappropriate behavior; and
- Comply with all applicable policies, including this Governance Charter.

HPSC members may not use their position, influence, or affiliation with the HPSC to obtain financial or other material benefit for themselves or their organization.

Disclosure of Conflicts

All HPSC members shall complete an annual conflict of interest disclosure form and update it as necessary throughout the year if circumstances change.

Members are responsible for identifying and disclosing any actual or potential conflicts of interest, including financial, organizational, or fiduciary relationships that could reasonably affect their participation in HPSC decision-making.

Recusal from Decision-Making

A. Required Recusal

A member must recuse themselves from discussion and voting when:

- The HPSC is considering the award, allocation, or approval of funding, contracts, or other financial benefits to a specific organization; and
- The member is employed by, represents, or has a financial or fiduciary interest in that organization.

B. Participation in General Policy Discussions

Participation in general policy, planning, or funding priority discussions does not, by itself, require recusal, even where a member's organization may be affected as part of a broader class (e.g., service providers, housing providers, or system partners).

Members may participate in such discussions provided they do not advocate for preferential treatment of a specific organization.

This article establishes clear standards of conduct and conflict-of-interest rules for HPSC members. It requires annual disclosure of potential conflicts, defines when recusal is required—particularly in decisions involving specific funding awards—and clarifies that members may participate in general policy and funding discussions that affect broad categories of providers. It prohibits members from using their position for personal or organizational gain or to secure preferential treatment, and sets expectations regarding gifts and ethical behavior. The article also authorizes the Co-Chairs to require recusal when necessary and provides a **graduated enforcement framework**, including warnings and potential removal, to ensure compliance while promoting accountability.

Proposed Provision	Committee Comments
C. Co-Chair Authority If a member does not voluntarily recuse themselves in a situation where a conflict is present, the Co-Chairs may require recusal to ensure compliance with this Article. Prohibited Conduct To prevent conflicts of interest and ensure ethical conduct, HPSC members may not: A. Influence or participate in decisions that result in a direct financial benefit to themselves or an organization they represent, except as part of general policy discussions permitted above; B. Use their position on the HPSC to secure preferential treatment or advantage for themselves or their organization; C. Solicit or accept gifts or gratuities on behalf of the HPSC for personal benefit in excess of nominal value; or D. Engage in conduct that creates an actual conflict of interest or the appearance of impropriety. Enforcement and Compliance Failure to comply with this Article may result in corrective action, which may include: • Verbal or written warnings; • Required recusal from specific matters; • Temporary or ongoing participation limitations; or • Removal from the HPSC in accordance with Article V. The HPSC may use a graduated approach to enforcement, including informal warnings (“yellow card”) for first or minor violations, prior to taking more formal action, where appropriate.	

Proposed Provision	Committee Comments
Article XIV: Grievance Procedure The HPSC shall establish and maintain a written grievance procedure to provide a fair, transparent, and consistent process for addressing concerns related to CoC governance, participation, and system operations. The grievance procedure shall be available to CoC members, program participants, and other individuals or organizations participating in or impacted by CoC-funded programs and activities. The procedure shall, at a minimum, address: • Concerns related to compliance with this Governance Charter and the Code of Conduct; • Allegations of conflicts of interest or improper participation in decision-making; • Concerns regarding access to or fairness of CoC processes; • Complaints related to the administration or operation of CoC-funded programs or services; and • Concerns regarding system performance, including the activities of funded providers and designated lead entities. The grievance procedure shall generally apply after reasonable efforts have been made to address concerns through program-level or organizational processes, and shall provide an avenue for review where such processes have been exhausted or are not reasonably accessible. The grievance procedure shall establish clear processes for submission, review, and resolution of concerns, and shall be designed to promote accessibility, fairness, and protection from retaliation. The HPSC may adopt and update the grievance procedure as needed and may delegate aspects of its administration to a designated committee or entity, while retaining oversight responsibility.	This article introduces a new requirement for the HPSC to establish a formal grievance procedure to ensure fair, transparent, and accessible processes for addressing concerns related to CoC governance, participation, and system operations. It expands accountability by explicitly including program participants, CoC members, and other stakeholders, and provides a pathway for concerns to be elevated when program-level processes are ineffective or inaccessible.

Proposed Provision	Committee Comments
Article XV: Related Documents Governance of the Marin County Continuum of Care (CoC), and of the Homeless Policy Steering Committee (HPSC) in its role as the CoC governing body, is supported by a set of related policies, plans, and governing documents. These documents provide additional detail regarding system operations, standards, and compliance requirements and are incorporated by reference into this Governance Charter, as applicable. At a minimum, these related documents may include: • The CoC Governance Charter (this document); • The CoC Written Standards for the Provision of Assistance; • The HMIS Governance Charter and applicable data standards; • The HMIS Policies and Procedures Manual; • CoC Program competition policies and project evaluation and ranking criteria; and • Any other policies, procedures, or guidance adopted by the HPSC to support CoC operations and compliance. In the event of a conflict between this Governance Charter and any related document, this Governance Charter shall control unless otherwise required by law or regulation. The HPSC may adopt, amend, and maintain such documents as necessary to ensure alignment with federal, state, and local requirements and to support the effective operation of the CoC.	