

**GUILFORDWORKS
WORKFORCE DEVELOPMENT BOARD
BY-LAWS**

ARTICLE I. NAME AND PURPOSE

SECTION 1. NAME

The name of the Organization shall be GuilfordWorks Workforce Development Board, formerly Guilford County Workforce Development Board (hereinafter referred to as WDB or Board).

SECTION 2. SERVICE AREA

The WDB Local Area shall include the City of Greensboro, City of High Point, and Guilford County; established as the Guilford County Workforce Development Consortium. The Consortium shall be represented by the chief elected officials of the aforementioned political jurisdictions.

SECTION 3. PURPOSE

It is the purpose of the WDB is to serve as the Board for Workforce Development in Guilford County to facilitate, plan and coordinate workforce development resources to maximize the efforts of government, business, and education; and to provide policy guidance for and exercise oversight with respect to activities conducted under the federally mandated Workforce Innovation and Opportunity Act (hereinafter referred to as WIOA) in partnership with the Guilford County Workforce Development Consortium (herein referred to as Consortium).

ARTICLE II. FUNCTIONS OF THE WORKFORCE DEVELOPMENT BOARD

SECTION I. GOVERNANCE

The WDB shall serve as the designated governing body for services provided under WIOA and as the governance Board for One Stop Career Centers established under North Carolina's One Stop Career Center system. Further, the WDB will be linked with the appropriate local and regional economic development entities to ensure coordination in planning and policy.

SECTION 2. DUTIES

- A. The WDB shall, in collaboration with the Consortium, engage in strategic planning, oversight, and evaluation of the local workforce development system and shall promote effective outcomes consistent with statewide goals, objectives, and negotiated performance measures.

B. Duties of the WDB shall be in accordance with the WIOA including, but not limited to:

1. Develop and approve the WIOA 4 Year strategic plan and subsequent modifications.
2. Collaborate with other local boards and chief elected officials in regional planning and service delivery.
3. Negotiate the process for shared funding of the one stop career center infrastructure with the Consortium and required partners, according to federal and state guidelines.
4. Select operators and service providers for the one stop career centers.
5. In collaboration with secondary and post-secondary education, lead efforts to develop and implement career pathways within the labor market region and local area.
6. Convene business, labor, education, and economic development to focus on community workforce issues and development of a skilled labor force.
7. Advocate for proactive workforce policy, and communicate positions with policy makers and community stakeholders.
8. Analyze and determine labor market needs to govern workforce development resource allocations and services for employment and training services.
9. Facilitate local strategic planning efforts in coordination with community partners to address the workforce needs of the service area, consistent with the goals and objectives established by the Governor.

SECTION 3. OTHER DUTIES AND RESPONSIBILITIES

A. The WDB shall plan and develop the One Stop Career Center system to be operated in the Local Area, in accordance with guidelines issued by the Governor. Duties and responsibilities include:

1. Develop and approve the One Stop Career Center model for implementation. Determine the administrative structure, core services, and management system for operation of One Stop Career Centers.
2. Charter Career Centers through a certification process developed to meet local and state goals and objectives, quality standards, and customer satisfaction guidelines. Develop and approve applications for One Stop Career Centers.
3. Exercise planning and oversight responsibilities for all programs and activities operated under the One Stop Career Center system.

B. The WDB shall carry out other duties and responsibilities agreed upon by the body that contribute to a coordinated effort to meet the workforce needs of the Local Area, to include but not limited to:

1. Serve as a point of contact with business, industry, and the public sector to communicate their workforce needs.
2. Develop industry or sector cluster analysis in order to determine training needs in the service area.
3. Develop linkages with regional and local economic development efforts and activities in the service area.
4. Advise local elected officials, employers, and citizens about policy, programs, and other information relative to the service area workforce.

SECTION 4. STAFFING AND SUPPORT

- A. Staffing and Support for the WDB shall be provided by the CEO jurisdiction that serves as the administrative entity and the grant recipient for WIOA. The WDB staff shall include an Executive Director and such staff necessary to support the activities of the WDB and its strategic purposes. The WDB shall provide input to the CEO and his/her designee in matters related to WDB staffing support.
- B. The WDB Executive Director and staff will facilitate implementation of the policies, goals, and priorities recommended and approved by the WDB. The staff shall make regular reports to the WDB and shall be responsible for convening and preparing materials for meetings as necessary to carry out the purpose of the WDB.
- C. Staff of the WDB shall maintain official membership lists, attendance records, records of WDB actions, and minutes of public meetings and documents of the WDB and its committees.

