

**RULES AND REGULATIONS
OF THE
MINNESOTA COUNTIES COMPUTER COOPERATIVE
Human Services (HS) USER GROUP**

Adopted November 11, 2019

Introduction

Membership in the Minnesota Counties Computer Cooperative (MnCCC) is defined as a Minnesota county, Minnesota Tribe, or other Minnesota governmental subdivision that is eligible to enter into a joint powers agreement under Minnesota Statute 471.59 and is authorized to provide human services to public assistance clients or serve as an agent of the welfare system for purposes of Minn. Stat. Section 13.46, and that has ratified and executed the Joint Powers Agreement and has paid the membership dues and other charges established by MnCCC.

The MnCCC Board may adopt Rules and Regulations to govern the business and operation of User Groups. Such Rules and Regulations shall be considered supplementary and cannot conflict with or be inconsistent with MnCCC Bylaws and may at any time be modified, replaced or repealed. The Board shall also adopt, maintain, and from time to time update a set of core contract principles and minimum standards that must be included within any software or service agreements. Any deviation from such core principals or minimum standards will require the Board's prior written Consent.

In accordance with Article V., Section 1, of the Minnesota Counties Computer Cooperative (MnCCC) Bylaws, the following supplementary Rules and Regulations governing the business of the Human Services (HS) User Group are promulgated.

I. Human Services (HS) User Group

Mission: To develop and maintain integrated and innovative technology infrastructure that supports person-centered human service practice models and policies.

Vision: Innovative and interoperable systems that support safe, thriving and self-sufficient families in healthy communities.

II. The Human Services (HS) User Group shall:

- Develop and maintain software applications and systems to meet the needs of the HS User Group and its member agencies
- Direct the MnCCC Executive Committee regarding vendor selection and contracts
- Determine and approve modifications or enhancements to software applications
- Identify the needs and system requirements of new applications
- Ensure Member compliance with User Group's rules and regulations
- Conduct business necessary for the operation of the group
- Share financial obligations and ownership as defined in Bylaws
- Advocate for appropriate policy, system and practice changes that support best practices in the broader human services community
- Develop systems using best practices, including data practices and data privacy

III. Article I: Purpose and Definitions of Member Agencies

Section 1. The Human Services User Group exists to collectively provide a shared space to innovate, explore, develop, enhance, and maintain technical systems focused on supporting human services programs. Specific MnCCC User Groups focused on programs would continue to service their specific missions. The Human Services user Group will focus on the cross human services systems and systems not already supported by other MnCCC User Groups. Member agencies can select which projects and systems they want to participate in to best support their local needs.

The purpose of the Human Services User Group Rules and Regulations is to define the manner in which the HS User Group shall operate; the rights, privileges, and obligations of User Group members; to provide direction to the MnCCC Board, which has the authority to contractually bind MnCCC on behalf of the HS User Group regarding vendor selection, vendor contracts, and payment to vendors; and to conduct business necessary to the operation of the HS User Group.

Section 2. Members of the HS User Group are either Minnesota human services public entities; human services focused, Minnesota based, non-governmental organizations or their designees. Membership options in the HS User Group shall be defined as the following:

- A. **"Member Agency"** shall mean a MN county or a Native American tribe (to the extent a tribe provides a service component of the welfare system as defined in Minn. Stat. Section 13.46.), a MN HS governmental agency that is a Member or a Non-Voting Member of the MnCCC as defined in Article 8 or 9 of the MnCCC Bylaws and pays annual membership and other fees to MnCCC to be a member and participate in the HS User Group.,
- B. **"Licensed User"** shall mean a county or MN HS governmental agency that chooses not to be a Member, or a Minnesota based, non-governmental organization or its designee that is not eligible to be a Member as defined in "Article I, Section 2.A", and who has a current, paid in full license to use one or more HS User Group software product(s). Any licensing of software shall be pursuant to a written license agreement.

Licensed Users may attend HS User Group and other meetings related to the specific application system that they have licensed but shall have no formal vote and shall not be counted for any quorum requirement. Licensees may present enhancement requests and participate in funding HS User Group enhancements.

IV. Article II: Organization and Structure

Section 1. HS Governance Committee:

The HS Governance Committee shall act as the primary board overseeing activities of the HS User Group including managing the operations, overseeing standing committees, and creating designated Work Groups to conduct the business of the HS User Group. Membership will include representatives from HS User Group member agencies. Member agencies can choose which Standing Committees and Work Groups they want to participate in. All HS User Group Agencies will be encouraged to provide leadership for officer roles. Vacancies of elected or appointed members of any Committee may be filled by appointment of the HS Governance Group with a new election at the next meeting.

