

**BYLAWS
FOR THE
SOUTH CENTRAL WORKFORCE INVESTMENT BOARD**

ARTICLE I: NAME

The Board shall be known as the South Central Workforce Investment Board (SCWIB).

The Board shall maintain its principal office in West Plains, Missouri.

ARTICLE II: PURPOSE OF THE BOARD

The purpose of the SCWIB is to provide for the governance of workforce development activities for programs ascribed to it under the Workforce Investment Act (WIA) and for development of policy, administration, operation and activities of the WIA, in agreement with the Consortium of Chief Local Elected Officials (CCLEO) in South Central Region.

The Board is empowered to organize itself, elect officers, adopt bylaws and do all those things authorized by the WIA and other State and Federal statutes in partnership with, and, where the law requires, under the direction of the CCLEO.

ARTICLE III: MEMBERS

Section 1. The Board shall be composed of members as outlined in the Workforce Investment Act of 1998 and 620.511 RSMo. The membership of this Board shall be limited to 47 members. At least 51 percent of the Board shall be from the private sector with public sector representatives and One-Stop Partners composing up to 49 percent of the Board. An individual may be appointed as a representative of more than one entity if the individual meets all the criteria for representation.

Members appointed to the Board must include the following:

- i. Twenty-five private sector business representatives. Private sector business representation will be as follows: four each from Butler and Howell counties; three from Texas county; two each from Douglas, Oregon, Ripley, Wayne and Wright counties; and one each from Carter, Ozark, Reynolds and Shannon counties.
- ii. Two representatives of local educational entities.
- iii. Two representatives of labor organizations.
- iv. Two representatives of community based organizations.
- v. Two representatives from economic development agencies.
- vi. Representatives of each One-Stop Partner representing the programs listed below.
 1. Adult and Dislocated Worker Program
 2. Youth Program
 3. Job Corps
 4. Migrant and Seasonal farm worker
 5. Veterans' workforce and Disabled Veterans' Program

6. Wagner-Peyser Act
7. Adult Education and Literacy
8. Rehabilitation Act
9. Welfare-to-Work
10. Senior Community Service
11. Postsecondary Vocational Education
12. Trade Adjustment and Assistance
13. Community Service Block Grant
14. Housing and Urban Development
15. Unemployment compensation

Section 2. Selection, Nomination and Appointment of Members

All Board members shall be selected/nominated and appointed as stated in the South Central Workforce Investment Region Consortium of Chief Local Elected Officials Agreement.

Section 3. Re-appointment, Removal and Resignation

- i. Approximately one-half of the private sector members of the Board shall be appointed (or re-appointed) each year. Subsequent appointments will be for two (2) year periods. Approximately one-half of the Board terms will expire on June 30 of each year. The CCLEO will submit a slate of appointees for (re)appointment prior to April 1 of each year. Should a vacancy occur during a term of office, appointments will be made for the duration of that term.
- ii. Failure by any member to attend three (3) consecutive regular meetings will warrant a vote by the Board to declare that member's place vacant.
- iii. Any member may resign at any time by giving written notice to the Chair of the Board and WIB Executive Director. Any such resignation shall take effect at the time specified in the member's written notice, and unless the resigning member otherwise specifies, the Board's acceptance of the member's resignation shall not be necessary to make it effective.

Section 4. Conflict of Interest

Board members representing the One-Stop Operators and/or providers or contractors of core, intensive and/or training services for the WIB, and who, by virtue of either their direct employment or Board membership affiliations, are prohibited from voting on any matter which would provide direct financial benefit to that member or organization or that would otherwise affect the distribution of funds among the providers of workforce services. Abstentions shall be reflected in the minutes and count as a 'no' vote except when a conflict of interest is noted at the time an abstention is made. If any other member is impacted by a decision in which he or she might receive direct financial benefit, that member is bound by the same conflict of interest provisions as heretofore described.

Section 5. Confidentiality Policy

All members of the Board, and councils appointed by the Board, shall abide by the Division of Workforce Development (DWD) Confidentiality Policy, DWD Issuance 2008-01, and shall successfully complete the DWD confidentiality training and test annually.

