

**GUILFORDWORKS
WORKFORCE DEVELOPMENT BOARD
BYLAWS**

Article I – Name & Service Area

- Section 1** **Name** – The name of this organization shall be the GuilfordWorks Workforce Development Board, hereinafter referred to as the Board or WDB.
- Section 2** **Service Delivery Area** – The area to be served by the WDB shall be the City of Greensboro, City of High Point, and Guilford County.
- Section 3** **General** – The WDB Local Area was established as the Guilford County Workforce Development Consortium represented by the Chief Elected Officials in these political jurisdictions.
- Section 4** **Purpose** – The Board’s purpose is to serve the Local Workforce Development Board 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, hereinafter referred to as Consortium.

Article II – Functions of the Workforce Development Board

- Section 1** **Functions of the WDB** – It shall be the responsibility of the WDB, in partnership with local, state, and federal stakeholders, to provide policy guidance and exercise delegated oversight for the region with respect to all activities provided for under the Workforce Innovation and Opportunity Act of 2014 (WIOA).

Functions of the WDB are:

- A. Develop a local and regional workforce plan that meets the requirements of the Chief Elected Officials and WIOA, including the analysis of economic conditions and workforce development activities in the region; the collection, analysis, and use of workforce and labor market information for the region; and conducting research and data collection related to the workforce needs of the region. The plans require joint approval of the WDB and the Consortium.

- B. Lead efforts to engage with a diverse range of employers to promote business representation, develop effective linkages with regional employers, and ensure workforce development activities meet the needs of employers and, in turn, support the economic growth of the region.
- C. Lead efforts to develop and implement career pathways within the region.
- D. Identify and promote proven and promising strategies and initiatives for meeting the needs of employers, workers, and job seekers in the region.
- E. Conduct oversight for the region's WIOA Title I youth, adult, and dislocated worker programs and ensure the appropriate use of funds to maximize performance outcomes.
- F. Together with the Consortium negotiate regional performance accountability measures.
- G. Identify eligible providers of training services consistent with WIOA Section 122.
- H. Identify and select eligible one-stop operators and service providers for the region's youth, adult, and dislocated worker programs. Selection of the One-Stop Operator requires approval by the Consortium or its designee.
- I. Develop a budget for direct WDB activities, consistent with the local plan and the WDB duties subject to approval of the Consortium or its designee.
- J. Coordinate activities with education and training providers, adult education and literacy activities, providers of career and technical education and local agencies administering plans under Title I of the Rehabilitation Act of 1973.
- K. Solicit and accept grants and donations from federal and non-federal sources to leverage resources and expand service opportunities.
- L. Negotiate the Memorandum of Understanding with the required One-Stop Partners.
- M. Assess and certify the one-stop in accordance with state criteria.
- N. Take on other such duties as set forth in WIOA Section 107(d) and applicable state and federal mandates.

Article III – Workforce Development Board Membership

Section 1 **General** –WDB members shall be selected in a manner consistent with WIOA, Section 107.

Section 2 **Membership** – The WDB shall have a minimum of 20 voting members. Membership shall adequately represent the region. The Consortium and the authorized referral entities will be notified of impending and immediate vacancies to ensure appointments are made efficiently and in accordance with state and federal requirements. The WDB may assist with the recruitment of Board Members and make recommendations to the Consortium.

At least fifty-one percent of the members must be representatives of the private sector and at least twenty percent shall be representatives of organized labor organizations/employee associations/apprenticeship programs. It shall be the goal of the Consortium to appoint individuals to the WDB who represent the economic and demographic composition of the region.

Section 3. **Membership Categories** – Members of the WDB shall consist of the following:

At Least 51% of Total Membership

Private sector appointments must represent business owners, chief executive officers, and other executives with optimum policy making or hiring authority. At least two of the business representatives must represent small businesses as defined by the Small Business Administration. Chief Elected Officials shall seek business nominations from local business organizations and trade associations.

At Least 20% of Total Membership

The Chief Elected Officials shall appoint members to ensure that at all times not less than twenty percent of the WDB membership are workforce representatives which represent labor organizations, joint labor-management or union affiliated registered apprenticeship programs, community-based organizations that have demonstrated experience and expertise addressing the employment, training or education needs of individuals with barriers to employment, and representatives of organizations that have demonstrated experience and expertise in addressing the employment, training and education needs of eligible youth, including out-of-school youth.