ARTICLE III. MEMBERSHIP

SECTION 1 MEMBERSHIP REQUIREMENTS

General Membership shall be established in accordance with the provision of the WIOA Public Law 113-128 and subsequent amendments. The WDB shall reflect membership representing the following:

- A. At least 51 percent of the members shall be representatives of business in the local area. The business representation must include owners, chief executives, or operating officers or executives with optimum policy-making or hiring authority within the business. Private sector membership shall be representative of in-demand sectors or occupations; and of small, female-owned, and minority businesses.
- B. Non-Business memberships shall include:
 - 1. At least one representative of a local educational agency with experience in adult education and higher education as defined under Title II of WIOA.
 - 2. At least two Labor organizations members representing labor organizations, and one member represent a registered apprenticeship program.
 - 3. Community- based organization with expertise in addressing the employment needs of populations with barriers.
 - 4. Economic Development agency.
 - 5. Wagner Peyser agency serving the local area.
 - 6. At least one member representing programs carried out under Title I of the Rehabilitation Act of 1973.
- C. Membership may include other individuals that the WDB or CEO may determine to be appropriate. A single member of the WDB may be appointed to represent more than one category if the individual meets the criteria for all categories.

SECTION 2 APPOINTMENTS

- A. The Chief Elected Official (CEO) of the Consortium, as designated through the fully executed Consortium agreement, shall appoint voting members to the WDB consistent with federal and state laws governing the composition of the WDB. The membership size shall be that which is required by WIOA and included in the WIOA plan. The WDB as constituted shall include up to twenty-nine members. Nominations for Board vacancies shall be made through a nomination committee appointed by the Chair. The nominations will be submitted to the Executive committee for review, prior to submitting to the CEO for appointment.
- B. An individual whose appointment is to fill a vacancy shall serve until the normal expiration of the term of the vacant seat; and may continue to serve until reappointment or replacement by the CEO. A member can serve until reappointment or replacement by the CEO.
- C. WDB representatives shall serve as individuals and may designate alternates/proxies when a member is unable to attend a meeting.

SECTION 3 TERMS

- A. The term of each WDB representative shall be two (2) years, with the term to expire on June 30th of the respective year. No member may serve more than three consecutive terms. Members may be appointed for the terms at the recommendation of the WDB and approval of the CEO. If members are interested in continuing to serve after the six consecutive years, they may be nominated for an additional term after an intervening period of one year. An additional term of service must be approved by the WDB and the CEO.
- B. Members who are no longer actively involved in the work of his/her membership category within Guilford County shall be required to resign from the WDB, and may continue to serve until the position is filled.
- C. Members shall inform the WDB of a change in employer or employment status, or other changes in membership category, at which time it will be determined if the member is eligible to continue serving on the WDB; or until such time as the position is filled.

SECTION 4 RESIGNATION AND REMOVAL OF MEMBERS

- A. Any member may resign by providing written or oral notice to the WDB Chair or WDB Executive Director. A member may be deemed to have resigned from the WDB if he/she is absent from 50% of regularly scheduled WDB and WDB Committee meetings in the calendar year (January-December) for which attendance is reviewed. In the event of resignation due to excess absences, the WDB Executive Director shall act of behalf of the WDB to determine cause and provide such cause to the WDB for action.

B. A WDB member may be removed from the WDB for cause if the member's conduct and actions in his/her capacity as member or personal/professional dealings is having or will have a detrimental effect on the ability of the WDB to conduct its business or be properly represented as a public body.

C. Procedures for removal by the WDB or CEO:

1. The Executive Committee shall discuss any request to remove a member in a meeting called for that purpose.
2. The recommendation to remove must be voted on by the full WDB and requires a two-thirds affirmative vote at a regular or special meeting in which a quorum has been established.
3. The member whose membership is being considered may be present to provide reasons why the Action should not be taken.
4. The recommendation for removal shall be forwarded to the CEO for approval.
5. If the action to remove a member is initiated by the CEO, then the member may present information to the CEO prior to a final decision.

ARTICLE IV. OFFICERS AND THEIR ELECTIONS

SECTION 1. OFFICERS

- A. The Officers of the WDB shall be the Chair, Vice Chair, and Second Vice-Chair. The Officers shall be selected from among the business membership on the WDB. The officers shall be elected in the last regularly scheduled business meeting before January 1 each year in which the term of an officer is to expire. A special election shall be held to appoint officers prior to December 1 and following WDB adoption of these by-laws.
- B. The GuilfordWorks Workforce Development Board (Board) shall elect, by majority vote of the Board members present, its Chairperson and Vice Chairperson and Second Vice Chairperson. Election shall occur prior to December 31st of each two-year term. The Chairperson and Vice Chairperson may succeed themselves if so reelected.
- C. The Chairperson shall appoint a nominating committee from volunteers within the membership of the Board. The committee shall consist of the Chairperson (or the Chairperson's appointee from the Executive Committee) and four Board members. With the exception of the Chairperson (or their appointee), no Board member who wishes to run for election as an officer shall sit on the nominating committee.

