

The Continuum of Care – Wake County Continuum of Care – NC 507
Request for Proposal (RFP)
HMIS Lead Agency

DATE: Tuesday, December 19, 2023

TO: Interested organizations/agencies

FROM: Wake County Continuum of Care – NC 507

SUBJECT: HMIS Lead Agency RFP w/ attached Scope of Work & MOU

Introduction

The purpose of this Request for Proposals (“RFP”) is to obtain proposals from eligible and qualified entities (“Respondent(s)”) to provide the Wake County Continuum of Care – NC 507 with a Lead Agency to oversee, and administrate, the Continuum of Care (CoC) Homeless Management Information System (“HMIS”). The CoC Board and Data Advisory Committee (DAC) will engage the services of the Respondent(s) that it determines is/are the best qualified based upon the evaluation criteria set forth.

Homeless services, emergency assistance and local government agencies use HMIS to collect demographic and service information about homeless and formerly homeless households who seek and obtain services. HMIS data is used and analyzed to identify emerging trends and generate reports for provider agencies, local CoCs, funding agencies, and local/state/federal governments. The CoC seeks an HMIS Lead Agency with experience overseeing a private contractor, and/or possible direct data administration, of an HMIS database or similar system; has implemented data quality control and security; brings an understanding of Housing and Urban Development (HUD) regulations and grant processes; and has the ability to partner with any Support Agency that is identified by the CoC.

A successful applicant will have a familiarity and/or direct working knowledge with various types of homeless programs such as permanent supportive housing, rapid re-housing, transitional housing, emergency shelter programs, street outreach, coordinated entry, and associated funding streams. The system must be operated pursuant to HUD regulations through the HMIS Lead Agency who works in collaboration with the Data Advisory Committee, with ultimate authority residing with the CoC Governance Board.

Homeless Management Information System (HMIS) is a centralized database that allows a community to obtain an unduplicated count of persons served by homeless programs. Additionally, HMIS provides information about the flow of individuals and families who access services, what types of services are being provided and can be a tool to help evaluate the effectiveness of homeless programs while providing information for crucial policy development. HMIS was congressionally mandated and implemented by HUD in the early 2000s. Each HUD CoC

is responsible for the designation of a single HMIS software system for the geographic area and to ensure the participation of required federally-funded agencies. HUD aspires for all agencies serving people experiencing homelessness to participate in the HMIS system that covers its community regardless of whether or not the agency receives federal funding. However, at a minimum all federally-funded agencies are expected to participate, with the exception of domestic violence agencies, which are prohibited from entering data into HMIS by the Violence Against Women Act; as well as legal service providers. HUD requires the domestic violence agencies, legal aid and any other special service providers to use a comparable system and to share their de-identified, aggregate data with their CoC.

The CoC utilizes BitFocus' Clarity for its HMIS software and any other software identified by the CoC for data reporting, referrals, occupancy rate, etc. HMIS/Clarity data administration is operated within the CoC by an HMIS Lead Agency. Guidance is provided by the CoC, its Board, the Collaborative Applicant (facilitated by the Data Advisory Committee and directed by the CoC Board), numerous service providers, state agencies and other entities.

Request for Proposals

The Wake County Continuum of Care – NC 507 Board is soliciting proposals for the role of CoC HMIS Lead Agency for two years contingent upon successful annual evaluation. The Data Advisory Committee will receive the applications, review, and provide recommendation to the full CoC Board for review and final approval.

Eligibility

1. Applicants must be an active 501(c) (3) and provide the agency's determination letter from the IRS, company with a mission/articles of incorporation related to homeless services or a governmental entity with the capacity to handle the scope of work, or other applicable equivalent documents. (See Attachment I).
2. Certification that the Applicant has not been debarred or suspended from receiving federal contracts or grants; and, that there are no outstanding civil judgements against the agency, federal or state.
3. Applicants must demonstrate the ability to serve the entire CoC geography.
4. Applicants must include the agency's most recent IRS 990 and the most current completed fiscal year single audit or independent audit reports, or other applicable equivalent documents.
5. Applicants receiving CoC funds, either directly or as a sub-recipient, are eligible to apply as the HMIS Lead Agency. Because of the inherent conflict of interest, interested applicants will have an additional section of questions to answer that pertains to avoidance of conflicts of interest.

