



## **Texas Balance of State Continuum of Care**

**(TX BoS CoC)**

### **Governance Charter**

November 28, 2018 Version

This document is a companion to the Texas Balance of State  
Continuum of Care Policies and Procedures

## Document History

<b>Date</b>	<b>Action</b>
March 25, 2015	Charter approved by CoC Board
September 21, 2016	Revised Charter approved by CoC Board
October 4, 2017	Charter reviewed by CoC Membership
September 26, 2018	Charter reviewed by CoC Membership
November 28, 2018	Revised Charter approved by CoC Board. Changes to member input, CoC Board elections, and CoC Board Member Conflict of Interest form

# **Texas Balance of State Continuum of Care (TX BoS CoC) Governance Charter**

**November 28, 2018 Version**

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The Texas Balance of State Continuum of Care (TX BoS CoC), in consultation with the Collaborative Applicant and CoC Lead Agency (Texas Homeless Network) and the HMIS Lead Agency (Texas Homeless Network), has developed and will follow the CoC's Governance Charter. This charter outlines the broad organizational structure and general work of the TX BoS CoC.

## **CoC Governance Structure**

The Charter identifies the CoC's governance structure, including Collaborative Applicant and HMIS Lead Agency designations and purposes. The Charter also describes the purposes of the CoC Board, Local Homeless Coalitions (LHCs), other committees, and the CoC Lead Agency and staff support.

The name of the affiliation is the Texas Balance of State Continuum of Care (TX BoS CoC).

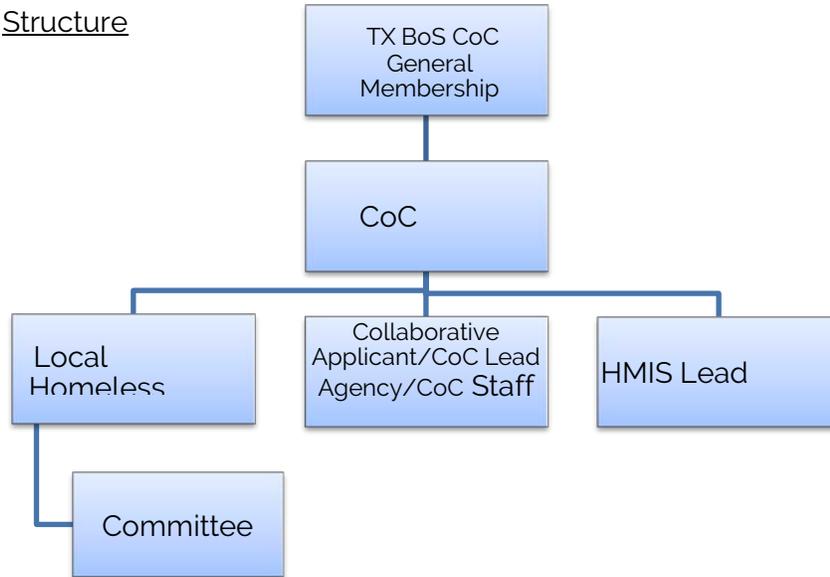
The geographic area of the TX BoS CoC includes 215 counties throughout the state of Texas. Within those counties, approximately 25 Local Homeless Coalitions (LHCs) conduct local CoC planning, housing and service development and delivery, and evaluation, as well as CoC-wide activities through the LHC Chairs, the CoC Board, and CoC committees. (See, in Appendix A, a map of Texas CoCs, a list of counties in the TX BoS CoC, and a map of Local Homeless Coalitions (LHCs) within the TX BoS CoC.)

The TX BoS CoC consists of:

- CoC General Members
- CoC Board
- Local Homeless Coalitions (LHCs)
  - CoC Standing Committees
  - CoC Ad Hoc Committees
- CoC Collaborative Applicant
- CoC HMIS Lead Agency
- CoC Lead Agency and staff support

(See the CoC Membership Chart in Appendix B.)

Governance Structure



The TX BoS CoC has established a board to act on its behalf. The Board is responsible to the membership. The CoC will provide opportunities for CoC members to comment on policies and procedures, and the CoC Board will approve policies and procedures.

The Local Homeless Coalitions (LHCs) inform the TX BoS CoC Board and staff on a regular basis about activities, housing and services, and performance of homeless services in their respective communities. The Board uses information from the LHCs when considering taking action.