- A. The HS Governance Committee roles and responsibilities shall include the following:
1. Consists of members of MnCCC who use Human Service User Group Systems.
 2. Meets a minimum of (3) three times a year to work on policy, contract, and financial issues.
 3. Holds an annual meeting in June of every year which includes adopting a fee schedule for the coming calendar year.
 4. Requires a quorum for any action requiring monetary commitment or contractual matters (Quorum consists of 40% of Member Agencies plus one.)
 5. Adopt and prescribe procedures for operations
 6. Delegates authority for action to the Standing Committees, and Work Groups including appointing chair/co-chair of work groups and standing committees
 7. Assigns issues to specific work groups to address specific issues.
 8. Appoint program manager(s) who act as the liaison between the User Group and vendors.

Section 2. HS Executive Committee:

The HS Executive Committee shall support the HS Governance Committee by setting agendas, reviewing and coordinating requests and managing issues of urgency. It will include the HS User Group leadership and representatives from all HS Standing Committees and HS Work Groups as appropriate.

- A. The HS Executive Committee roles and responsibilities shall include the following:
1. Conduct urgent business when it is impractical to wait for a HS Governance Committee meeting.
 2. Will draft and recommend policy, contract, and financial issues to HS Governance Committee.

3. Will manage contract negotiations, rate setting, responding to RFPs, and coordinating recommendations to come before the HS Governance Committee.

Section 3. HS Standing Committees:

The HS Governance Committee shall implement HS Standing Committees for each major system governed by the HS User Group. These Standing Committees may oversee one or more HS User Group systems as appropriate and when doing so does not create a conflict of interest. The HS Standing Committees shall manage the development, support and deployment of HS User Group software and systems. They will make recommendations to the HS Executive Committee for creating sub-committees, when deemed necessary, and recommend fees and vendor selection criteria. They shall report to the HS Executive Committee and thereby report to the HS User Group Chair and HS Governance Committee.

- A. The HS Standing Committee(s) roles and responsibilities shall include the following:
 1. Member Agencies and Licensed Users participants are working with Standing Committee system(s).
 2. Agencies commit to participation on Standing Committees and the HS Governance Group recognized commitment sets committee quorum level.
 3. Each member agency participating on Standing Committee is entitled to one vote.
 4. Agency commitment to participate on a Standing Committee should be for at least one year.
 5. Elect a Chair, Co-chair, and Recording Secretary
 6. Provide meeting notices, agendas, attendance, and minutes for posting at MnCCC.
 7. Shall meet regularly to conduct the business of the assigned systems.
 8. Shall develop processes to regularly interact and manage relationships with system vendors.
 9. Shall develop processes to receive, prioritize and manage member agency and licensee requests for system enhancements, support and maintenance.
 10. Recommend system direction and major rewrites to the HS Executive Committee for consideration.
 11. Recommend Version Control, budget, and provide report to HS Governance Committee annual meeting.
 12. Coordinate with vendor and support system upgrades, installation, and beta testing processes.

Section 4. HS Work Groups:

The HS Governance Group or HS Executive Committee (with subsequent ratification by the

HS Governance Group) shall create work groups as needed to conduct and manage the business of the HS User Group. These Work Groups may be time limited or ongoing, may act as exploratory agents or focus on cross HS User Group issues.

- A. The HS Work Group(s) roles and responsibilities shall include the following:
 1. Specific assignment and structure shall be defined by the HS Executive Committee and/ or the HS Governance Group.
 2. May consist of member agency and/ or licensed user representatives.
 3. Agencies commit to participation on Standing Committees and the HS Governance Group recognized commitment sets committee quorum level.
 4. Each member agency participating on Standing Committee is entitled to one vote.
 5. Agency commitment to participate on a Standing Committee should be for at least one year.
 6. Elect a Chair, Co-chair, and Recording Secretary
 7. Provide meeting notices, agendas, attendance, and minutes for posting at MnCCC.
 8. Meeting Frequency, committee size and membership shall be determined by the HS Executive Committee and/ or the HS Governance Group.