Proposal Requirement

Applicants are required to follow the sections below in submitting the narrative portion of the application. Applicants must address all items under each section. The project award period will be June 1, 2024 – May 31, 2026.

PROPOSAL DETAILS

In response to this RFP, Respondents must provide *clear, complete, and concise* responses to each of the following questions and information requests.

1. **Organizational Overview and Documentation** (1 page maximum + any attached documents)

- Provide the name, address, telephone number, and email address of the Respondent Organization.
- Identify a primary contact person regarding the response.
- Provide an overview of the Respondent's business entity, including legal structure, full legal name, and state(s) in which organization operates.
- Provide documentation on Respondent's business entity including organizational legal documents and federal employer identification number.
- Provide evidence of Respondent's good standing with the state of North Carolina. Examples include letters from funders, organizational and professional references, or letter from the NC ESG or local HUD field office.

2. **Organizational Capacity** (3 page maximum)

The selected agency must possess technical expertise, demonstrated success, and knowledge with:

Oversight and Planning (1 page maximum)

- 1) Please describe your experience and approach to strategic planning and stakeholder engagement.
- 2) Please describe your experience and approach to convening stakeholders in a collaborative manner and facilitating workgroups – particularly groups of stakeholders covering a large geographic area (state or regional).
- 3) Please describe any experience you have working with other relevant social service systems and providers, including the homeless service system.
- 4) Please describe any experience or familiarity with systems planning including coordinated entry or system coordination.

Project Administration (1 page maximum)

- 5) Please describe your experience and approach to grant administration and project management.
- 6) Please describe your experience with managing project budgets.
- 7) Please describe your experience with identifying and securing funding for programs (for example applying for grant funding, securing private donations, etc.).
- 8) Please describe any relevant experience managing a project similar to HMIS.
- 9) Please describe any experience your organization has with developing cross-agency policies and/or procedures.
- 10) Please describe any experience or capacity for monitoring compliance with policies and procedures, including approach to providing feedback to stakeholders being monitored.

Training Support, Reporting & System Administration (1 page maximum)

- 11) Please describe any experience in administering and supporting an HMIS implementation and end users.
- 12) Please describe your approach to providing Training and Support including ways in which you are able to be responsive to user needs by providing innovative and accessible mechanisms of training and support. This may include help desk software, learning management systems, or other customer management systems.
- 13) Please describe how you are able to work with users that have a wide range of experience and capacity levels.
- 14) Please describe any experience and/or expertise you have with reporting to grantees and HUD.
- 15) Please describe any experience and/or expertise you have with reviewing and analyzing data, and utilizing data and reports to suggest data quality or system improvements.

3. Proposed Approach (2 pages maximum + attached budget)

- 1) Please describe why your agency would be the best choice for NC 507's HMIS Lead Agency,
- 2) Please describe the services your agency can provide in Year 1 as HMIS Lead Include your potential plan for staffing and division of roles and responsibilities. Include a proposed budget for Year 1, with funding to support current HMIS System Data Administration for at least 3 months. The CoC is open to a range of budget proposals to best meet the needs of the community.
- 3) Please describe your plan for transitioning the role of HMIS System Data Administration from the current subcontractor to internal agency staff (if applicable). If you do not plan to transition HMIS System Data Administration responsibilities please describe how you propose to manage and oversee the HMIS System Data Administrator in a manner that will ensure all services are provided seamlessly to end users.
- 4) Please describe several potential innovative strategies to increase the funding available for HMIS over several years.
- 5) Please describe any potential suggestions for maximizing the use of the current HMIS budget to ensure a successful HMIS implementation.
- 6) If your agency does not have experience with BitFocus' Clarity HMIS software, explain your agency's approach to learning the software and becoming an expert that can leverage the CoC's chosen software platform.