The Term of each Officer shall be two years with service as an officer limited to two additional terms, subject to election by the membership. An Officer vacancy shall be filled at a subsequent full WDB meeting and the Officer may serve for the remainder of the term vacancy he/she filled.

DUTIES OF OFFICERS

- A. The Chair shall represent the WDB with the CEO and general public; preside of regular and special meetings; chair the Executive Committee; prepare the agenda in consultation with the Executive Director; appoint Committees and Committee Chairs, and serve as

signatory on official actions approved by the WDB. The Chair shall serve as official signatory in matters related to the administrative entity and grant recipient roles of the WDB.

- B. The Vice-Chair shall perform the duties of the Chair in the absence of the chair; appoint the WDB Nominating committee, serve as Chair of the nominating committee, if appropriate; and perform other duties as requested by the chair.
- C. The Second-Vice Chair shall perform duties of the Chair and Vice Chair in their absence; serve as liaison with the Administrative Entity in financial and budgetary matters; and perform other duties as requested by the Chair.

ARTICLE V. MEETINGS AND VOTING

SECTION I MEETINGS

- A. The WDB shall meet at least six times during the Program Year (January 1- December 31). A written, e- mail, or fax notice shall be sent to each WDB member at least seven days prior to the meeting, announcing the time, place, and purpose of the meeting. An annual meeting schedule shall be prepared and distributed no later than the first meeting of the Calendar Year.
- B. All meetings will be held in accessible facilities with accessible materials available upon prior request.
- C. When necessary or appropriate, meetings may be canceled or additional meetings scheduled by the Chairperson.
- D. WDB meetings of the WDB shall be open to the public. The annual meeting schedule will be posted on all public access television stations, on the WDB website, and in the NCWorks Career Centers. Interested parties who wish to be notified of the WDB meetings should make such request to the WDB support staff.
- E. Special meetings of the WDB may be called by any officer with notification to WDB members and the public.

SECTION 2. PARLAIMENTARY PROCEDURES

When parliamentary procedures are not covered by these by-laws, Robert's Rule of Order, Revised, shall prevail.

SECTION 3. MEMBER VOTES

- A. Each member of the WDB shall be entitled to one vote on an action.
- B. One more than half of the appointed membership shall constitute a quorum at any announced meeting of the WDB. An item of action shall be passed by a majority of members present.

- C. Each member may designate, in writing, an alternate who can serve in a membership capacity at any Board or Board committee meeting that the regular member is unable to attend. The Chairperson shall certify that alternates are eligible to participate, but may not vote on items of action.

Members may participate in meetings via telephone or electronic means when such request is made at least 24 hours in advance of the scheduled meeting; and the WDB Chair may approve WDB member votes by telephone or electronic means when action is deemed necessary prior to the next regularly scheduled meeting.

- D. No member of the WDB shall cast a vote on any WDB or WDB Committee matter which has direct bearing on services to be provided by that member or any organization with which that member is associated. When an affiliation with any organization represents or may be perceived as a conflict of interest, the WDB member shall abstain and such abstention shall be noted in the official meeting record. When necessary, the WDB Chair shall make the determination as to appropriateness of the member voting.

ARTICLE VI. COMMITTEES

Primary functions of the WDB shall be carried out through a committee process.

The Chairperson shall appoint members of the WDB to a Committee, and designate a Chairperson of the Committee. Committees of the WDB shall include the Executive Committee, Business and Education Intelligence Committee, Emerging Workforce Committee, Key Performance Indicator Committee and Community Partnership Committee. The WDB Chair may appoint Ad-Hoc Committees to facilitate activities and/or functions unique to operation of the WIOA Program.

WDB Committees may have non-Board member participation on designated Committees when the Committee Chair deems such expertise or affiliation appropriate. Non-Board members may vote on matters under consideration, at the Committee level. When an affiliation with any organization represents or may be perceived as a conflict of interest, the non-WDB member shall abstain from any discussion or vote taken on the matter. When necessary, the Committee Chair shall make the determination as to appropriateness of the non-Board member voting.