Other Members

The Consortium shall appoint core program partners representing:

- Adult Education and Literacy
- Vocational Rehabilitation
- Higher Education
- Public Employment Service
- Economic Development

The Consortium will determine if any additional members shall be appointed beyond those minimally required by WIOA or the State of North Carolina. If any such appointments are made, the fifty-one percent business representative membership and twenty percent labor representative membership requirement shall be maintained.

Section 4 **Terms of Membership** –WDB members will serve two-year terms and may be reappointed for additional terms for up to four terms total, except that this provision shall not apply to WIOA Core Program Partner appointments (Wagner -Peyser, Vocational Rehabilitation, and Adult Education and Literacy).

Business (private sector) representative terms expire on even years with all other representative terms expire on odd years.

Members may continue to serve on the GuilfordWorks Workforce Development Board until:

- a. Their term of office expires; however, the member may continue to serve until the replacement nominees' required documents are approved and confirmed in writing by the State of North Carolina.
- b. The classification under which they were appointed changes.
- c. The appointment is revoked by the appointing Chief Elected Official.
- d. The member becomes incapacitated or otherwise unable to complete their term of office.
- e. The member is no longer eligible based on attendance requirements outlined in the WDB By-Laws.
- f. The member resigns.

Members may resign their appointment to the WDB through written notice to the Chief Local Elected Official within 90 days of the vacancy.

Section 5 **Ex-Officio Members** – The Chair may appoint non-voting, ex-officio members to serve on WDB committees or task forces. The Immediate Past Chair may serve as an ex-officio member of the Executive Committee.

Article IV – Officers

Section 1 **Chair** – The WDB shall have a Chair who shall be elected by the WDB membership from among private sector representatives. The Chair shall preside at all meetings of the WDB, shall appoint committees, committee chairs, and committee vice chairs as needed, and shall in general perform all the duties associated with the position of Chair. The Chair shall represent the WDB with the CEO and general public; chair the Executive Committee; prepare the agenda in consultation with the Executive Director and serve as signatory on official actions approved by the WDB. The Chair will serve as official signatory in matters related to the administrative entity and grant recipient roles of the WDB.

Section 2 **Vice Chair** – The WDB shall have a Vice Chair who shall be elected by the WDB membership from among private sector representatives. In the absence of or disability of the Chair, the Vice Chair shall perform the duties of that officer. In the event the Chair no longer serves, the Vice Chair will assume the duties of the Chair. The Vice Chair will perform other duties as requested by the Chair.

Section 3 **Second Vice Chair** – The WDB shall have a Second Vice Chair who will be elected by the WDB membership from among private sector representatives. In the absence of or disability of the Chair and Vice Chair, the Second Vice Chair shall perform the duties of those officers. In the event the Chair or Vice Chair no longer serves, the Second Vice Chair will assume the duties of the Chair. The Vice Chair will serve as liaison with the Administrative Entity in financial and budgetary matters and perform other duties as requested by the Chair.

Section 4 **Terms of Office** – The term of the office of the Chair and the office of the Vice Chair and Second Vice Chair shall be for a period of two years. Officers may succeed themselves. However, the Chair may serve for only two consecutive terms. The By-Laws require elections to be held the last regularly scheduled business meeting before January 1 of each year in which the term of an officer is to expire. If necessary, a special meeting may be called to hold elections for Chair, Vice Chair and Second Vice Chair.

Section 5 **Elections** – The Chair shall appoint a nominating task force from the WDB membership to select a slate of officers to recommend to the Executive Committee and full WDB. The task force shall consist of the current Chair and three other WDB

members. With the exception of the Chair, no WDB Member who wishes to be considered for election as an officer shall sit on the nominating task force.

Section 6 **Resignations** – The Chair may resign his/her office through written notice to the Chief Local Elected Official.

Article V – Staff

Section 1 **Staff Support** – The WDB shall be supported in the performance of its duties by employees of the City of Greensboro. The City of Greensboro shall hire such staff as it deems appropriate to carry out its duties to the region’s workforce development programs. Such staff will be responsive to the needs of the WDB and shall support WDB in its mandated functions.

Section 2 **WIOA Title I Fiscal Agent, Grant Recipient, and Administrative Entity** – The City of Greensboro shall be the WIOA Title I fiscal agent, grant recipient and the entity to administer the region’s workforce development plan, pursuant to WIOA. In accordance with WIOA, the City of Greensboro shall be responsible for:

1. The receipt and disbursement of funds
2. Monitoring service providers for compliance related to eligibility of those enrolled in workforce programs
3. Taking action against subcontractors, sub-grantees, and other fund recipients, as the City of Greensboro deems necessary
4. Preventing any misuse of funds by sub-recipients
5. Any and all other duties assigned to the fiscal agent, grant recipient, and administrative entity by the WDB, WIOA, and associated regulations.