Section 6. Each member of the Board shall have one vote on all matters voted upon, and all members may vote on any question, except as restricted in Article III, Section 4 of this document. Any member may name, with prior written notice to the Workforce Investment Board, an individual

to carry that member's proxy vote at any meeting. A member shall not name an individual to carry that member's proxy vote at subsequent meetings nor more than one third (1/3) of all meetings conducted during any previous twelve months. The named proxy cannot be a current WIB member. Private sector proxies must come from the same county as the WIB member naming the proxy. Public sector proxies must come from the same agency as the WIB member naming the proxy. A slate of designated proxies must be submitted to the CCLEO for approval prior to April 1 of each year.

ARTICLE IV: OFFICERS

Section 1. The officers of the Board, to be chosen by the members, shall be a Chairperson, Vice-Chairperson, Secretary and Treasurer. The Chairperson and Vice-Chairperson must be from the Private Sector members of the Board. The Secretary and Treasurer may be any member of the Board.

Section 2. In addition, there shall be such assistant officers and staff positions as the Board shall, from time to time, deem necessary to carry out the responsibilities of the Board.

Section 3. All officers shall be elected by the Board having received fifty percent or more of the votes cast and shall serve for a term of one year, or in the event of resignation(s), until their successors are elected and shall have qualified. There shall be no limit on the number of consecutive terms that an officer may serve. Officer nominations shall be made from the floor.

Section 4. Any officer elected by the members of the Board may be removed by the affirmative vote of a two-thirds (2/3) majority of the members present and voting at any regular or special meeting of the Board.

Section 5. Any vacancy occurring in any office shall be filled for the un-expired term thereof by the members in the same manner as any election of officers.

Section 6. The Chairperson shall preside at all meetings of the Board. He or she shall execute all instruments for and on behalf of the Board.

Section 7. The Vice-Chairperson shall, in the absence of the Chairperson, perform the duties and exercise the powers of the Chairperson.

Section 8. The Secretary shall review all recorded minutes of the Board which are prepared by Workforce Investment Board staff. The Secretary shall also record the minutes in all closed session meetings of the Board.

Section 9. The Treasurer shall review regular Board financial reports prepared by the WIB staff and may review other periodic financial documents as necessary to satisfy the Board that finances are within budget and that the financial system and expenditures are in compliance with applicable regulations.

ARTICLE V: MEETINGS

Section 1. All meetings of the Board and its Committees shall be held in accordance with Chapter 610 R.S. MO 1978 (the Missouri Sunshine Law) and subsequent revisions thereto.

Section 2. Regular meetings shall take place on the fourth Tuesday of January, April, July and October of each year unless otherwise ordered by the Board.

Section 3. Special meetings of the Board may also be called by the Chairperson at such time and place, and for such purposes as the Chairperson shall designate. In addition, special meetings of the Board may be called upon the written request of one-third of the Board, filed with the Board secretary. Such requests shall include the time, place, and purpose of the meeting. The business conducted at any special meeting shall be limited to the stated purposes of that meeting.

Section 4. Written notice of regular and special meetings of the Board shall be distributed to each member at least five (5) calendar days prior to the date of the meeting. The notice shall include a copy of the agenda for the meeting. Notice may be waived in writing by a member. Notice shall be deemed to be duly given when mailed by ordinary mail, postage prepaid, to each member of the Board at his/her last known address as appears on the records of the WIB.

Section 8. A quorum for the transaction of business at any regular or other meeting shall consist of at least 50% of the current membership. Every decision of a majority of the members present and voting at any meeting at which there is a quorum shall be valid as the binding act of the Board.

Section 9. The minutes of each meeting shall be prepared and distributed to the Board members at least five days prior to the next meeting. Each Chief Local Elected Official shall also receive a copy of the minutes at least five days prior to the next meeting. The minutes of each meeting and any correction thereof, duly adopted, shall be signed by the Chairperson and Secretary.