The CoC has standing committees and may have ad hoc committees needed to fulfill CoC requirements and enhance the functioning and effectiveness of the CoC.

The TX BoS CoC has designated, and the CoC Board has approved, the Texas Homeless Network (THN) as the Collaborative Applicant for the TX BoS CoC. As such, THN is also the applicant/grantee for HUD Continuum of Care (CoC) Program funds for CoC Planning. The TX BoS CoC Board has not established the Collaborative Applicant as a Unified Funding Agency (UFA). (See the TX BoS CoC's memorandum of understanding/MOU for the CoC Lead Agency and HMIS Lead Agency in Appendix C.)

The TX BoS CoC has selected, and the CoC Board has approved, Texas Homeless Network to serve as the CoC Lead Agency and to provide staff support. THN staff members provide staff support to all other CoC committees and workgroups. (See the TX BoS CoC's MOU for the CoC Lead Agency and HMIS Lead Agency in Appendix C.)

The TX BoS CoC has designated, and the CoC Board has approved, THN as the Homeless Management Information System (HMIS) Lead Agency for the TX BoS CoC.

The business address for the TX BoS CoC is: Texas Balance of State Continuum of Care, Texas Homeless Network, 1713 Fortview Road, Austin, Texas 78704.

Group	Details
CoC General Membership	<p>The General Membership represents persons experiencing homelessness or at risk of homelessness, providers of homeless services, and other relevant organizations and community stakeholders to establish a Continuum of Care and a CoC Board, and to fulfill the CoC's responsibilities, as required by HUD. The responsibilities of the CoC may be completed by the membership at large, or through delegation to the CoC Board, CoC committees and work groups, the CoC Lead Agency, or other groups.</p> <p>TX BoS CoC members are those organizations and persons participating in local homeless planning efforts in the BoS CoC's geographic area, including Local Homeless Coalitions (LHCs); persons participating in the work of the TX BoS CoC Board, and/or committees; and persons included in the CoC e-mail communication list maintained by CoC staff.</p>
CoC Board	<p>The CoC Board is the primary decision-making body for the TX BoS CoC. Board members determine the policy direction of the CoC and ensure that the CoC fulfills its responsibilities as assigned by HUD. Additionally, the Board oversees and approves the work of CoC committees and workgroups. The Board will consist of fifteen members.</p> <p>The CoC will ensure that the CoC Board, its chair, and any persons acting on behalf of the Board comply with a code of conduct and with conflict-of-interest requirements and recusal processes. The CoC Board and CoC staff will strive to ensure broad representation among the 15 positions, including community stakeholders from around the CoC's geographic area and agency staff representing the major homeless subpopulations. Individual Board members may represent multiple sectors or stakeholders.</p> <p>Board members are elected by the full CoC membership in the Fall of each year. Board members will serve staggered terms of two years so that every year, half the positions will stand for election. Terms begin in October and end in September two years later. See the TX BoS CoC Board Requirements Policy and Procedures (located in the TX BoS CoC Policies and Procedures at <a href="http://www.thn.org">www.thn.org</a>).</p>
Local Homeless Coalitions (LHCs)	<p>The Local Homeless Coalitions (LHCs) are the lead workgroups responsible for managing community planning, coordination, and evaluation to ensure that the system of homeless services and housing ends people's homelessness rapidly and permanently. This includes planning for the use of HUD CoC Program resources and coordinating these funds with other resources in their communities.</p>

