<table>
<thead>
<tr>
<th>Date</th>
<th>Time</th>
<th>Location</th>
</tr>
</thead>
</table>
| February 21, 2018     | 2:00 – 4:00 | OC Community Services  
1300 S. Grand Avenue, Building B  
Conference Rooms A/B/C  
Santa Ana, CA 92705  
714 480-2881 |
| (Inaugural Meeting)   |        |                                                                           |
| March 16, 2018        | 9:00 – 11:00 | OC Community Services  
1300 S. Grand Avenue, Building B  
Conference Rooms A/B/C  
Santa Ana, CA 92705  
714 480-2881 |
| April 20, 2018        | 9:00 – 11:00 | OC Community Services  
1300 S. Grand Avenue, Building B  
Conference Rooms A/B/C  
Santa Ana, CA 92705  
714 480-2881 |
| May 18, 2018          | 9:00 – 11:00 | OC Community Services  
1300 S. Grand Avenue, Building B  
Conference Rooms A/B/C  
Santa Ana, CA 92705  
714 480-2881 |
| June 15, 2018         | 9:00 – 11:00 | OC Community Services  
1300 S. Grand Avenue, Building B  
Conference Rooms A/B/C  
Santa Ana, CA 92705  
714 480-2881 |
| July 20, 2018         | 9:00 – 11:00 | OC Community Services  
1300 S. Grand Avenue, Building B  
Conference Rooms A/B/C  
Santa Ana, CA 92705  
714 480-2881 |
| August 17, 2018       | 9:00 – 11:00 | OC Community Services  
1300 S. Grand Avenue, Building B  
Conference Rooms A/B/C  
Santa Ana, CA 92705  
714 480-2881 |
<table>
<thead>
<tr>
<th>Date</th>
<th>Time</th>
<th>Details</th>
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<tr>
<td>September 21, 2018</td>
<td>9:00 – 11:00</td>
<td>OC Community Services 1300 S. Grand Avenue, Building B Conference Rooms A/B/C Santa Ana, CA 92705 714 480-2881</td>
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<tr>
<td>October 19, 2018</td>
<td>9:00 – 11:00</td>
<td>OC Community Services 1300 S. Grand Avenue, Building B Conference Rooms A/B/C Santa Ana, CA 92705 714 480-2881</td>
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<td>November 16, 2018</td>
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<tr>
<td>December 21, 2018</td>
<td>9:00 – 11:00</td>
<td>OC Community Services 1300 S. Grand Avenue, Building B Conference Rooms A/B/C Santa Ana, CA 92705 714 480-2881</td>
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Orange County CoC-CA -602  
DRAFT Governance Charter

Introduction: In accordance with the Homeless Emergency Assistance and Rapid Transition to Housing Act of 2009 (the “HEARTH Act”) which was enacted into law on May 20, 2009, the Santa Ana/Anaheim/Orange County Continuum of Care in consultation with the Collaborative Applicant (County of Orange), Continuum of Care and Emergency Solution Grant funded agencies, and the Homeless Management Information System (“HMIS”) Lead Agency has developed, a governance charter, which includes procedures and policies needed to comply with the HEARTH Act requirements as prescribed by U.S. Department of Housing and Urban Development (HUD); and a code of conduct and recusal process for the board, its chair(s), and any person acting on behalf of the board.

In general, and unless otherwise specified, all sections of this charter apply to the Continuum of Care at-Large (also referred to as the General Membership) with the exception of Section VII and Section X which apply to the Continuum of Care Board specifically.

I. Name:  
The name of the organization is Santa Ana/Anaheim/Orange County Continuum of Care, COC-CA-602, hereinafter referred to as the “Orange County CoC”.

II. Geographic Boundaries  
The Orange County CoC covers all the geography within the boundaries of the County of Orange including its 34 cities, unincorporated areas as regionalized within North, Central and South Service Planning Areas (SPAs).