Section 5. HS User Group Appointed and Elected Positions:

- A. Officers. All officers will serve a one-year term commencing with the end of the Annual Meeting in June each year.
 1. HS Governance Committee Chair roles and responsibility:
 - a. Serves as Chair for the HS Governance Committee and Executive Committee.
 - b. Sets dates for HS Governance Committee and Executive Committee meetings for the next 12 months by July 15th of the year the Chair assumes leadership.
 - c. Calls meetings to order and runs meetings
 - d. Develops agendas for HS Governance Committee and Executive Committee in coordination with the Vice Chair and past Chair
 - e. Works with MnCCC staff to set and coordinate meetings and provides meeting notices, agendas, attendance and minutes for posting at MnCCC
 - f. Provides HS Governance Committee and Executive Committee detailed annual report (written or in person) at MnCCC Annual Board meeting. The fees associated with participation and attendance at the MnCCC Annual Conference, including registration, hotel, meals, and mileage shall be paid for out of the HS Enhancement Fund for the HS Governance Committee Chair or their designee.
 - g. Review quarterly financial statements prepared by MnCCC.

- h. In Coordination with Executive Committee, prepare annual proposed fees and pricing, to be presented to the HS Governance Committee at their annual meeting.
 - i. Participates in the Request for Proposal (RFP) review process
 - j. Signs change order requests on behalf of the HS User Group
 - k. Coordinates HS User Group rotation of officers
 - l. Assures the following occur at HS Governance Committee Annual meeting (June of every year):
 - a. election of officers, standing committee or work group chairs/co-chairs, any other necessary appointments
 - b. review and approval of Member Agencies and Licensed Users
 - c. approval by owner agencies of software purchase prices and licensing fees
 - 1) approval of Version Control setting the oldest supported version of each software
 - 2) sets minimum equipment requirements
2. HS Governance Group Vice-Chair. The roles and responsibility for the office of Vice Chair shall include:
- a. Automatically succeeds Chair when Chair becomes Past-Chair
 - b. Annually reviews and updates rules and regulations
 - c. Develops agenda for User Group in coordination with the Chair and past Chair
 - d. Stands in when Chair is absent
 - e. Participates in RFP review process
 - f. Establishes User Group rotation of officers
3. HS Governance Group Past Chair. The roles and responsibility for the office of Past Chair shall include:
- a. Serve one-year term in an advisory role to current Chair
 - b. Assists Vice-Chair in review and update of rules and regulations.
 - c. Develops agenda for HS Governance Group in coordination with Chair and Vice Chair
 - d. Establishes and assures HS Governance Group rotation of officers
4. HS Governance Group Recording Officer. The roles and responsibility for the office of the Recording Officer shall include:
- a. Take minutes at HS Governance Committee and Executive Committee
 - b. Send minutes to MnCCC 10 business days prior to next HS User Group meeting
 - c. Find a replacement in his/her absence

B. Appointed Positions.

1. HS User Group Technical Advisor. At the option of the Chair, a Technical Advisor is appointed to serve on HS Governance Group as an ex-officio member to provide technical advice.
2. Information Services Support Group (ISSG) will appoint a member as HS User Group Liaison to act as a liaison between the HS User Group and the IT Staff of the ISSG Group.
3. MnCCC Executive Committee will appoint a member as a HS User Group Liaison to act as a liaison between the HS User Group and the MnCCC Executive Committee.
4. Project Manager.
 - a. Work closely with vendors, HS User Group, and Committees to ensure the interests of the HS User Group are advanced.
 - b. Discuss individual enhancements and how they fit into larger releases.
 - c. Discuss User Group needs in the broader architecture context
 - d. Understand and scan the landscape, bring forward ideas and concerns that support the long-term interests of HS User Group
 - e. Move projects forward by assisting in design, coordination, and intervening to support arising issues.
 - f. Act as a sounding board for emerging ideas

Section 6. Meeting Means:

Any meeting may be conducted wholly or in part by one or more means of remote communication (conference, telephone, webcast or such alternative means as may be authorized by the HS User Group and where all attendees are physically present at the meeting and those participating remotely may hear and communicate with each other during the meeting) provided that timely, valid notice is given, and the number of Voting Members so participating in such meeting is sufficient to constitute a quorum.

Any action required or permitted to be taken at a meeting may be taken by written action signed by written action (or electronic ballot cast) by the number of Voting Members that would be required to take same action as if at a meeting.

