

# **SOUTH CENTRAL WORKFORCE INVESTMENT BOARD BYLAWS**

## **ARTICLE I: NAME**

The Board shall be known as the South Central Workforce Investment Board, also doing business as the South Central Workforce Development Board.

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

## **ARTICLE II: PUROSE OF THE BOARD**

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

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

## **ARTICLE III: ORGANIZATION OF THE BOARD**

**Section 1.** The Board shall be composed of members as outlined in the Workforce Innovation and Opportunities Act along with any related state issuance.

- A. A majority of the members of each local board shall be representatives of business in the local area with a minimum of two members who represent small business as defined by the United States small business administration; and
  - i. Are owners of businesses, chief executives or operating officers of businesses, or other business executives or employers with optimum policymaking or hiring authority; and
  - ii. Represent businesses, or organizations representing businesses described in this clause, which provide employment opportunities that, at a minimum, include high-quality work-relevant training and development in in-demand industry sectors or occupations in the local area; and
  - iii. Are appointed from among individuals, nominated by local business organizations and business trade associations.
- B. Not less than 20 percent of the members of each local board shall be representatives of the workforce within the local area, who-
  - i. Shall include representatives of labor organizations for a local area in which employees are represented by labor organizations who have been nominated by local labor federations or (for a local area in which no employees are represented by such organizations) other representatives of employees; and
  - ii. Shall include a representative who shall be a member of a labor organization or a training director from a joint labor-management apprenticeship program, or if no such joint program exists in the area, such a representative of an apprenticeship program in the area, if such a program exists; and
  - iii. May include representatives of community based organizations that have demonstrated experience and expertise in addressing the employment that serve veterans or that provide or support competitive integrated employment for individuals with disabilities; and
  - iv. May include representatives of organizations that have demonstrated experience and expertise in addressing the employment, training, or education needs of eligible youth, including representatives of organizations that serve out-of-school youth.

- C. Each local board shall include representatives of entities administering education and training activities in the local area, who-
  - i. Shall include a representative of eligible providers administering adult education and literacy activities under title II; and
  - ii. Shall include a representative of institutions of higher education providing workforce investment activities (including community colleges); and
  - iii. May include representatives of local education agencies, and of community-based organizations with demonstrated experience and expertise in addressing the education or training needs of individuals with barriers to employment.
- D. Each local board shall include representatives of government and economic and community development entities serving the local area, who-
  - i. Shall include a representative of economic and community development entities; and
  - ii. Shall include a representative from the State employment service office under the Wagner-Peyser Act serving the local area; and
  - iii. Shall include a representative of the programs carried out under title I of the Rehabilitation Act of 1973 serving the local area; and
  - iv. Shall include an appropriate representative of the programs carried out under temporary assistance for needy families; and
  - v. May include representatives of agencies or entities administering programs serving the local area relating to transportation housing, and public assistance; and
  - vi. May include representatives of philanthropic organizations serving the local area.
- E. Each local board may include such other individuals or representatives of entities as the chief elected officials in the local area may determine to be appropriate.

## **Section 2.** Selection, Nomination, and Appointment of Members

All Board members shall be nominated and appointed as stated in the South Central Workforce Investment Region Consortium of Chief Local Elected Officials Agreement. Any board vacancies will be reported at each Consortium of Chief Local Elected Officials meeting.

## **Section 3.** Re-appointment, Removal and Resignation

- i. Approximately one-half of the members of the Board shall be appointed (or re-appointed) each year. Subsequent appointments will be for two (2) year periods. The CCLEO will submit a slate of appointees for (re)appointment at the April Board meeting 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 board 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. Conflicts of Interest**

A member of a local board, or a member of a standing committee, may not-

- 1) Vote on a matter under consideration by the local board-
  - a. Regarding the provision of services by such member (or by an entity that such member represents); or
  - b. That would provide direct financial benefit to such member or the immediate family of such member; or
- 2) Engage in any other activity determined by the Governor to constitute a conflict of interest as specified in the State plan.

#### **Section 5. Confidentiality Policy**

All members of the Board and committee volunteers 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.

**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 subsequent meetings. The named proxy cannot be a current WIB member. Private sector proxies must come from the business as the board member naming the proxy. Public sector proxies must come from the same agency as the board member naming the proxy. A slate of designated proxies must be submitted to the CLEO for approval in April 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 members of 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 over 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 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 board 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 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. Full WIB meetings are planned in person with an option to call in by WebEx.

**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 at 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 purpose of that meeting.

**Section 4.** Written notice of regular and special meetings of the Board shall be distributed to each member by email at least five 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. Agendas will also be posted on the board website.

**Section 5.** 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 6.** The minutes of each meeting shall be prepared and distributed to the Board members 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 Secretary.

#### **ARTICLE VI: COMMITTEES**

**Section 1.** The Executive Committee shall serve as the oversight committee of all standing and ad-hoc committees and advise on all matters related to the board personnel and the local plan. The Executive Committee shall act on behalf of the full board in cases of emergency matters arising between regularly scheduled meetings and provide 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 the Youth Committee, the One Stop Committee, and the Service to Customers with Barriers and Disabilities and the Chair and Vice-Chair of the CCLEO, who shall serve ex-officio.

**Section 2.** There shall be a Youth Committee responsible to provide information and to assist with planning, operational, and other issues relating to the provision of services to youth. The Youth Committee must be chaired by a board member; and include at least two non-board members and include at least two members representing community based organizations with a demonstrated record of success in serving youth.

**Section 3.** There shall be a One-Stop Service Delivery Committee to provide information and assist with operational and other issues relating to the One-Stop Delivery system. The One-Stop Service Delivery Committee must be chaired by a board member; and include at least two non-board members and may include representatives of the One-Stop partners.

**Section 4.** There shall be an Inclusion Committee to provide information and to assist with operational and other issues relating to the Provision of Services to Individuals with Disabilities, including issues relating to compliance regarding providing programmatic and physical access to the services, programs, and activities of the One-Stop Delivery system, as well as appropriate training for staff on providing supports for or accommodations to, and finding employment opportunities for, individuals with disabilities. The Service to Customers with Barriers and Disabilities Committee must be chaired by a board member and include at least two non-board members.

**Section 5.** There shall be a Proposal Evaluation Committee, responsible to advise on the development of Requests for Proposals, evaluate proposals and recommend service providers to the board. There shall be six members of the committee to include one representative from the following committees: Executive Committee, Youth Committee, One Stop Service Delivery Committee, Service to Customers with Barriers and Disabilities Committee, and two non-board members. The Proposal Evaluation Committee must be chaired by a board member.

**Section 6.** There shall be such other committees as the Chairperson of the Board, with the approval of the membership, shall from time to time designate.

**Section 7.** The members of any said committee shall be appointed by the Chairperson with the approval of the membership.

**Section 8.** To the extent feasible and practical the geography of the workforce investment area shall be represented in committee composition.

**Section 9.** 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 majority required for a quorum.

**Section 10.** All committee 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.

**Section 11.** All board members must be a member of and participate in at least one standing committee.

#### **ARTICLE VIII: AUDIT**

The fiscal records under the auspices of the Board and CCLEO shall be audited annually under the 2014 Omni Super Circular 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 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.