4. Staffing Plan (2 pages maximum + attachments)

Please provide an organizational spreadsheet showing your proposed staffing pattern for the CoC HMIS implementation. Please describe specific staff roles, organizational chart for HMIS staff, level of expertise (education, certification, and training) required to fill each position (HMIS and homelessness systems expertise) and how this staffing pattern will lead to the overall success of the CoC HMIS implementation while keeping costs at a minimum. Indicate how the individual positions will fit into the whole creating an effective and efficient team. Briefly discuss workflow and how this group will function together to meet the desired outcomes and deliverables described within this RFP.

Describe how your organization will keep track of staff hours dedicated to HMIS for the purposes of tallying staff time spent working on projects for CoC. Provide resumes for each individual so identified and/or a brief summary of each individual's qualifications to perform the work in question.

5. Budget and Financial Resources (1 pages maximum)

Please provide a comprehensive proposed annual project budget based upon the staffing patterns described above. Please provide justification and proof of cost effectiveness for each line item. Please do not title a line item "miscellaneous". Administrative overhead is an allowable expense. Please provide details and justify percent requested. CoC's HMIS implementation must have its own separate set of financial records, bookkeeping practices and auditing. Comingling of funds, accounts, or budgets is not allowed. Please provide an explanation of how your organization will maintain sound financial records for the HMIS implementation.

Additional Attachments:

1. **Certification Regarding Debarment, Suspension, and Other Responsibility Matters Primary Covered Transactions.**
2. **IRS letter.** Provide a copy of the agency 501(C)3 status if applicable to your organization..
3. **IRS Form 990 and Audit Reports.** Provide the most recent IRS Form 990 report and most current completed fiscal year Single Audit report if applicable to your organization.
4. **Mission Statement.** Provide a copy of the applicant agency's mission statement.
5. **Organizational Chart and Proposed Organizational Chart.** Provide a current organizational chart for the applicant organization and a proposed organizational chart.
6. **Letters of Recommendation.** Please provide at least 3 client reference letters including contact information. Examples include letters of support, letters of collaboration or letters of reference. By providing this information your agency will be giving permission for reviewers to verify these references.
7. **Optional Additional Attachments.** Applicants may provide up to 5 pages of optional attachments if relevant.

Any questions regarding this RFP should be emailed to info@wakenc507.org

Proposals need to maintain page limits for each section and narrative with a 12-point, Calibri font at single space and 1-inch margins.

Completed proposals must be submitted **electronically by 3:00pm on Friday, February 16, 2024 to info@wakenc507.org**. Incomplete, late, and/or paper submissions will not be considered.

Proposals should be submitted in two (2) separate documents via Dropbox with the following file names:
File name one: Narratives_ *Organization Name*

File name two: Attachments_ *Organization Name*

File One should be one file that contains all the Narratives required in the RFP. Please put the Narratives in this order: Organizational Overview and Documentation, Organizational Capacity, Proposed Approach, Staffing Plan, Budget and Financial Resources.

File Two should be one file that contains all the Attachments required in the RFP. Please put the Attachments in the same order listed in the RFP: Certification of Debarment, IRS Letter, IRS 990 and Audit (if applicable), Mission Statement, Organizational Charts, Job Descriptions, and Other Attachments.

***Please note that both (2) files will need to be uploaded to Dropbox and received prior to Friday, February 16 2024 at 3:00pm Eastern Standard Time.