Section 7. Scheduling Meetings:

Meetings of the HS Governance or Executive Committee may be called by the Chairperson, the Vice Chairperson, in the absence of the Chairperson, or by request of a simple majority of the Member Agencies. Meetings of the Standing Committees/Work Groups may be called by the Committee Chair, Co-chair or by request of a simple majority of the member agencies of that Committee/Work Groups. Meetings will generally be conducted according to Robert's Rule of Order.

Section 8. Quorum

A quorum shall exist when forty percent (40%) plus one (1) of the agencies or elected representatives, within the HS User Group, Standing Committee and Work Groups present at a duly called meeting. A quorum is needed in order to conduct business of the HS User Group.

Section 9. Additional costs to users or general business of the HS User Group may be acted upon by a simple majority of Member Agencies, as appropriate, who are present at a duly called meeting or ballot. Approval of such costs or changes shall also be allowed by meeting means as described in Section 6. Any business involving monetary commitment or contractual matters (e.g., RFP approval, vendor selection, contract approval, etc.) requires a quorum of the HS Governance Committee.

Section 10. The MnCCC Executive Committee, elected by and acting on behalf of the MnCCC Board, approves all expenses and monetary commitments.

Section 11. Support for meetings, mailings, research, contracting, billing, vendor monitoring, and other similar services will be provided by MnCCC staff.

Section 12. Notice of HS User Group, Work Groups/Standing Committees must be provided ten (10) days prior to the meeting. Notice of a meeting may be waived before, at, or after such meeting. All HS User Group correspondence shall be via MnCCC's RSVP system. Counties/Agencies are responsible for signing up with RSVP to receive announcements and notices of meetings and trainings. Meeting minutes shall be generated for all HS User Group, Standing Committee and Work Group meetings by the designated recorder and distributed to all HS User Group agencies.

Section 13. The HS Governance Committee may meet more often as needed to address business issues and to ensure the proper functioning of the HS User Group. Work Group and Standing Committees shall meet as frequently as is reasonable and as needed to perform the functions assigned to them.

Section 14. Annual HS User Group Meeting.

The HS Governance Committee's Annual Meeting will be held in or about June of each year. The Annual HS Governance Committee Meeting will include annual election of Officers, approval of Standing Committee and Work Group Chairs, and any other necessary appointments. The Annual Meeting shall also include a review and approval of the listing of Member Agencies, Owner Agencies, and Licensees, as found in Appendix A. Owner Agencies will also approve pricing of the software system, Licensee and Version Control. Version Control will be oldest software or system version which will be supported and include minimum hardware requirements, as well as other system minimum requirements. The HS User Group may request an annual report from vendors listing appropriate version control limits and which version agencies have loaded and are using.

V. Article III: HS User Group Fees and Expenses

Section 1. Fees and Expenses:

Members of the HS User Group agree to pay the dues established by the MnCCC Board of Directors as provided for in Article X, Sections 2 and 4 of the MnCCC Bylaws. The Maintenance and Support Contract shall be ratified by the Governing Board of each Member Agency within 90 days after signing by MnCCC and the Chair. Voting rights and enhancement rights will be placed on hold for agencies without a ratification statement on file after the 90-day period unless this is waived by the Chair of the HS User Group due to extenuating circumstances. Member agencies may not submit requests for participatory enhancements without a contract ratification on file with MnCCC. Member Agencies must promptly pay their assigned rates for Maintenance and Support when billed by MnCCC. Maintenance and Support Fees are established with each contract renewal period.

Section 2. Expense Reimbursement:

There will be no reimbursement of expenses for the Executive Committee or any other committee or person by the User Group except as provided in contracts approved by the User Group and the MnCCC Board. Members of the Executive Committee and other established Committees shall be responsible for their own expenses.

Section 3. Software Ownership.

An Agency choosing to purchase a software product governed by the HS User Group shall agree to purchase, through the User Group, the contracted maintenance and support of that software product.

Section 4. Software License Fees.

An agency choosing to license a software product offered through the HS User Group also agrees to pay fees for that license that are consistent with the HS Governance Committee approved pricing. For license contracts with limited maintenance and support hours, or that assign blocks of programming time in a given date range, members and Licensees acquiring these support services may be required to pay for services that are in excess of the total number of hours in the contract, within the terms of an approved support agreement. In the event and to the extent that the total number of support hours that are available as a whole are exceeded in any given year, agencies that exceed the individual agency allotment, may be liable for the cost of hours they used in excess of the contracted allotment at the rates billed to MnCCC. Agencies must promptly pay for those hours utilized when billed by MnCCC.