III. Purpose:  
The Orange County CoC serves as the locally-designated primary decision-making group whose purpose and scope is to implement the Continuum of Care program (the “CoC”) which is authorized by subtitle C of title IV of the McKinney-Vento Homeless Assistance Act (42 U.S.C. 11381-11389). As noted in CFR 24 Part 578.1 Purpose and scope of the HEARTH Act, the program is designed to:

A. Promote communitywide commitment to the goal of ending homelessness;

B. Provide funding for proven efforts by nonprofit providers, States, and local governments to quickly rehouse homeless individuals (including unaccompanied youth) and families, while minimizing the trauma and dislocation caused to homeless individuals, families, and communities by homelessness;

C. Promote access to and effective utilization of mainstream programs by homeless individuals and families; and

D. Optimize self-sufficiency among individuals and families experiencing homelessness within the jurisdiction.

IV. Continuum of Care Meetings
A public invitation within Regional Geographic Areas for new members to join will be extended at least annually in accordance with the HEARTH Act as described in § 578.7 Responsibilities of the Continuum of Care.

Membership is achieved through a request to be added to the Orange County CoC and a commitment to actively participate in the responsibilities of the Orange County CoC.

D. **General Membership Terms**

There is no term limit. Membership, however, may be terminated by the Orange County CoC in accordance with subsection I. Removal below.

E. **Quorum**

A number equal to a majority of those belonging to the Orange County CoC will constitute a quorum for the transaction of business at any general membership meeting.

F. **Voting**

At all meetings, business items may be decided by arriving at a consensus. If a vote is necessary, all votes will be by voice or ballot at the will of the majority in attendance. The exception to this rule is a vote to elect CoC Board members, in this case a vote will be held by secret ballot. Each active organization will have one vote given by one representative even when more than one organizational representative is present. No active organization may vote on any item which presents a real or perceived conflict-of-interest.

G. **Conflict of Interest**

Members must comply with the conflict of interest and recusal process found in the § 578.95 Conflicts of interest of the Homeless Emergency Assistance and Rapid Transition to Housing Act of 2009 (HEARTH Act).

“(a) Procurement. For the procurement of property (goods, supplies, or equipment) and services, the recipient and its subrecipients must comply with the codes of conduct and conflict-of-interest requirements under 24 CFR 85.36 (for governments) and 24 CFR 84.42 (for private nonprofit organizations).

(b) Continuum of Care board members. No Continuum of Care board member may participate in or influence discussions or resulting decisions concerning the award of a grant or other financial benefits to the organization that the member represents.

(c) Organizational conflict. An organizational conflict of interest arises when, because of activities or relationships with other persons or organizations, the recipient or subrecipient is unable or potentially unable to render impartial assistance in the provision of any type or amount of assistance under this part, or when a covered person’s, as in paragraph (d)(1) of this section, objectivity in performing work with respect to any activity assisted under this part is or might be otherwise impaired. Such an organizational conflict
and the effective and efficient administration of the recipient's or subrecipient's project, taking into account the cumulative effect of the following factors, as applicable:

(A) Whether the exception would provide a significant cost benefit or an essential degree of expertise to the program or project that would otherwise not be available;

(B) Whether an opportunity was provided for open competitive bidding or negotiation;

(C) Whether the affected person has withdrawn from his or her functions, responsibilities, or the decision-making process with respect to the specific activity in question;

(D) Whether the interest or benefit was present before the affected person was in the position described in paragraph (c)(1) of this section;

(E) Whether undue hardship will result to the recipient, the subrecipient, or the person affected, when weighed against the public interest served by avoiding the prohibited conflict;

(F) Whether the person affected is a member of a group or class of persons intended to be the beneficiaries of the assisted activity, and the exception will permit such person to receive generally the same interests or benefits as are being made available or provided to the group or class; and

(G) Any other relevant considerations. “

H. Proxies

The use of proxies is not allowed for members of the general membership.

I. Removal

Any member of the Orange County CoC may be removed by a two-thirds majority of all organizations present during a scheduled meeting.

VI. Responsibilities of the Orange County CoC

The four major responsibilities of the Orange County CoC consists of:

1. operating the Continuum of Care,
2. designating and operating an HMIS for the Continuum of Care,
3. planning for the Continuum of Care, and
4. preparing an application for funds which is in accordance with § 578.7 Responsibilities of the Continuum of Care and in the HEARTH Act and § 578.79.

A. Operating the Continuum of Care.

The Orange County CoC will:

1. Hold meetings of the full membership, with published agendas, at least semi-annually;
e. Policies and procedures for determining and prioritizing which eligible individuals and families will receive permanent supportive housing assistance; and

f. Where the Continuum is designated a high-performing community, as described in Subpart G, policies and procedures set forth in 24 CFR 576.400(e)(vi), (e)(vii), (e)(viii), and (e)(ix).