	Local Homeless Coalitions (LHCs) include representatives of relevant organizations, e.g., homeless services providers, victim services providers, medical services, law enforcement, school districts, and agencies serving other homeless subpopulations.
CoC Standing Committees	<p>While decisions for the Continuum will be made by the Board, the work of the Continuum will generally be carried out by LHCs and committees and, as appointed by committees, subcommittees. Committees shall not make any policy or funding-related decisions. Committees may make recommendations for voting approval by the CoC Board.</p> <p>The Board will establish standing committees, as necessary to ensure all CoC responsibilities are fulfilled according to HUD regulations.</p> <p>Each standing committee will be led by a Chair and a Co-Chair. Committee members may be members of the Board, LHC members and/or other stakeholders. Each standing committee will also have a staff liaison from the CoC Lead Agency, THN.</p>
CoC Ad Hoc Committees	<p>The CoC Board may form short-term workgroups on an as-needed basis to accomplish certain tasks. Ad hoc committee membership will vary depending on the particular needs of the group.</p> <p>Each ad hoc committee will be led by a Chair or by a Chair and a Co-Chair. Other committee members may be other members of the Board, LHC members, and/or other stakeholders. Each ad hoc committee will also have a staff liaison from the CoC Lead Agency, THN.</p>
CoC Collaborative Applicant	Texas Homeless Network is designated by the TX BoS CoC to apply for grants from HUD and other governmental and philanthropic organizations on behalf of the TX BoS CoC. For the Texas BoS CoC, the Collaborative Applicant is also the CoC Lead Agency and support staff and the HMIS Lead Agency.
CoC HMIS Lead	Texas Homeless Network is designated by the TX BoS CoC to operate an HMIS system on its behalf. THN serves as the HMIS project grantee under the CoC Program and is responsible for managing all aspects of the TX BoS CoC HMIS and ensuring it meets all federal requirements.
CoC HMIS System	The Texas Balance of State CoC has designated Client Track as the single HMIS system for meeting HUD client-level data collection and reporting.
CoC Lead Agency and Staff Support	Texas Homeless Network has been selected by the TX BoS CoC to serve as the CoC Lead Agency to provide staff support to the Board and CoC committees and subcommittees. The lead agency performs a variety of necessary functions such as performance monitoring, engagement and education of stakeholders, and submission of the annual collaborative CoC Program grant application ("consolidated application"). THN manages all aspects of the CoC, including ensuring all federal CoC Program requirements are met.

## **Code of Conduct, Conflict of Interest, and Recusal Process**

In order to maintain high ethical standards, HUD requires the CoC Board, the Board Chair(s), and any person acting on behalf of the Board, to comply with a code of conduct and conflict of interest and recusal requirements. All Board members will annually complete and sign a *Code of Conduct* (see Appendix D) and a *Conflict of Interest Form* (see Appendix E) that identifies any conflicts of interest that a member has, including association with organizations that may have a financial interest in business items coming before the CoC Board.

Board members with actual or perceived conflicts of interest must also identify them as they arise. Board members shall report such conflicts of interest to the Board and recuse themselves from discussions or resulting decisions on issues where a conflict of interest exists. No member of the Board shall participate in or influence decisions concerning the award of a grant or other financial benefits to the member or the organization that the member represents. This includes all discussion and decisions with respect to funding, awarding contracts, and implementing corrective actions.

## **Compliance with CoC and HMIS Regulations**

The Charter includes or references policies and procedures needed to comply with Subpart B of the Continuum of Care Interim Rule (24 CFR 578) associated with establishing and operating a CoC, and with Homeless Management Information Systems (HMIS) requirements prescribed by HUD. Detailed policies and procedures are included in the TX BoS CoC's Policies and Procedures. The CoC Governance Charter and CoC Policies and Procedures includes written policies and procedures that document:

- Protocols for full CoC meetings ("CoC General Meetings), including frequency of meetings and process for publication of agenda prior to the meeting;
- Minimum standards for inviting new members to join the CoC;
- The process for establishing committees, subcommittees, or workgroups to fulfill the CoC's responsibilities;
- Policies for monitoring CoC recipients' and subrecipients' performance and evaluating outcomes for the CoC and ESG recipients;
- A plan to coordinate the implementation of a housing and service system within the Texas Balance of State geographic area;
- The process for conducting point-in-time (PIT) counts and housing inventory counts (HIC) of homeless persons and bed capacity; and
- The process for the development of the annual HUD CoC Program application, including the process for CoC approval of the submission of an application, priorities for funding projects, a process for establishing or revising adopted priorities, and use of planning funds.

## **Approval, Annual Review, and Updates**

In consultation with the Collaborative Applicant/CoC Lead Agency and the HMIS Lead Agency, this Charter shall be adopted at a regular TX BoS CoC General Meeting by a simple majority (at least 51%) affirmative vote of the members present and determined eligible to vote.

The Charter may be thereafter amended at a regular TX BoS CoC General Meeting by a simple majority (at least 51%) affirmative vote of the members present and determined eligible to vote. The Governance Charter may be fully revised to include agreed-upon changes, or an Amended Article may be added for insertion into the existing document.

TX BoS CoC Board and membership will annually review and update, as necessary, the TX BoS CoC Governance Charter, in consultation with the Collaborative Applicant/CoC Lead Agency and the HMIS Lead Agency.



