1. **Welcome, Introductions, Establish Quorum:** A quorum of was established (nineteen present). Chair Amy Foster called the meeting to order at 10:00AM. Chair stated that she is reversing the order of agenda today due to today’s Cooperman Bogue luncheon – many members are attending; once quorum is lost, the meeting must stop.

2a. **Items Removed from Consent Agenda (if applicable):** Agenda items included Board Meeting Minutes April, Executive/HMIS Minutes March, Financials March, Committee Reports April, CEO Update, Board Attendance through 4.05.19, HUD Point-In-Time Submission Counts.

**ACTION:** Sean King moved approval of consent agenda; seconded by Bob Cundiff.

For April minutes, April Lott asked to add “over lack of data on homeless families” after ‘frustrations’ in Item 7, add “for Living” after “Directions” and correct scrivener’s error to change ‘sued’ to ‘used’ in Item 9. Sean King and seconder agreed to the suggested changes. All in favor; motion carried.

3. **Public Comment/Good News:** Theresa Jones from the City of St. Pete – Social Action Funding will be available on-line May 8th. Kevin Marrone from Boley Centers announced the closing on the Ranch at Pinellas Park next month – 25 new units of supportive housing; 10 of those will serve veterans. This is in partnership with Pinellas County Housing Authority– 10 will serve veterans. Boley was the sole winner of $4.9 million dollars for new housing development from Florida Housing Finance.

8. (Moved to first business Item per Chair) **Proposed HLB Board Restructure and Process:** The Chair stated that the Bylaws and Governance and Executive Committees have wrestled with this for some time and are introducing to the Board today; no action will be taken today as any changes to Bylaws requires a 21-day notice. There will be another opportunity for discussion in June. Our score in NOFA is important – we continually lose points for this governance structure – HUD continues to ask for delineation between the agency (501c3) Board and the CoC Board – they are currently the same but are two separate entities in most communities. In many ways won’t change things but will allow for more accountability and allow the CoC Board to provide feedback and information to the Lead Agency Board. It will allow also allow the CoC Board to choose lead agency. It will allow more voices – HUD requires an actual membership (which we don’t have now). The membership would make recommendation for the CoC Board.

- Susan Myers spoke about the current structure. The CoC is currently has no membership and no separation of CoC and 501c3 Boards. Several consultants have suggested looking at the structure. NOFA regulations state there must be at least two CoC membership meetings each year – this is very
challenging when writing an application to HUD. Susan reviewed a diagram of the new recommended structure.

- CoC Board is not a government entity (and has no funds) and therefore must have a Charter (the draft was included in the packet). The CoC Board then contracts (or has an MOU) with a Lead Agency (a non-profit agency/legal entity).
- The CoC Board also designates an HMIS Lead Agency. The CoC Board evaluates and chooses the Lead Agency.
- This is about getting the organization in compliance with HUD. The Chair stated that in addition to the draft Charter, the agenda Item Description form gives more detail on other activities that must happen between July and October and a timeline. We are hoping that this will roll out for the new fiscal year.

Attorney Regina Kardash was asked to share comments:

- Clarified that the HLB is not solely not-profit – it is quasi-governmental agency (because this Board was created with the Interlocal agreement) which is why this Board is subject to the Sunshine Law.
- When that is dissolved the 501c3 will become the legal entity and the CoC Board will be a membership policy making Board. The non-profit would have its own Board of Directors which would function as a governance board that would oversee the day-to-day operations of the 501c3.
- She clarified that government agencies that want to be members would be the only category that would automatically receive a seat on the COC Board (all other categories of membership would have to be elected), so there would no longer be a need for an Inter Local Agreement and that could be dissolved.

Discussion and Q&A followed.

- Suggestion to add that “Meetings posted publicly and open to the public; the public is welcome to attend” to the meeting section.
- The CoC Lead Agency manages any funds; the CoC is not a legal entity and has no money; it creates an MOU with the Lead Agency. All CoC meetings are open to the public. The CoC Board evaluates how HUD funds are spent.
- Sarasota/Manatee recently changed to this structure and Pasco is in the process.
- The current structure interferes with functionality and points received from HUD.
- Membership and committees were discussed.
- There will still be committees that make recommendations to the CoC Board (outlined in Charter, please read). Every committee must have at least one CoC Board member.
- Attorney Kardash: There will be no vote today to adopt this Charter due to the current 21-day amendment rule; it would be approved at the June meeting. If approved in June, there would need to be an amendment to current Articles of Incorporation for the HLB which would specify the new structure (the CoC Board would be named ‘the CoC Board’ and the ‘Homeless Leadership Board’ name would stay with the 501c3). Once the Articles of Incorporation are changed, the 501c3 would create their Board separately; it would not be voted on by this body. That structure will be done outside of this body and set their own Bylaws, etc. by their Articles of Incorporation (should be ready for June meeting).

7. (Moved to second business item per Chair) Housing First Agency Questionnaire: Susan Myers stated that pursuant to the HLB Resolution that all CoC agencies should adopt Housing First by 2019, the Funders Council recommended an agency self-assessment. Some of the questions were reviewed and discussed. The HLB can send this to all members of the Providers Council. This is a recommendation from Funders Council.
Discussion followed. We are looking to remove barriers into housing in the community and to make homelessness rare, brief and one-time.

**ACTION:** Duggan Cooley moved to approve and send the Housing First Agency Questionnaire; no second required as this came from the Funders Committee. Majority voted yes; Connor Donovan voted No; motion carried.

4. (Moved to third business item per Chair) Data & System Performance Racial Disparities Subcommittee: HLB Performance Improvement Manager, Avery Slyker began to present the data, but quorum was lost due to members leaving for Cooperman Bogue luncheon.

Quorum lost at 11:08 AM; meeting adjourned. Data will be presented in June.

Submitted by G. Bodkin