B. Designating and operating a Homeless Management Information System.
The Orange County CoC will:

1. Designate a single Homeless Management Information System (HMIS) for the geographic area;

2. Designate an eligible applicant to manage the Continuum’s HMIS, which will be known as the HMIS Lead; 2-1-1 Orange County (211OC) currently serves as the HMIS Lead Agency

3. Review, revise, and approve a privacy plan, security plan, and data quality plan for the CoC HMIS;

4. Ensure consistent participation of recipients and subrecipients in the HMIS;

5. Ensure the HMIS is administered in compliance with requirements prescribed by HUD; and

6. Ensure the HMIS operates efficiently and effectively to promote HUD funded and non-funded agency participation, system coordination, utilization and performance is achieved.

C. Continuum of Care Planning.
The Orange County CoC and the Collaborative Applicant (Orange County Community Resources) will develop a plan that includes:

1. Coordinating the implementation of a housing and service system within its geographic area that meets the needs of the homeless individuals, including unaccompanied youth, and families. At a minimum, this system encompasses the following:
   a. Outreach, engagement, and assessment;
   b. Shelter, housing, and supportive services;
   c. Prevention and diversion strategies.

2. Planning for and conducting an annual shelter homeless count and a biennial unsheltered homeless count by Service Planning Area that meets the following requirements:
   a. Homeless persons who are living in a place not designed or ordinarily used as a regular sleeping accommodation for humans must be counted as unsheltered homeless persons;
As noted in §578.5(b) of the HEARTH Act, "The Continuum of Care must establish a board to act on behalf of the Continuum using the process established as a requirement by § 578.7(a)(3) and must comply with the conflict-of-interest requirements at § 578.95(b)."

The Continuum of Care Board is therefore charged with responsibilities and authorities on behalf of the Voting Members of the Orange County CoC. To this end, the Orange County CoC will strategically comprise a governing board that represents the stakeholder groups enumerated in The HEARTH Act which require the Board to be representative of relevant organizations and of projects serving homeless subpopulations within the County of Orange, including at least one (1) homeless or formerly homeless individual to act on behalf of that population.

A. Continuum of Care Board Responsibilities
   The Continuum of Care Board will:

   1. Direct the Orange County CoC work defined in this Governance Charter;

   2. Conduct the hands-on work and facilitate the standing and ad hoc Committees of the Orange County CoC. Every member of the CoC Board is encouraged to serve on at least one (1) Committee;

   3. Build community awareness of the needs of all homeless and at-risk populations identified in the county;

   4. Ensure, to the greatest extent possible, access to services by the subpopulations enumerated in this charter; and

   5. Ensure relevant organizations and projects serving various homeless and at risk subpopulations are represented in the planning and decision-making for the overall coordination of homeless services Continuum of Care.

B. Continuum of Care Board Authority
   The CoC Board has the authority to:

   1. Coordinate the CoC Programs and set goals and priorities for ending homelessness in Orange County;

   2. Approve Orange County CoC policies as recommended by service providers and/or Committees;

   3. Create Committees, sub-Committees, ad hoc Committees, and workgroups necessary for the proper and efficient functioning of the Orange County CoC as long as these Committees do not interfere with or duplicate the duties of any existing Committee; and

   4. Dissolve Committees, sub-Committees, ad hoc Committees, or workgroups, if they are determined to be unnecessary for the proper and efficient functioning of the Orange County CoC.
4. For the inaugural meeting, each member shall be randomly assigned a term of two (2) years or three (3) years. After the initial term, all members will have two-year terms; The Continuum of Care Board shall, at its first meeting, confirm the initial, randomly selected two and three year terms.

5. Appointments made to fill a vacancy left by a member before the expiration of the term of that member shall be for the remaining term of that member. Appointments made to fill a vacancy can be made upon the recommendation of the Collaborative Applicant and confirmed by a majority of the Continuum of Care Board.