## TEXAS HOMELESS NETWORK

### TX BoS CoC Governance Charter Nominee Information and Ballot

I, Carol Gresham, served on the TX BoS CoC Board for the 2014-15 program year, from October 1, 2014, through September 30, 2015. I verify that the CoC Board approved the CoC Governance Charter during the CoC Board Meeting on March 25, 2015, as evidenced by the CoC Board Meeting minutes from 3/25/2015.

This signed verification will be attached to the Governance Charter approved 3/25/2015.

Carol Gresham  
Signature

9-12-2016  
Date

## **Appendices**

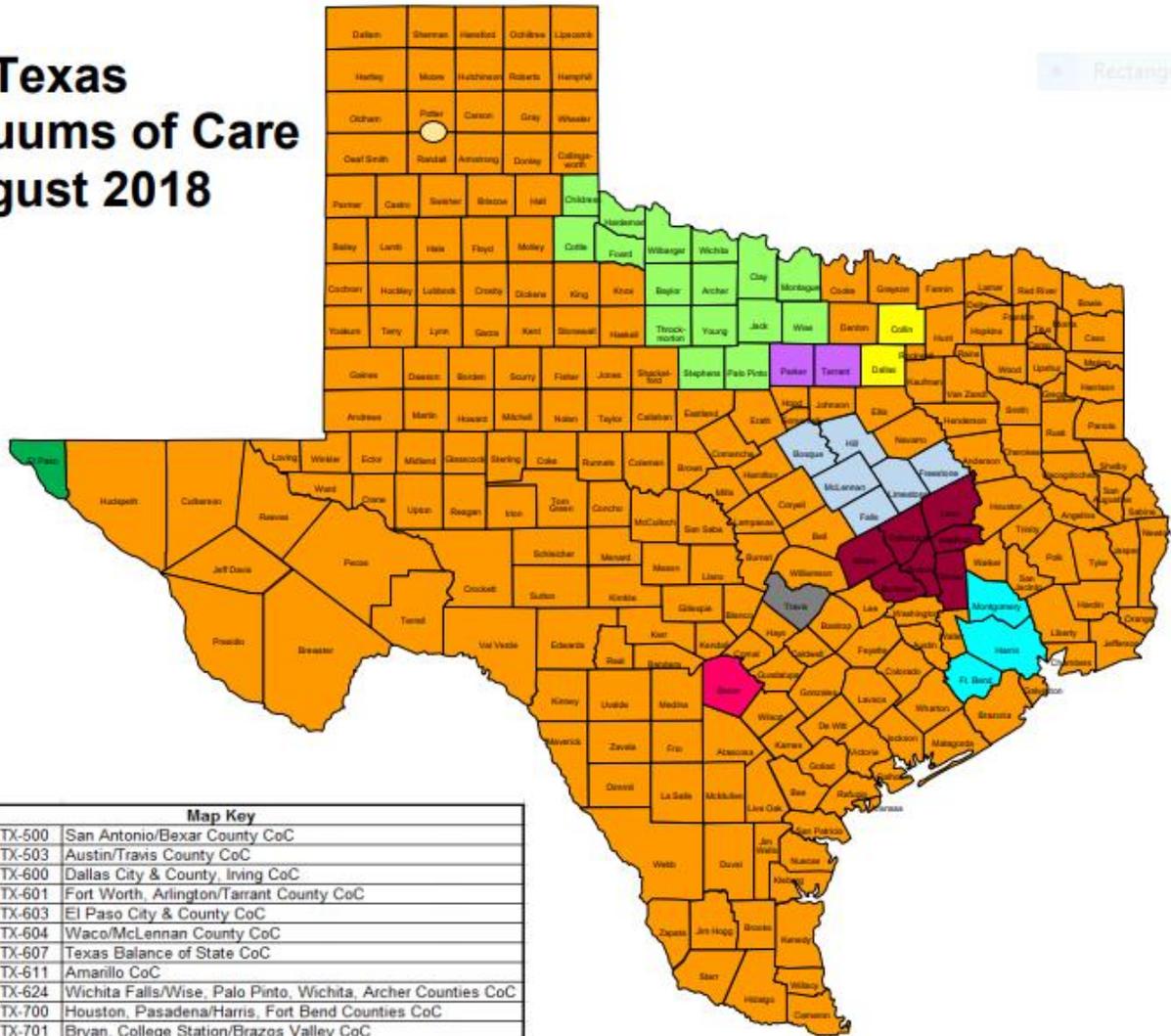
- Appendix A TX BoS CoC Map, list of TX BoS CoC counties, and Local Homeless Coalition (LHC) Map
- Appendix C Memorandum of Understanding (MOU) Regarding the CoC Collaborative Applicant/Lead Agency and HMIS Lead Agency
- Appendix D TX BoS CoC Board Code of Conduct
- Appendix E TX BoS CoC Conflict of Interest Statement

## Appendix A

### TX BoS CoC Map

Counties colored in orange are in the TX BoS CoC.

