

WORKFORCE DEVELOPMENT BOARD OF YUMA COUNTY

Operated by

The Yuma Private Industry Council, Inc.

BY-LAWS

ARTICLE I. NAME Workforce Development Board of Yuma County

ARTICLE II. AUTHORITY The Workforce Development Board of Yuma County is established in accordance with the Workforce Innovation and Opportunity Act, hereinafter referred to as WIOA, Public Law 113-128, July 22, 2014 (WIOA §107).

ARTICLE III. FUNCTIONS OF THE BOARD

It shall be the responsibility of the Workforce Development Board to provide policy guidance for, and exercise oversight with respect to, federally funded activities authorized by the Workforce Innovation and Opportunity Act (Public Law 113-128) in partnership with County Government Chief Elected Officials (CEOs) within its Workforce Development Area, which is Yuma County. The Local Workforce Board will provide strategic and operational oversight in collaboration with the required and additional partners and workforce stakeholders to develop a comprehensive and high quality workforce development system in Yuma County. It shall assist in the achievement of the state's strategic and operational vision and goals as outlined in the Unified State Plan; maximize and continue to improve the quality of service, customer satisfaction, and effectiveness of the services provided in collaboration with workforce and education partners. The Workforce Development Board will generally operate on a fiscal year from July 1, through June 30.

ARTICLE IV. RESPONSIBILITIES OF THE BOARD

1. Develop a Workforce Development Plan; select eligible providers, operate programs (with authorization from local elected officials and the Governor), designate or certify One-Stop Operators, and terminate for cause the eligibility of providers or operators.
2. The Workforce Development Board shall consider proposals and issues brought before it on subjects relating to its programs in Yuma County and any other subject that it deems necessary and appropriate.
3. The Workforce Development Board will include in its recommendations, effective methods for promoting public understanding and acceptance of Workforce programs and issues.

4. The Workforce Development Board is responsible for the selection of an Executive Director. The Executive Director serves at the pleasure of the Board. The Executive Director will be responsible for administering the personnel function of the Board according to approved Personnel Policies and Procedures.

ARTICLE V. STRUCTURE OF THE BOARD

The Board shall consist of members appointed by the Yuma County Board of Supervisors in accordance with WIOA regulations. Members shall represent private sector, educational agencies, including an eligible provider administering Adult Education and Literacy activities under Title II of WIOA, the Wagner-Peyser Employment Service, organized labor, registered apprenticeship programs, **if one exists**, programs carried out under Title I of the Rehabilitation Act of 1973 (other than section 112 or part C of that title), community based organizations, economic development, and representatives of designated One-Stop Partners. **Representatives of the Private Sector shall constitute the majority of the membership of the Board. Private Sector Board members will be appointed from among individuals nominated by local business organizations.**

A. TERMS OF OFFICE – BOARD MEMBERS

1. The Board of Supervisors shall appoint members to a two or three year term on a staggered basis. Replacements will be made from the same sector that a vacancy occurs; private, public, or designated One-Stop Partner.
2. Members of the Workforce Development Board may be re-appointed to serve additional terms at the discretion of the Board of Supervisors.

B. ELECTION OF CHAIRPERSON, VICE-CHAIRPERSON, AND SECRETARY-TREASURER

1. The Chairperson, Vice-Chairperson, and Secretary-Treasurer shall be elected by a majority of members at the designated annual meeting held in the fall of each year. The Chairperson and Vice-Chairperson shall be from the private sector.
2. The Finance and Personnel Committee will nominate and recommend a slate of candidates from the membership with other nominations accepted from the floor.
3. Each officer will serve a one year term, and will continue to serve until a successor takes office.
4. The Chairperson shall preside at all meetings.