6. The traditional nominating and election timeline is as follows:
   
<table>
<thead>
<tr>
<th>Month</th>
<th>Event Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>December</td>
<td>Board Chair appoints Nominating Committee</td>
</tr>
<tr>
<td>January</td>
<td>Nominating Committee convenes</td>
</tr>
<tr>
<td>March</td>
<td>Nominations made to the Board</td>
</tr>
<tr>
<td>April</td>
<td>Full membership meeting vote to elect the CoC Board and Officers and ratify or amend the Governance Charter</td>
</tr>
<tr>
<td>July</td>
<td>Board seating takes place. Outgoing CoC Board and Board staff will provide “training” for incoming Board</td>
</tr>
</tbody>
</table>

7. At the first meeting each July the Continuum of Care Board will elect the Executive Committee (Chair, Vice-Chair, Secretary, and C2eH Representatives) to serve for one (1) year terms. Executive Committee Members may serve for more than one (1) but not more than the three (3) consecutive terms as an Officer.

E. Continuum of Care Board Qualifications

1. The Orange County Continuum of Care Board Members and Officers are selected to represent various constituencies. As a whole the Board should:
   
   a. Be diverse, including philosophical and socio-economic diversity;
   b. Have complementary skill sets;
   c. Represent a balance of community stakeholders in the region; and
   d. Be able to network with other potential CoC Board Members.

2. Potential Board Members must be current Voting Members who demonstrate:
   
   a. A high level of ethical behavior;
   b. Working knowledge of and compassion about addressing homelessness.

3. All Board members must attend at least seventy-five percent (75%) of meetings each year and not be absent for two (2) consecutive meetings in order to remain in good standing. Board Members and Officers failing to meet the attendance standard will be subject to removal by majority vote fifty percent plus one (50% + 1) of the CoC Board.

F. Continuum of Care Board Meetings

1. All meetings will be open to the public except as otherwise determined by the CoC Board. Meetings of the Orange County CoC are not subject to the Ralph M. Brown Act. Any person who attends an Orange County CoC meeting may be asked by the CoC
2. The Orange County CoC prohibits the solicitation and acceptance of gifts or gratuities by the CoC Board, Ranking Committee, Voting Members, or employees and agents of the Collaborative Applicant from anyone who intends to receive personal benefit or preferential treatment. Violation of any portion of this code could subject a Voting Member to immediate termination from membership as determined by the CoC Board;

b. The Orange County CoC promotes impartiality in performing official duties and prohibits any activity representing a conflict of interest. Individuals should not act on a matter if a reasonable person who knew the circumstances of the situation could legitimately question fairness;

c. Officers, Voting Members and Committee Members shall:

i. Put forth honest effort in the performance of their duties;

ii. Not knowingly make unauthorized commitments or promises of any kind purporting to bind the Orange County CoC without previous CoC Board approval;

iii. Disclose waste, fraud, abuse and corruption to the appropriate authorities;
A. Adoption – Affirmative vote of at least fifty percent + 1 of those voting, a quorum being present, shall be required to propose changes to this Governance Charter.

B. Amendments
1. Any member of the CoC Board may propose amendments to the Governance Charter.
2. Proposed amendments shall be submitted in writing and made available to each member of the CoC Board no less than five (5) days prior to consideration before a vote can be taken.
Completed RFP and Contract Process: March - September 2017

March—June 2017
- HMIS RFP was released, RFPs submitted and reviewed, finalists present demos to agencies, County and 211OC

July 2017
- HMIS vendor, BitFocus was selected by unanimous vote by the CoC agencies
- BitFocus recommendation was presented to the C2eH for approval. The C2eH requested further financial information to be presented at the August C2eH meeting.

August 2017
- BitFocus approved by the C2eH as the recommended HMIS vendor for Orange County, to go to the 211OC Board of Directors for contract approval

September 2017
- 211OC Board approval and Contract signed with BitFocus for Clarity software

Completed Steps Implementation and Conversion Process: October 2017 - January 2018

October 2017
- Implementation and configuration planning process started with BitFocus
- Running parallel with Adsystech

November 2017
- First set of test data sent to BitFocus for review
- Agency project set-up spreadsheet completed

December 2017
- BitFocus sent feedback on data issues to be resolved
- BitFocus completed System Administrator training for 211OC HMS staff
- BitFocus completed project setup for 5 agencies with the greatest number of projects (Mercy House, Illumination Foundation, Colette’s, Pathways of Hope, OCHA)

January 2018
- Second set of test data sent to BitFocus to review
- BitFocus provided updated feedback on data issues to resolve
- 211OC reconciled CSV export data findings
- 211OC begins HIC/sheltered PIT process in Adsystech