SECTION 1. EXECUTIVE COMMITTEE

The Executive Committee shall be composed of the Chair, Vice Chair, Second Vice-Chair, the Past Chair, and Chairs of Standing Committees. The Executive Committee acts on behalf of the full WDB between meetings, as necessary to ensure continuity of program operations and as the WDB may direct or delegate. The committee reports upon all actions taken by the committee at regularly scheduled WDB meetings. The committee also serve as WDB membership committee by recruiting members to fill WDB vacancies, as well as in the capacity of a Finance Committee, which review financial reports and recommend an annual budget to the WDB. With advanced written notice to the Executive Director, the Executive Committee may conduct public speaking engagements, approve and release special reports to the general public and elected officials and release a WDB Annual Report.

SECTION 2. KEY PERFORMANCE INDICATOR (KPI) COMMITTEE

This committee provides ongoing oversight of the local workforce system in the form of: establishing mutually beneficial goals that elevate the impact of workforce development services; analyzing and understanding performance measure outcomes; evaluating program integration; reviewing monitoring reports and customer service feedback; and reviewing/developing documents for the local plan, the memorandum of understanding, and Career Center certification.

SECTION 3. BUSINESS AND EDUCATION INTELLIGENCE (BEI) COMMITTEE

This committee aligns workforce investment, education, and economic development to drive a collective response to labor market challenges. In addition, the committee oversees labor market data to recommend growth sectors based on local, regional, and state labor market data. The BEI Committee reviews training related policies, supports and analyzes work based learning investments to recommend funding priorities for the local area. The committee establish priorities for awarding training scholarship based on critical skills needs in identified clusters, while defining funding priorities and recommend policy changes to govern these priorities. The BEI Committee will also oversee the local eligible training provider function, while participating in the development of employer engagement strategies.

SECTION 4. COMMUNITY PARTNERSHIP COMMITTEE

This committee researches and recommends partner related activities, including developing mutual beneficial collaborations and role clarity. This committee will work collaboratively with the Key Performance Committee to make recommendations on partner performance metrics that may be tracked, while researching and developing strategies for partner engagement. The committee will monitor and lead the implementation of the workforce development delivery system based on integration of program elements. In addition, the committee will monitor NCWorks Career Center activities, participation, and customer service feedback and make recommendations for continuous improvement. The Community Partnership Committee will facilitate the execution of the Memorandum of Understanding among the NC Works Career Center partners, the WDB, and the CLEO.

SECTION 5. EMERGING WORKFORCE COMMITTEE

This committee provides ongoing oversight and direction for strategic initiatives that addresses workforce issues faced by an emerging workforce. The committee provides oversight and guidance in the development and implementation of a comprehensive youth system in the Local Area and collaborates closely with the Business and Education Intelligence Committee. Primary focuses of the Emerging Workforce Committee will be to improve collaboration with Guilford County Schools while strengthening relationships with the Career Technical Education Division of the school system. Develop strategies to support career planning and dissemination of information to youth in transition to the world of work. Strengthen collaboration with GTCC in support of services to high school dropouts. Assess the needs of young adults in the community and develop programs to meet the unique needs of youth. Monitor and address the legislative mandate for 75% services to out-of-school youth. Develop and recommend program components to address the education, training, and employment needs of youth, to include alternative education programs and the summer youth program.

WORKFORCE DEVELOPMENT BOARD CONFLICT OF INTEREST

No WDB member (whether compensated or not) shall engage in any activity, including participation in the selection, award or administration of a sub-grant or contract supported by WIOA funds if a conflict of interest, real or apparent would be involved. Such a conflict would arise when:

- (i) The individual,
- (ii) any member of the individual's immediate family,
- (iii) the individual's partner, or
- (iv) an organization which employs, or is about to employ any of the above, has a financial interest in the firm or organization selected for the award.

No WDB member, member of his/her immediate family, officers, employees or agents of the WDB member's agency or business, shall neither solicit nor accept gratuities, favors, or anything of value from contractors, potential contractors, or parties to sub agreements.

A WDB member shall not cast a vote on, or participate in, any decision making capacity on the provision of services by such member (or any organization which that member directly represents), nor on any matter which would provide any direct financial benefit to that member.

No WDB members shall participate in a governmental decision including voting on a matter (including recommendations, appointments, obligating or committing the WDB to a course of action) when such action influences a decision or exercises judgement in making a decision. Any member with a potential or actual conflict of interest shall comply with requirements for public disclosure and recusal.

ARTICLE VII. AMENDMENTS

These By-laws shall become effective upon adoption by a majority vote of the WDB membership and approval of the CEO. The By-laws shall remain in effect until amended or terminated by the WDB.

The By-laws may be amended by a majority vote at an official meeting of the WDB. WDB members shall be given two full weeks review time and an opportunity for discussion, prior to any vote on changes in the By-laws.