CoC HMIS Lead Agency RFP Dates to Remember:

RFP Release Date	Tuesday, December 19, 2023
Proposals Due	Friday, February 16, 2024 at 3:00pm
Review of Proposals	Tuesday, February 20, 2024 – Friday, March 15, 2024
Board Special Discussion Meeting(s)	Monday, March 18, 2024 – Friday March 22, 2024
CoC Meeting to Approve	Monday, April 1, 2024
Applicant Notification	Tuesday, April 2, 2024 – Wednesday, April 3, 2024
MOU Signature Due	Thursday, May 2, 2024
Transition Period	Saturday June 1, 2024 – Sunday, June 30, 2024
Contract Start Date	Saturday, June 1, 2024

***Please note that the Board will move to approve the next-ranked applicant if the MOU is not signed by Thursday, May 2, 2024. The next-ranked applicant will have until Thursday, May 9 2024 to sign the MOU.

Wake County Continuum of Care – NC 507

Scope of Work HMIS Lead Agency

The following are minimum requirements for operating the CoC's HMIS and data system. The selected applicant will be required to deliver the following to the CoC at the discretion of the CoC Board.

HMIS LEAD RESPONSIBILITIES

Oversight and Planning

- Coordinate HMIS Strategic Planning Process (*CoC Board responsible for final approval*)
- Oversee Selection & Procurement of HMIS Software (If required, *CoC Board responsible for final approval*)
- Develop & Update HMIS Policies & Procedures & MOU in collaboration with the Data Advisory Committee. (*CoC Board responsible for final approval*)
- Update CoC on HMIS Implementation at every CoC Membership and other relevant community meetings
- Ensure HMIS Implementation meets HUD Guidelines
- Ensure HMIS Compliance for all Programs; including, but not limited to, working in consultation with the grant recipients, and the Collaborative Applicant Confirm Software Compliance through annual evaluation of HMIS vendor
- Support Data Advisory Committee and related activities
- Establish & Track Project Milestones developed by the Data Advisory committee
- Incorporate User Feedback into Planning

HMIS Project Administration

- HMIS Project Management
- HMIS Grant Management
- Complete HMIS Grant Application
- Maintain Agency Agreements and Documentation
- Track Agency License Fees
- Manage Software Vendor Payments
- Develop & Manage HMIS Budget
- Facilitate Lead facilitation with CoC to Ensure Sufficient Funding for HMIS Implementation (*CoC Board responsible for securing funds*)
- HMIS Project Staffing
- Manage HMIS Subcontractors
- Maintain End User Agreements and Documentation
- Maintain Data Sharing Agreements and Documentation

Policies and Procedures

- Develop Data and System Security Guidelines
- Develop HMIS Policies and Procedures in conjunction with the Data Advisory Committee (*CoC Board*)

responsible for final approval)

- Ensure CoC has a Client Acknowledgement/Privacy Policy
- Ensure CoC has an HMIS Data Release Protocol
- Develop and Update Disaster Recovery Plan

Monitoring

- Ensure individual agency HMIS Participation for each Homeless Program: CoC, ESG, etc.
- Monitoring Data Quality
- Verifying victim service providers HMIS comparable data
- Enforce Data and System Security
- Inform agencies of Monitoring Results or Findings
- Provide Monitoring Reports to CoC
- Provide consultation and reports to each administrator of all related homeless programs [HUD-CoC Programs; HUD-ESG Programs; VA-Homeless Programs; and others as determined by the CoC]
- Assist CoC to Enforce Findings

Administration and Support

- Monitor System Operations and Administration
- Identify Training Needs and Mechanisms
- Identify CoC-level Reporting Needs & Mechanisms
- Review/Submit Performance Measurement Reporting to CoC
- Review/Submit all required reports to HUD (*CoC responsible for final approval before HUD submission and Public Release*)
- Review/Submit PIT & HIC Reports to HUD in Coordination with Collaborative Applicant (*CoC Board responsible for final approval before HUD submission and Public Release*)

HMIS ADMINISTRATION AND SUPPORT RESPONSIBILITIES

Administered internally by HMIS Lead or through direct oversight of a qualified subcontractor(s).