Next Steps in Implementation and Conversion Process: February - June 2018

February 2018
- All program data issues to be resolved by 211OC
- 211OC to complete project set-up for balance of 42 agencies and mapping documents for projects and services migration
- Feb. 16th is cut-off date for new projects to be setup prior to BitFocus rollout
- BitFocus to complete data transformation scripts
- BitFocus to complete HUD migration test run and evaluation
- Complete data migration from Adsystech into BitFocus / Clarity system

March 2018
- BitFocus to conduct "Train the Trainer" training webinar 211 staff optimal to agencies + 211 total
- 211OC to identify test migration errors
- BitFocus to run cleanup scripts
- 211OC to finish final review of test data migration
- BitFocus to complete HUD migration final run

April 2018
- Orange County will “Go Live” with BitFocus / Clarity HMIS
- All HUD standard data will be available in Clarity

May 2018
- Work begins to migrate CES data and HMIS custom data (all non-HUD standard data)

June 2018
- Complete custom data migration into Clarity, including CES data
# Housed or Matched Individuals & Families Using Coordinated Entry System

## As of January 1, 2018

<table>
<thead>
<tr>
<th>Row Labels</th>
<th>Individual or family (family must include child aged 0-17)</th>
<th>Ind.</th>
<th>Families</th>
<th>Families at 3.6</th>
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<td>Grand Total</td>
<td></td>
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## January 1, 2018 in CES

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</tr>
<tr>
<td>Individual</td>
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<tr>
<td>Grand Total</td>
<td></td>
<td>433</td>
<td>287</td>
<td>146</td>
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</tbody>
</table>

Those not yet matched to housing nor housed through CES as of Jan. 1, 2018:
Assessed & in Process: # of Individuals = 1419
Assessed & Process: # of Families = 639

---

Individuals and Families housed through Coordinated Entry System from July 2015 thru December 2017. Average family size calculated at 3.6 people per household.

517 Units assigned to Individuals and Families; 967 people Housed.

Individuals and Families Matched to Housing and still awaiting housing unit through Coordinated Entry System as of January 1, 2018. Average family size calculated at 3.6 people per household.

433 units needed to house 287 Individuals and 146 Families for a total of 643 people.
### CES Grant Held by 211 OC

#### Budget Update as of 2/14/18

<table>
<thead>
<tr>
<th></th>
<th>CES FY 17-18</th>
<th>CES FY 18-19</th>
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</thead>
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<tr>
<td></td>
<td>TO DATE</td>
<td>EST. REMAIN.</td>
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<tr>
<td></td>
<td>Thru Jan 2018</td>
<td>Feb - Jun 2018</td>
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<tr>
<td><strong>Staffing Expenses</strong></td>
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<tr>
<td>Virtual Front Door</td>
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<td>Core Operations</td>
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<td>HC's &amp; CWN's (6)</td>
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<tr>
<td>Management Support</td>
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<td>$10,463</td>
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**Salaries**

- $371,959
- $124,824

**Benefits**

- $438,911
- $144,368
- $583,279

**Other Expenses**

- $22,400
- $16,000
- $38,400

**Overhead allocation (rent, ins, etc.)**

- $13,000
- $65,000
- $78,000

**HR and Ventura**

- $119,686
- $78,000

**Families Forward ($13k/mo)**

- $119,686
- $78,000

**Expenses**

- Temporary Help $54k, Professional Fees $36k
- Office $10k, Outside Computer $5k
- Housing Adv $3.5k, Travel & Mtgs $3.5k
- CSH Polices and Procedures contract
- RRH Training

**Total other expenses**

- $155,086
- $96,500
- $251,586
- $106,800

**TOTAL EXPENSES**

- $593,997
- $240,868
- $834,865
- $363,724

**Match-County**

- $155,588

**Match - In-kind**

- $71,222

**TOTAL BUDGET**

- $1,061,675

**Available**

- $72,374
- $203,300

**Total back to COC**

- $1,134,049
- $567,024

* NOTE $38k Admin / $40k Programs

---

**CES FY 18-19**

**1st 6 MO**

- Jul - Dec 2018

**Match-County**

- $162,786

**Match - In-kind**

- $4,903

**Total back to COC**

- $35,611
- $203,300