ARTICLE VI: COMMITTEES

Section 1. The Executive Committee shall serve as the oversight committee of all standing and ad-hoc committees and advice on all matters related to the WIB personnel and the 2-year plan. The Executive Committee shall act on behalf of the full Board in cases of emergency matters arising between regularly scheduled meetings, and provides recommendations and advice to the Board on all matters within the jurisdiction of the Procedural Rules or when a delay in acting on a matter would be detrimental to the Local Workforce Investment System. The Executive Committee shall consist of the Chairperson, Vice-Chairperson, Secretary and Treasurer together with the Chairpersons of each of the four standing committees and the Chair and Vice-Chair of the CCLEO, who shall serve as ex-officio.

Section 2. There shall be a Youth Council, appointed by the Board, with concurrence of the CCLEO. The Youth Council shall be responsible to provide input on all youth-related matters, including coordinating youth activities, developing portions of the local plan related to eligible youth, recommending eligible youth service providers, and conducting oversight with respect to

eligible providers of youth activities. The Youth Council shall be comprised of a Chairperson and representatives from among the following:

- (a) members of the Board with special interest or expertise in youth policy;
- (b) representatives of youth service agencies, including juvenile justice and local law enforcement;
- (c) representatives of local public housing authorities;
- (d) parents of eligible youth seeking assistance under the Act;
- (e) individuals, including former participants and representatives of organizations that have experience relating to youth activities;
- (f) representatives of the Job Corps, as appropriate; and
- (g) other individuals as the chairperson of the WIB in cooperation with the CCLEO, determines to be appropriate.

Section 3. There shall be an Economic Development Committee responsible for assisting in the connection of workforce programs and services to local economic development initiatives in order to enhance both the local workforce and local economy. There shall be five members of the committee to include three representatives from the private sector and two representatives from the public sector. The Chair of the committee shall be selected from private sector representatives.

Section 4. There shall be a Workforce Development Committee responsible to monitor and evaluate Workforce Investment Board programs and their alignment with community needs and WIB goals, including oversight for training, education and employment programs. This committee monitors the coordination of service delivery to promote efficiency and prevent overlap of services among programs. Specifically, it tailors employment and training programs to suit the SCWIB's workforce and economic development needs. There shall be five members of the committee to include three representatives from the private sector and two representatives from the public sector. The Chair of the committee shall be selected from either private or public sector representatives.

Section 5. There shall be a Proposal Evaluation Committee, responsible to advise on the development of Requests for Proposals, evaluate Requests for Proposals and approve training providers. There shall be five members of the committee to include one representative from the following committees: Executive Committee, Youth Council, Economic Development Committee, Workforce Development Committee and one at-large member. The Chair of the committee may be selected from private or public sector representatives.

Section 6. There shall be an ad hoc Ethics Committee, which shall develop and apply guidelines for ensuring ethical behavior and resolving ethical conflicts. The committee shall consist of three members and be called to order as needed. The committee shall include a representative from each of the following groups: private sector, public sector, and CLEO.

Section 7. There shall be such other committees as the Chairperson of the Board, with the approval of the membership, shall from time to time designate. The members of any said committees shall be appointed by the Chairperson and shall have such authority and perform such duties as the members shall designate by resolution. To the extent feasible and practical, the geography of the WIA shall be represented in Committee composition.

Section 8. Any representation of a committee constitutes a quorum of that committee except in the instances in which the Executive Committee is acting in place of the Board at which time there should be a 50 percent majority required for a quorum.

Section 9. All recommendations shall be submitted to the Board in written form for review. Recommendations to the Board should also include any pertinent background information when necessary.

ARTICLE VIII: AUDIT

The fiscal records under the auspices of the Board and CCLEO shall be audited annually under the Single Audit Act of 1996 or under such other requirements of government circulars and auditing standards as might apply.

ARTICLE IX: AMENDMENTS

The Bylaws of the Board may be amended by the 2/3 majority vote of the members present and voting at any regular meeting of the Board, or at any special meeting thereof at which a quorum is present, provided that the proposed amendments have been properly announced and have been provided to the members at least ten (10) days in advance of the meeting.

ARTICLE X: PARLIAMENTARY AUTHORITY

Meetings of the Board shall be conducted according to procedures contained in Robert's Rules of Order, Revised, unless such procedures are in conflict with the Board's Bylaws, in which case the Board's Bylaws shall prevail.

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