5. In the absence of the Chairperson, the Vice-Chairperson shall preside. In the absence of both the Chairperson and Vice-Chairperson, the Secretary-Treasurer shall preside. Should all officers not be available for a meeting, the Chairperson may appoint a temporary Chairperson.
6. The Chairperson shall have control of the board room and decide all points of order and procedure.
7. In the event that the Chairperson cannot serve a full term as a Board Member, the Vice-Chairman will assume the duties of Chairperson to complete the remainder of the term. If both cannot serve a full term, a special election shall be held.

C. COMPENSATION

All members shall serve without compensation except for reimbursement for travel and subsistence as provided by law for other state officers and employees (A.R.S. 41-1981, H).

D. REMOVAL OF MEMBERS

Any member of the Council may be removed upon approval of the Board of Supervisors in accordance with procedures established by the Workforce Development Board. These procedures include notifying the Clerk of the Board of any members' non-compliance with membership responsibilities. The Clerk of the Board will solicit a response from the member in question. The Board of Supervisors will then decide on appropriate action to be taken.

E. ABSENCES

A member's absence for three consecutive meetings shall be considered a resignation unless by a majority vote of the Board, the Board:

1. Votes to excuse such absence upon good cause at the next meeting; or
2. Votes to grant a leave of absence for the member before the leave of absence commences.

ARTICLE VI. VOTING

A. QUORUM

1. A quorum shall be necessary for the transaction of official business and the taking of official action. Lack of a quorum for thirty minutes following the scheduled starting time shall cancel the meeting and no official business shall be transacted or official action taken.

2. A quorum shall constitute 51% of the membership.
3. The Workforce Development Board may include the use of technology such as phone or web-based meetings to promote member participation and voting at its discretion.

ARTICLE VII. MEETINGS

A. Regular meetings shall be held at the discretion of the Workforce Development Board as determined by the Board-approved annual calendar. Meetings will be conducted in adherence to Arizona Open Meeting Law 38-431 to 431.09 (Open Meeting Law).

a. Exception:

- i. An emergency exists and it is unsafe to meet in the place designated;
- ii. It is to be held at another location; notice of such change of location shall be made according to law and policy pertaining to special meetings. Regular meetings are open to the public; or
- iii. Board quorum cannot be met.

1. Written notice of Regular Meeting of the Board will be mailed, emailed, or faxed to each member nine (9) calendar days prior of the meeting. A courtesy phone reminder may precede the meeting to determine if there will be a quorum.
2. Notice of Public Meeting will be announced on the Arizona@Work website.
3. Notice of Public Meeting will be posted in the Yuma County Board of Supervisor's bulletin board.

B. SPECIAL MEETINGS

1. Special meetings may be called by a majority vote of the members if the Board is in session.
2. If the Board is not in session, special meetings may be called at the discretion of the Chairperson or at the written request of one-third of the appointed members.
3. If the special meeting is called at any time other than when the Board is in session, then each member shall be given such notice as is reasonable under the circumstances.
4. Written notice of Special Meeting of the Board will be mailed, emailed, or faxed to each member within a reasonable period of time prior of the meeting. A courtesy phone reminder may precede the meeting to determine if there will be a quorum.

5. Notice of Public Meeting will be announced on the Arizona@Work website.
6. Notice of Public Meeting will be posted in the Yuma County Board of Supervisor's bulletin board.

C. COMMITTEES

The Board shall have the power at any time to create, fill vacancies as allowed by the WIOA, change the size of membership of, and discharge any committee. All Committees are authorized only to make recommendations by majority approval of its members for final decision or action, to be directed either to the full Board or Executive Committee.

A. EXECUTIVE COMMITTEE

The Executive Committee shall be comprised of the following Board members: Chair, Vice Chair, and Secretary/Treasurer. The Chair may appoint up to five (5) additional board members to serve on the Executive Committee at his or her discretion. The Executive Committee shall be a separate Committee and body from the Board, but shall have the same duties and may exercise the same powers as the full Board, subject to the limitations of the provisions of the Articles of Incorporation and these bylaws. It may also act as a Board of Referred Powers to the extent permitted by law in the event that a matter is presented to the full Board and unable to act unless the full Board, by resolution, restricts its powers.