System Administration

- System Operation
- System Maintenance
- Track and Resolve HMIS Issues

Training and Technical Support

- New Agency Set Up
- Provide Prompt Help Desk Support
- Provide Software Training
- Provide Direct Software TA to Agencies
- Provide Policies and Procedures Training

Reporting

- Ensure Reporting Capability (macro/micro)
- Provide CoC-level & NOFA Reporting
- Ensure Availability of Data for Monitoring
- Compile all required Reports
- Compile all HUD required reporting for the CoC, including PIT & HIC, System Performance Measures, and Longitudinal Systems Analysis submissions.
- Support Individual Agency Reporting Needs for each Homeless Program: CoC, ESG, PATH, RHYP, VA
- Other Individual Agency Reporting Requests as approved by CoC

HMIS Software Vendor

Currently the software vendor for the CoC is BitFocus (Clarity).

Budgetary Parameters

Although it will not be the selected HMIS Lead's sole responsibility to raise funds for the operation of the HMIS system, the selected entity is expected to work in partnership with the CoC to identify and procure additional revenue sources (and in-kind support) to cover associated costs and ensure effective operations of the HMIS within the CoC.

HMIS Resources & Guidance

- McKinney-Vento Act as amended by the HEARTH Act: **CoC Program Interim Rule**
<https://www.hudexchange.info/resource/2033/hearth-coc-program-interim-rule/> [HMIS-60/86-88]
- HUD Exchange-Homeless Management Information Systems
<https://www.hudexchange.info/hmis/>
- HMIS Data Standards (December 2021)
<https://www.hudexchange.info/resource/3824/hmis-data-dictionary/>
- CoC Program Funding for Homeless Management Information Systems [HUD CoC grant]
<https://www.hudexchange.info/resource/6261/hmis-lead-series/>

APPENDIX: DEFINITIONS

Annual Homeless Assessment Report (AHAR):

A HUD report to the U.S. Congress on the state of homelessness in America.

Best Value Contracting

The award of a contract to one or more qualified Respondents that is based not solely on the lowest price, but

rather on an analysis of multiple factors including but not limited to price, quality of work, capacity, and experience.

Collaborative Applicant

The Collaborative Applicant for the CoC submits the annual HUD CoC Notice of Funding Availability (NOFA) application on behalf of the CoC as well as overseeing the implementation of the HEARTH regulations under the guidance of the CoC Board.

Continuum of Care (CoC) Program Interim Rule

This interim rule, published in the Federal Register on July 31, 2012, establishes the regulations for the Continuum of Care Program and focuses on regulatory implementation of the Continuum of Care Program, including the Continuum of Care planning process. See *McKinney-Vento*.

Final Contract

The contract ultimately negotiated and entered into by and between the CoC and the successful Respondent pursuant to an award under this RFP.

Homeless Management Information System (HMIS)

The community-wide database congressionally mandated for all programs funded through the U.S. Department of Housing & Urban Development homeless assistance grants.

Housing Inventory Chart of Homeless Beds (HIC)

A chart of all homeless beds available on a single day, coinciding with the PIT, within the CoC.

Housing & Urban Development (HUD)

The U.S. Department that funds many low-income and affordable housing initiatives, including the McKinney-Vento Homeless Assistance Act, as amended by HEARTH, through the HUD Continuum of Care (CoC) Program and the Emergency Solutions Grant (ESG) Program.

McKinney-Vento Homeless Assistance Act As Amended by S.896 HEARTH Act of 2009

The HEARTH Act was enacted into law on May 20, 2009, with the consolidation of three separate homeless assistance programs administered by HUD under the McKinney-Vento Homeless Assistance Act into a single grant program [*“HUD CoC Program,” formerly known as Supportive Housing Program, Shelter Plus Care Program and the Section 8 Mod Rehab Program*]. The HEARTH Act also codifies into law the Continuum of Care planning process, a longstanding part of HUD’s application process to assist homeless persons by providing greater coordination in response to their needs.