# Texas Continuums of Care August 2018



**Texas Balance of State Continuum of Care (TX BoS CoC) -- 215 Counties  
September 2018**

Anderson	Culberson	Hidalgo	Mason	Scurry
Andrews	Dallam	Hockley	Matagorda	Shackelford
Angelina	Dawson	Hood	Maverick	Shelby
Aransas	De Witt	Hopkins	McCulloch	Sherman
Armstrong	Deaf Smith	Houston	McMullen	Smith
Atascosa	Delta	Howard	Medina	Somervell
Austin	Denton	Hudspeth	Menard	Starr
Bailey	Dickens	Hunt	Midland	Sterling
Bandera	Dimmit	Hutchinson	Mills	Stonewall
Bastrop	Donley	Irion	Mitchell	Sutton
Bee	Duval	Jackson	Moore	Swisher
Bell	Eastland	Jasper	Morris	Taylor
Blanco	Ector	Jeff Davis	Motley	Terrell
Borden	Edwards	Jefferson	Nacogdoches	Terry
Bowie	Ellis	Jim Hogg	Navarro	Titus
Brazoria	Erath	Jim Wells	Newton	Tom Green
Brewster	Fannin	Johnson	Nolan	Trinity
Briscoe	Fayette	Jones	Nueces	Tyler
Brooks	Fisher	Karnes	Ochiltree	Upshur
Brown	Floyd	Kaufman	Oldham	Upton
Burnet	Franklin	Kendall	Orange	Uvalde
Caldwell	Frio	Kenedy	Panola	Val Verde
Calhoun	Gaines	Kent	Parmer	Van Zandt
Callahan	Galveston	Kerr	Pecos	Victoria
Cameron	Garza	Kimble	Polk	Walker
Camp	Gillespie	King	Potter	Waller
Carson	Glasscock	Kinney	Presidio	Ward
Cass	Goliad	Kleberg	Rains	Washington
Castro	Gonzales	Knox	Randall	Webb
Chambers	Gray	La Salle	Reagan	Wharton
Cherokee	Grayson	Lamar	Real	Wheeler
Cochran	Gregg	Lamb	Red River	Willacy
Coke	Guadalupe	Lampasas	Reeves	Williamson
Coleman	Hale	Lavaca	Refugio	Wilson
Collingsworth	Hall	Lee	Roberts	Winkler
Colorado	Hamilton	Liberty	Rockwall	Wood
Comal	Hansford	Lipscomb	Runnels	Yoakum
Comanche	Hardin	Live Oak	Rusk	Zapata
Concho	Harrison	Llano	Sabine	Zavala
Cooke	Hartley	Loving	San Augustine	
Coryell	Haskell	Lubbock	San Jacinto	
Crane	Hays	Lynn	San Patricio	
Crockett	Hemphill	Marion	San Saba	
Crosby	Henderson	Martin	Schleicher	



## **Appendix C**

Memorandum of Understanding  
for the CoC Collaborative Applicant/CoC Lead Agency/HMIS Lead Agency

## **Appendix D**

TX BoS CoC Board Code of Conduct



**Joint Code of Conduct  
For all Employees, Officers, and Agents of THN and the TX BoS CoC**

**Board of Directors**

**Officers**

**Chair**

Marilyn Brown  
Houston

**Vice Chair**

Teri Holtkamp  
Waco

**Secretary**

Karlene Lewis  
Corpus Christi

**Treasurer**

Anne Budill  
Richmond

**Past President**

Lynne Sipiora  
McKinney

No employee, officer, or agent, or any member of his or her immediate family, his or her partner, or an organization that employs any of the indicated parties, may participate in the selection, award, or administration of a contract supported by a Federal award if he or she has a real or apparent conflict of interest.