The functions and responsibilities of the Executive Committee shall be as follow:

1. The sole purpose of the Executive Committee shall be to take action that is required when a special or regular meeting cannot be convened in time to take the required action. The Executive Committee shall not take action on any item requiring a supermajority vote under these Bylaws.
2. Shall act on behalf of the Workforce Development Board on matters needing action during the time between the Workforce Development Board meetings.
3. Perform duties needed to ensure that the vision and goals of the board are being met and developed.
4. Coordinate and monitor performance on committees.
5. Approve committee reports and recommendations
6. Report upon all actions taken by the committee at the regular scheduled Workforce Development Board meetings.

7. Perform other responsibilities as may be designated by the Workforce Development Board.
8. Fulfill legislative requirement of the Workforce Innovation and Opportunity Act (WIOA); and

B. FINANCE AND PERSONNEL COMMITTEE

The Finance and Personnel Committee shall oversee the fiscal operations for the Board. It shall ensure the development and implementation of an integrated operator/partner budget to finance the One-Stop System and submit such financial plan to the Chief Elected Official for review. The Committee shall be comprised of the Local Board Chair, the Secretary/Treasurer and other board members as determined by the Chair. All shall possess the skills necessary to carry out the functions of the Committee, which are as follows:

1. Prepare and recommend the Workforce Development Board Operating Budget to the full Board;
2. Recommend allocation of WIOA funds to One Stop Operator(s) after review of each proposed budget;
3. Review all financial reports/documents /audits as needed;
4. Establish, enforce, and review all financial policies and procedures;
5. May request additional information and reports from One Stop Operator(s) on an as needed basis;
6. Work with the Executive Director to secure additional grants and funds for the Workforce Development System and Board.

ARTICLE VIII. DELEGATION OF LOCAL BOARD DUTIES:

Members of the Workforce Development Board of Yuma County shall not be permitted to delegate any duties to proxies or alternates.

ARTICLE IX. CONFLICT OF INTEREST

The Workforce Development Board members must adhere to the following rules regarding conflict of interest pursuant to WIOA Section 107:

1. Board members may not vote on any matter under consideration by the board when:

- a. The matter concerns the provision of services by the member or by an entity that the member represents; or
 - b. The matter would provide direct financial benefit to the member or the immediate family of the member; or
 - c. The matter concerns any other activity determined by the Governor to constitute a conflict of interest as specified in the State Plan
2. Board member must avoid even the appearance of a conflict of interest. Prior to taking office, Board members must provide to the Board Chairperson a written declaration of all substantial business interests or relationships they, or their immediate families, have with all businesses or organizations that have received, currently received, or are likely to receive contracts or funding from the Board. Such declarations must be updated annually or within 30 days to reflect any changes in such business interests or relationships. The board must appoint an individual to review the disclosure information in a timely manner and advise the Board/Chair and appropriate member of potential conflicts.
3. Prior to a discussion, vote or decision on any matter before a Board, if a member, or a person in the immediate family of such member, has a substantial interest in a or relationship to a business entity, organization, or property that would be affected by any official Board action, the member must disclose the nature and extent of the interest or relationship and must abstain from discussion and voting on or in any other way participating in the decision on the matter. All abstentions must be recorded in the minutes of the Board meeting and be maintained as part of the official record.
4. It is the responsibility of the Board members to monitor potential conflict of interest and bring it to the Board's attention in the event a member does not make a self-declaration.
5. In order to avoid a conflict of interest, the board must ensure that the Board's workforce service providers for WIOA Title 1B adult, dislocated worker, and youth programs must not employ or otherwise compensate a current or former Board member or Board employee who was employed or compensated by the board or its administrative entity, fiscal agent, or grant recipient anytime during the previous 12 months.
6. A Board must ensure that the Board, its members, or its administrative staff do not directly control the daily activities of its workforce service providers, workforce system partners or contractors.
7. The board members or their organizations may receive services as a customer of a local workforce service provider or workforce system partner.