Point-in-Time Count (PIT)

A count on a single day, to coincide with the HIC, of all homeless people within the CoC geographic area.

Primary Decision-Making Group

The CoC Collaborative Applicant is responsible for compliance with the HUD CoC Interim Rule and coordinating HUD homelessness activities within the CoC geographic area.

Proposal

Proposal refers to the complete response, including any exhibits or attachments, submitted by a Respondent as a result of this RFP.

Respondent

Respondent refers to any individual or entity submitting a response to this RFP.

Scope of Work

Scope of Work refers to the instructions and requirements stated in this RFP or portions thereof and any additional, supplementary instructions that are developed, incorporated, or promulgated subsequent to the distribution of this RFP.

Wake County Continuum of Care – NC 507

The CoC geographic area recognized HUD and the federal government.

CoC Governance Board

The primary decision-making body charged by HUD to be responsible for overseeing and/or administering the CoC functions within the CoC including submitting the annual HUD CoC application, project evaluation and CoC monitoring, HMIS implementation, conducting a Point-in-Time Count of the Homeless/Housing Inventory Chart of Homeless Beds, etc.

**Wake County Continuum of Care – NC 507
Memorandum of Understanding (MOU)
HMIS Lead Agency**

Between

Wake County Continuum of Care – NC 507

And the

BACKGROUND

The Wake County Continuum of Care – NC 507 (the “**CoC**”) is a membership-based nonprofit corporation under the laws of the State of North Carolina comprised of a variety of stakeholders from service providers, government entities, research institutions, persons with lived experience, etc., who are committed to preventing and ending homelessness through the design and implementation of plans, which are consistent with local, state, and federal policies. In the spirit of collaboration, the **CoC** and _____ (**HMIS Lead Agency**), the CoC designated HMIS Lead Agency, have agreed to enter this Memorandum of Understanding (“MOU”) to document each party’s duties and responsibilities and to ensure that the same are successfully executed.

The **CoC** and the **HMIS Lead Agency** (collectively, “**The Parties**”) will work together to help the achieve CoC strategic goals. The **HMIS Lead Agency** will provide the administrative support mutually agreed upon by the parties as required to carry out the work of HUD requirements, RFPs, applications, strategies, various committees, workgroups, and like bodies defined in the CoC Governance Charter or requested by the CoC Governance Board (**The Board**).

The parties commit to timely responses, transparency, open communication, and collaborative work strategies, in the completion of tasks necessary to ensure efficient operations of the **CoC** and the **HMIS Lead Agency**.

PURPOSE

This Memorandum of Understanding (MOU) is entered into by **CoC** and the selected HMIS Lead Agency for the Wake County Continuum of Care – NC 507, namely – _____. The purpose of this MOU is to set forth expectations and define responsibilities of **The Parties** as pertaining to the MOU.

KEY STAKEHOLDERS & TERMINOLOGY

1. **Department of Housing and Urban Development (HUD)**. HUD is the federal government agency that implements and regulates the Continuum of Care program under the terms of 24 CFR Part 578 (Interim Rule).