In the event the HS Governance Committee approves either global or participatory enhancements, Member Agencies and licensees are required to meet the financial obligations as approved by the HS Governance Committee. Payment for enhancements may be split in a variety of methods, including, but not limited to: payment by participating agencies only; equal split of the total cost; an amount agreed upon by each agency, which may not be equal; split of cost based by agency size or need for the enhancement.

Section 5. Revenues.

Unless otherwise specified herein, revenue from sales or from licensing of HS User Group software products, will be deposited into the HS User Group Enhancement Fund and used to pay contracts and agreements in place between the HS User Group and the software vendor or software owner.

Section 6. Any new Member purchasing software support not at the beginning of a support period shall pay a pro-rated support fee according to the support agreements for that software product in place at the time of notification.

VI. Article IV: Termination

Section 1. A Member or Licensed User proposing to terminate its participation in the HS User Group or for one of the HS User Group software products, shall so inform the MnCCC Executive Director in writing by June 1st of the year prior to the calendar year in which termination is desired, to provide adequate vendor and HS User Group notification and planning. Agencies providing written notice by June 1st are responsible for all fees through the end of that calendar year. Agencies providing notice after June 1st are responsible for fees through the end of the calendar year of notice and the following calendar year.

Section 2. A Member which terminates its participation in the HS User Group and has purchased HS User Group software shall have the right to a nonexclusive, unsupported, nontransferable internal use only licensed copy of the software such as the software exists at the time of notification of termination. The Member that leaves the User Group may not sell, give, or otherwise transfer in any manner any of the MnCCC software products, documentation, routines, or other intellectual property except as otherwise may be pre-authorized by the Executive Committee in its sole discretion. Any Member that chooses to leave the User Group shall hold MnCCC and its members harmless for any and all liability, damages, charges or other claims relating to the software products, their use, past services, past support, and for any claims arising out of future software use.

Licensed Users that discontinue their license must terminate use and return or destroy all copies of all software products provided through the HS User Group within 60 days unless otherwise provided within their license agreements.

Section 3. The MnCCC Board shall have the right to terminate any Member or Licensed User for any breach or default of these User Group rules; the MnCCC Bylaws; or of any software license or other User Group agreement or obligation; and, in the event of any curable breach or default, following the failure to cure and expiration of any cure period required under the MnCCC Bylaws or authorized by the MnCCC Board.

Section 4. If, by a majority vote at a duly called meeting where there are at least two thirds of the User Group Members present, they determine, for whatever reason, that they want to terminate their participation in the MnCCC and form their own entity for the purpose of owning, supporting, modifying, and/or creating derivative of work of the software, then they shall have the right to do so.

Section 5. Any agency that leaves the User Group and/or terminates its participation in the support of a software product, and later wishes to resume participation and support, shall be considered for reinstatement by the Executive Committee on application, and determination of

the minimum financial obligation that such would have otherwise have been obligated for, had such applicant not terminated, which may include simple interest at an interest rate as determined in good faith by the Executive Committee. Approval of reinstatement will be dependent and contingent on MnCCC's receipt of payment from such applicant of the lower of: a new financial ownership interest, full license fee, or the proportional fully reimbursed share of all software improvements, including enhancements and development projects that have occurred since such agency terminated its membership or participation in software support as calculated above.

VII. Article IV: Rules and Regulations Amendment

Section 1. These rules and regulations may be amended by the HS Governance Group with an affirmative majority of the HS Governance Committee Members in attendance at the Annual Meeting, or any other duly-called meeting of the Voting Members, or by any electronic or mailed ballot circulated in lieu of such meeting, provided that notice of such proposed amendment shall have been given in writing or by electronic notice at least thirty (30) days in advance to all Members.

Section 2. These rules and any subsequent amendments are subject to approval by the MnCCC Board.

VIII. Article IV: Intellectual Property

Section 1. All HS User Group participants (Member and Licensee) by their participation in the HS User Group, acknowledge that the all software owned or licensed by the HS User Group is the proprietary intellectual property of MnCCC or the software owner and, these participants and all of their officials, officers, staff, contractors, volunteers and others shall not sell, license, distribute, or otherwise transfer MnCCC's source or object code; system or user documentation; file, report or screen formats; any concepts or formulas or any derivatives thereof without the written permission of the MnCCC Board.

(End of HS Rules and Regulations)

Appendix A: 2019 - 2020 Human Services User Group Membership List

Dakota County

Hennepin County

Morrison County

Olmsted County

Ramsey County