No employee, officer, or agent, or any member of his or her immediate family, his or her partner, or an organization that employs any of the indicated parties, may solicit or accept gifts or gratuities, or a series of gifts or gratuities, in excess of \$25.

Violation of the Code of Conduct will result in appropriate administrative and disciplinary actions being taken.

**Additional Provisions by Entity**

*For the THN Board of Directors*

**I. Purpose**

It is imperative to the success of the Corporation that there be a fully informed and responsive Executive Committee and Board. To accomplish this end, all Board members shall conduct themselves at all times in the best interest of the Corporation. In this regard, each Board member shall abide by the following "Code of Ethics." While no code or set of rules can be framed which will particularize all the duties of a Board member, the following code of ethics shall serve as a general guide.

**II. Code of Ethics**

It is imperative to the success of the Corporation that there be a fully informed, responsive, and reasonable Executive Committee and Board. To accomplish this end, all Board members shall conduct themselves at all times in the best interest of the Corporation. In this regard, each Board member shall abide by the following "Code of Ethics." While no code or set of rules can be framed which will particularize all the duties of a Board member, the following code of ethics shall serve as a general guide. The enumeration of particular duties should not be construed as a denial of the existence of others equally imperative, though not specifically mentioned.

**III. Conflicts of Interest**

**A. Financial Interests.** Each Director, Officer, and committee member shall fully disclose any and all financial interests involving themselves or one of their family members in regard to any matter which is presented to the Board or a committee for a vote and shall abstain from voting on such matters. "Financial interests" include, but are not limited to:

1. An ownership, investment interest, or compensation arrangement with any entity with which the Corporation has a transaction or arrangement;

**Members**

Michaëlle Wormly  
Galveston  
Todd Shell  
Houston

**President & CEO**

Eric Samuels  
Austin

2. A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement; or
3. A potential ownership, investment interest, or compensation arrangement with any entity or individual with which the Corporation is negotiating a transaction or arrangement, including a commission or fee, share of the proceeds, the prospect of promotion or profit, or any other form of financial reward.

**B. Family Relationships.** The term "family member" as used herein includes: parents, in-laws, children, siblings, spouses, aunts, uncles, nieces, and nephews.

**C. Duty to Disclose.** In connection with the actual or potential conflict of interest, an interested person must disclose the existence of his financial interest and all material facts to the Directors and members of committees with board-delegated powers considering the proposed transaction or arrangement.

**D. Determining Whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, the interested party shall leave the board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists. E.

Procedures for Addressing the Conflict of Interest

1. An interested person may make a presentation at the board or committee meeting, but after such presentation, he shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement that results in the conflict of interest.
2. The President or Chair of a committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
3. After exercising due diligence, the board or committee shall determine whether the Corporation can obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest.
4. If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would not give rise to a conflict of interest, the board or committee shall determine by a majority vote of the disinterested Directors whether the transaction or arrangement is in the Corporation's best interest and for its own benefit and whether the transaction is fair and reasonable to the Corporation. The Corporation shall make its decision as to whether to enter into transaction or arrangement in conformity with such determination.

**F. Violations of the Conflict of Interest Policy**

1. If the board or committee has reasonable cause to believe that a person has failed to disclose actual or possible conflicts of interest, it shall inform the person of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
2. If, after hearing the response of the person and making such further investigation as may be warranted in the circumstances, the board or committee determines that the person has in fact failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### **G. Recordings and Proceedings.**

The minutes of the board and committees with board delegated powers shall contain:

1. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the board's or committee's decision as to whether a conflict of interest in fact existed; and
2. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection therewith.

#### **IV. Gifts**

Directors and employees of the Corporation may not receive a gift, or a series of gifts, valued at more than \$25 from contractors or businesses who have performed services for the Corporation within the past 12 months without prior approval of a majority vote of disinterested Directors.

Directors and employees of the Corporation shall also gain approval by majority vote of disinterested Directors to personally employ contractors and businesses which have performed services for the Corporation within the past 12 months.