2. **Continuum of Care** – Wake County Continuum of Care – NC 507 (**CoC**). The CoC is a membership-based entity (Public Benefit with Members) comprised of a variety of stakeholders committed to preventing and ending homelessness through the design and implementation of plans, which are consistent with local, state, and federal policies.
3. **Collaborative Applicant (CA)**. The CA is an eligible applicant designated by the CoC to:
 - Collect and submit all the required CoC application information for all projects selected for CoC funding; and
 - Apply for planning funds on behalf of the CoC.
 - All other duties and tasks assigned in the Scope of Work and by the CoC Board.
4. **HUD Planning Grant (Planning Grant)**. The Planning Grant is developed by the CA & CoC to provide funding for carrying out CoC-related activities.
5. **Data Advisory Committee (DAC)**. Committee consisting of CoC members and representatives tasked with monitoring, evaluation, and guidance related to CoC-wide data and HMIS operations in collaboration with the HMIS lead.
6. **CoC Governance Board (The Board)**. The Board is the governance body of the CoC under the terms of its governance Charter. The Board has been elected by The Membership to organize, facilitate, and enact routine activities of the CoC, sign MOU's and contracts on behalf of the CoC, and collaborate with key stakeholders to ensure the CoC is meeting their goals and requirements. The Board may delegate specific responsibilities to the Data Advisory Committee or other committees and workgroups, including, but not limited to, the HMIS Lead Agency, as outlined in this MOU.
7. **Interested Person**: Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
8. **Financial Interest**: A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - An ownership or investment interest in any entity with which the CoC has a transaction or arrangement,
 - A compensation arrangement with the CoC or with any entity or individual with which the Organization has a transaction or arrangement, or
 - A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the CoC is negotiating a transaction or arrangements.
 - Compensation includes direct and indirect remuneration as well as gifts or favors that are not substantial. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

ROLES & RESPONSIBILITIES

CoC Governance Board:

1. **Oversight:** Provide overall decision-making, direction, goals and scope of work for the **HMIS LEAD AGENCY** in **CoC** -related issues.
2. **Meetings:** Facilitate full membership and Board meetings with assistance of the **HMIS Lead Agency & CA**.
3. **Governance:** Facilitate a Governance Charter review annually, or as in accordance with the charter.
4. **Partnership Evaluation:** Facilitated annual, or as dictated by the charter, evaluation of the HMIS LEAD AGENCY, CA, Coordinated Access Entity, and HMIS software, as those terms are defined by HUD regulations; deciding whether to RFP each provider annually with through delegation to the associated committee.
5. **Protection:** Securing proper insurance and protections for the **CoC** at a reasonable level, including but not limited to, Directors & Officers and Errors & Omissions.

HMIS LEAD AGENCY:

1. **Scope of Work:** Ensure that all the responsibilities, tasks and projects outlined in the Attachment 1: Scope of Work in the official RFP for the HMIS Lead Agency completed to the satisfaction of the CoC and its Board.

TERM

1. This MOU shall commence when this document is fully executed and shall continue until stated end date or unless this MOU is terminated sooner as permitted under this MOU.
2. Either party may terminate this MOU for any reason by giving a 90 day prior written notice or immediately if gross misconduct is present.
3. Upon termination for any reason, both parties will participate in an expedient and professional transition of knowledge, documents, grants, and all other relevant information (even if not identified by name in this document) to relevant parties. If termination is for any reason other than default in obligations hereunder or gross misconduct, this transition will also include a formal training period, term of which will be negotiated by the parties involved, to facilitate the successful transfer of information with the minimal disruption to the **CoC**.

MODIFICATIONS AND OTHER PROVISIONS

1. **Modifications:** Either party may request modifications to this MOU. Any changes, modifications, revisions, or amendments (other than changes to the Exhibits as noted below) to this MOU which are mutually agreed upon by and between the parties to this MOU shall be incorporated by written instrument, and effective when fully executed.
2. **Modifications to Exhibits:** If the **CoC Governance** Board and the **HMIS LEAD AGENCY** Leadership/Board

agree, modifications to Exhibits do not require a formal revision to the MOU. Changes to the revised Exhibits will be documented in the minutes of **The Board** as well as distributed to the **CoC** along with the effective dates of such changes.