ARTICLE X. CONFLICT RESOLUTION

The Workforce Development Board is committed to reaching a prompt and fair resolution of any disputes, conflicts, or disagreements that may arise from time to time, and that may threaten the functioning of the Board.

1. BOARD MEMBERS;

Conflicts between board members will be resolved by action(s) of the Workforce Development Board in the following manner:

- a. In case of a conflict between board members, the matter will be resolved by a meeting of the interested parties with the Executive Committee of the Workforce Development Board.
- b. If the matter is not resolved at the Board level, the conflict may be elevated to the Yuma County Board of Supervisors.
- c. If the matter is not resolved the Board of Supervisors level, the conflict may be elevated to the Arizona Department of Economic Security for resolution.

2. SERVICE DELIVERY PARTNERS;

Conflicts with Service Delivery Partners will be resolved in the following manner:

- a. The parties shall first attempt to resolve all disputes informally. The matter will be resolved by a meeting of the interested parties with the Program Operation Director and/or the Strategic Program Initiative Director of the local board
- b. The Operations Director and/or the Strategic Program Initiative Director will attempt to resolve the issues at the lowest possible levels of the organization involved.
- c. If the informal resolution doesn't work, the matter will be referred to the Executive Director of the local board.
- d. If the matter fails to be resolved at the Executive Director's level, the matter will be referred to the Local Board for appropriate designation and/or recommendation. The Chair of the Workforce Development Board may place the matter on the agenda of an executive session of the Executive Committee to mediate and issue a written recommendation
- e. If the matter is subsequently still not resolved, the local board will advise the service provider or providers of their options for appealing to the Arizona Department of Economic Security.

3. CONSORTIUM PARTNERS

Conflict with Consortium Partners will be dealt with in a similar approach using the described conflict resolution with Service Delivery Partners.

ARTICLE XI. PROVISIONS FOR PUBLIC INPUT

A. PUBLIC COMMENT DURING COURSE OF THE BOARD MEETING

At the outset of the Board meetings, the Chairperson shall make a call to the public. At the end of discussion on each agenda item, the Chair may recognize any person in the audience who wishes to comment on the subject prior to the Board taking formal action.

B. AGENDA PRESENTATION BY THE PUBLIC

The agenda for each Regular or Special meeting shall contain the following statement:

Any member of the audience or the public in general is invited to present comments in writing or orally. An oral presentation by any person may be scheduled on the agenda if the Chairperson is notified at least ten working days prior to the next regular meeting; such notification is to include the specific topic to be addressed and the length of time required for presentation. The item will then be placed on the agenda and a period of time will be allocated by the Chairperson.

C. OPEN MEETING PROVISIONS

The Workforce Development Board of Yuma County operates in accordance with the provisions of the Arizona Open Meeting Act as prescribed in A.R.S. 38-4331 et seq.

D. In keeping with the spirit of the Workforce Innovation and Opportunity Act, the Board will arrange for two to three meetings a year with workforce development system stakeholders to build and continue relationships with a diverse range of employers in order to leverage support for workforce development activities. Workforce Development staff will be responsible for scheduling these meetings.

ARTICLE XII. AMENDMENTS AND RULES OF ORDER

A. These By-Laws may be amended by the majority vote of the members present at any regular or special meeting, providing the proposed amendment shall have been read at the previous meeting of the Council and mailed out for review at least ten (10) days

prior to the next meeting. All amendments shall be in conformity with applicable State and Federal Law.

- B.** Robert's Rules of Order will generally serve as the parliamentary authority.

ARTICLE XIII. COMPLIANCE WITH LAW

The Workforce Development Board of Yuma County shall operate in accordance with applicable Federal, State, and local laws and regulations including, without limitation, WIOA and related regulations, including any future amendments and guidance which may be issued.