#### **V. Additional Provisions**

1. Directors shall put forth their best effort to attend all meetings and constructively participate in the meetings.
2. Directors shall be responsible for insuring that adequate and correct information is presented to their constituents and the public.
3. Directors shall exercise good judgment in the control and use of confidential information that may from time to time come into their possession. No Director shall use confidential information gained by reason of being a member of the Board of Directors for personal gain to the detriment of the Corporation.
4. Each Director shall serve as a public relations agent for the Corporation and therefore shall work diligently and properly to promote its goals and objectives while keeping abreast with its overall progress.
5. Except for voting at properly called meetings of the Board of Directors, board members shall refrain from entering into the direct day-to-day administration of the program unless they are doing so upon express authority given to them by Resolution of the Board of Directors.
6. The Executive Committee shall be charged with the responsibility of reviewing any allegations of Directors violating this code or acting in any way which is detrimental to the success of the Corporation and make recommendations to the full Board for final action.

#### **VI. Annual Statement**

Each Director, officer, and committee member with board-delegated powers shall annually sign a statement which affirms that such person:

1. Has received a copy of the Code of Ethics/Conflicts of Interest policy;
2. Has read and understands the policy;
3. Has agreed to comply with the policy; and

4. Understands that the Corporation is a charitable organization and that in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

#### For THN Employees

Full-time employees should consider their employment with THN as their primary employment and all employees must refrain from any activity that might be construed as a conflict of interest.

Employees may have outside employment or business interests so long as these do not interfere with job performance. Employees are expected to inform their supervisor of outside employment or business interests.

To avoid conflict of interest, you may not work for a vendor or contractor supplying services to THN, within the State of Texas.

Any outside employment or fees earned for consultation, speaking, or presentation done on agency time shall be paid to the organization.

#### For the TX BoS CoC Board of Directors

##### Section 1- Conflict of Interest

Members of the Texas Balance of State Continuum of Care Board may not participate in [discussion](#), decisions nor votes concerning the selection, award, or administration of a contract supported by a Federal award, or provision of financial benefits, if a real or apparent conflict of interest exists. Such a conflict would arise when the Board Member, any member of his or her immediate family, his or her partner, or an organization that employs or is about to employ any of the parties indicated herein, has a financial or other interest in an agency selected for an award.

##### Section 2 – Acceptance of Gifts or Favors

A Board Member shall neither solicit nor accept gratuities, favors, gifts, or a series of gratuities, favors, or gifts in excess of \$25, from applicants for Federal awards, grantees, contractors, or parties to sub agreements where the receipt would either compromise impartial performance or give the appearance of compromising impartial performance.

##### Section 3 – Fraud Intolerance

- 3.1 The term fraud refers to, but is not limited to: intentionally entering false or erroneous information into electronic software systems; any dishonest or fraudulent act; forgery or alteration of any official document; misappropriation of funds, supplies, or Continuum of Care materials; improper handling or reporting of money or financial transactions; profiting by self or others as a result of inside knowledge; destruction or intentional disappearance of records, furniture, fixtures, or equipment; accepting or seeking anything of material value from vendors or persons providing services or materials to the Continuum of Care for personal benefit; or any similar or related irregularities.

- 3.2 Fraudulent acts will not be tolerated and may result in termination from Board membership. Fraudulent acts will be pursued to the fullest extent and may result in criminal charges.
- 3.3 A Board Member who has reason to believe that there may have been an instance of fraud, improper action, or other illegal act in connection with a Continuum of Care program, function or activity shall report it immediately to the CoC Board and to Texas Homeless Network's President/CEO.
- 3.4 Improper actions are actions undertaken by a Board Member in the performance of their official duties that:
  - (a) Are in violation of any federal, state, or local law; or
  - (b) Constitute an abuse of authority; or
  - (c) Create a substantial, specific danger to public health or safety; or
  - (d) Constitute a misuse of Continuum of Care funds; or
  - (e) Represent a conflict of interest.
- 3.5 Reported incidences will be investigated as expeditiously as possible by the CoC Board and Texas Homeless Network's President/CEO, as appropriate. When an investigation confirms that fraud or an illegal act(s) has occurred, appropriate corrective action will be taken.

Acknowledgement

I have read and understand the Joint Code of Conduct. I agree to promptly report any actual or potential conflicts of interest that arise in my conduct of the business of THN and the TX BoS CoC.  
 I accept the terms of this Code of Conduct and understand that failure to comply with it may result in dismissal from the Board, termination of employment, or termination of contract, and appropriate legal action.

\_\_\_\_\_  
 Printed Name

\_\_\_\_\_  
 Date

\_\_\_\_\_  
 Signature

## **Appendix E**

### Board Member Conflict of Interest Form