3. **Compliance with Applicable Laws:** The parties shall at all times comply with all applicable laws, federal, and state, county, municipal statues, ordinances, and regulations relating to this MOU or which may affect the performance of this MOU.
4. **Indemnification:** Each party shall be responsible for and indemnify, defend, and hold harmless the other party, from and against any third-party claims arising out of or in connection with (a) the negligent acts or omissions of its respective officers, agents, directors, and employees to the extent allowable by law; and (b) its breach or alleged breach of this MOU.
5. **Liability:** No officer, member, official, or agent of **The Parties** shall be personally liable in connection with this MOU.

CONFLICT OF INTEREST

This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations. Any potential conflicts of interest as defined below must be disclosed.

The HMIS Lead Agency:

- Will not accept work, enter into a contract, or accept any obligation that constitutes a direct or indirect financial conflict with the **HMIS LEAD AGENCY's** obligations, or the scope of services rendered for the **CoC**, under this MOU.
- The **HMIS LEAD AGENCY** and its staff, leadership and Board warrants that, to the best of its knowledge, there is no other contract or duty on the **HMIS LEAD AGENCY's** part, which conflicts with or is inconsistent with this MOU.
- If any such actual or potential conflict of interest exists or arises under this MOU, the **HMIS LEAD AGENCY** shall immediately inform **The Board** in writing of such conflict.
- Any member of the **HMIS LEAD AGENCY** with an actual or potential conflict of interest must refrain from any decision-making votes pertaining to this MOU or work with **CoC**. If, in the reasonable judgment of the **CoC**, such conflict poses a material conflict to and with the performance of the **HMIS LEAD AGENCY's** obligations under this MOU, then the **CoC** may terminate the MOU immediately upon written notice to **HMIS LEAD AGENCY**; such termination of the MOU shall be effective upon the receipt of such notice by the **HMIS LEAD AGENCY**. The **HMIS LEAD AGENCY** agrees to indemnify the **CoC** from any and all loss or liability incurred by reason of the alleged breach by the **HMIS LEAD AGENCY** of this Conflict-of-Interest provision and of any services agreement with any third party.

CONFIDENTIALITY

The Parties agree that they shall be bound by, and shall abide by, all applicable federal or state statutes or regulations pertaining to the confidentiality of participant records or information, including volunteers. The parties shall not use or disclose any information about a participant provided under this agreement for any

purpose connected with **the parties'** contract responsibilities, except with the written consent of such participant, participant's parent or guardian, or participant's attorney, as applicable under the circumstances.

EQUAL OPPORTUNITY

The Parties mutually agree to be bound by, and abide by, all applicable anti-discrimination statutes, regulations, policies, and procedures as may be applicable under any federal or state contracts, statutes, or regulations, or otherwise as presently or hereinafter adopted. This is to include, but not limited to, the HUD Equal Access Rule ensuring non-discrimination for unmarried and/or non-traditional families, persons who identify as LGBTQ and transgender, or gender non-conforming clients.

TERMS OF AGREEMENT

This MOU shall be

- Effective upon adoption by each signatory agency and entity;
- Reviewed and revised as needed to further implementation of strategic and long-term goals of the **CoC** .
- Expanded, modified, or amended, as needed, at any time by the consent of both agencies; and
- In effect until terminated according to terms of this MOU.

NOTICE

For any notice required hereunder, notice shall be sent via overnight or express or registered mail (return receipt requested).

If to HMIS LEAD AGENCY: _____

If to CoC: _____

DISPUTES

In the event of a dispute between **the Parties** hereto, prior to filing suit, **the parties** agree to engage in not less than six (6) hours of mediation to attempt to resolve the conflict, costs to be borne equally by **the parties**. In the event of litigation, the laws of the State of North Carolina shall apply without regard for its rules regarding conflicts of laws, and venue shall be proper in the Wake County Continuum of Care – NC 507 or Federal District Court.

SIGNATURES

Submittal and Approval:

HMIS Lead Agency Leader / Board Chair Signature:	
Printed Name & Title:	
Date submitted:	
CoC Governance Board Chair Signature:	
Printed Name & Title:	
Date approved:	