Article VI – Organization

Section 1 **Committees** – WDB shall be organized into standing committees to carry out its functions and responsibilities. Committee members, committee chairs, and committee vice chairs shall be appointed by the Chair. With the exception of the Executive Committee, the Chair may appoint non-WDB members that are community leaders and stakeholders as ex-officio members of committees and task forces. The immediate past chair shall be an ex-officio member of the Executive Committee.

The Chair shall use standing committees, task forces, planning retreats, and other events to ensure all WDB members actively participate in convening regional stakeholders, broker relationships with the region’s employers, and leverage support for regional workforce and economic development activities.

Section 2 **Standing Committees** – Primary functions of the WDB shall be carried out through a committee process. The WDB shall operate with the following standing committees:

- A. **Executive Committee** – The Executive Committee shall be comprised of the Chair, Vice Chair, and the Second Vice Chair, and the chairs from each standing committee. The Executive Committee shall work to facilitate coordination among committees, consider and prepare recommendations to the WDB, act as needed between regularly scheduled WDB meetings, and undertake other duties as assigned by the WDB. The committee shall report all actions taken by the committee at each regularly scheduled WDB meeting. The Executive Committee will also serve as WDB membership for recruitment of new members to fill WDB vacancies, as well as in the capacity of a Finance Committee, which will review financial reports and recommend an annual budget to the WDB. The immediate past Chair shall be an ex-officio member of the Executive Committee.

- B. **System Impact Committee** – This committee will promote improvement in the structure and delivery of services to expand the reach of the workforce development system to better address employment and skills needs throughout Guilford County. The committee will formulate a strategic community outreach plan and follow-up with assessing community engagement. System Impact will submit recommendations on how to respond to the identified needs of the community. This committee is also charged with ensuring that disability population considerations are embedded in the service delivery program access and services.

- C. **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 will review training related policies, supports, and analyzes work-based learning investments to recommend funding priorities to the WDB. The committee shall establish priorities for awarding training vouchers based on critical skill needs in identified demand industries while defining funding priorities and recommend policy changes to govern these priorities. BEI will oversee the local eligible training provider function and participate in the development business engagement strategies.

- D. **Diverse Funding Committee** - This committee will develop a diverse and integrated outreach and fundraising plan that is inclusive of stakeholders and supports current and future local workforce program designs while generating financial independence. The committee will explore funding opportunities with grants, fundraising, fee-for-service, and foundations.
- E. **Emerging Workforce Committee** – This committee provides ongoing oversight and direction for strategic initiatives that address workforce issues faced by an emerging workforce. The Emerging Workforce Committee will work to improve collaboration with Guilford County Schools and strengthen relationships with the Career Technical Education Division of the school system. The committee shall assess the needs of young adults in the community and develop program recommendations to meet the unique needs of youth, review and oversee federal requirements on the percent of youth that must be out-of-school and assist in the planning of community events to recruit and engage youth.

Section 3 **Task Forces** – Task Forces may be established by the Chair as required to deal with specific issues or to address activities and priorities as required. Task Forces must comply with open meeting requirements and must follow announcement requirements.

Section 4 **Committee Meetings** – Committees shall meet at times and places to be designated by their respective chair. Each committee member shall have one vote. Members may designate a proxy in writing with voting privileges for committee work. Committees must comply with open meeting requirements and must follow announcement requirements.

Article VII – Meetings

Section 1 **Regular Meetings** – The WDB shall meet at a minimum five times a calendar year at a location identified by the Chair . Notifications of meetings shall be provided at least two weeks prior to the meeting date. Meetings may be virtual, in-person, or a hybrid as announced by the Chair.

Section 2 **Special Meetings** – The Chair may call special meetings of the WDB as deemed necessary by the Chair.

Section 3 **Facilities** – WDB meetings will be held in accessible facilities with accessible materials available upon prior request.

- Section 4** **Quorum** – A simple majority (51%) of total active WDB members shall constitute a quorum for the transaction of business at all WDB meetings.
- Section 5** **Proxy** – A member may designate a representative to attend a meeting of the WDB in his/her absence. Any proxy designee must meet the requirements of 20 CFR 679.110(d)(5). The proxy must meet the membership criteria for the member's appointment type. The proxy will count toward the appointed member's attendance.
- Section 6** **Voting** – The presence of a quorum is necessary for the WDB to conduct official business. All actions of the WDB shall be determined by a majority vote of the members present and voting except the adoption and/or amendment of these bylaws, which shall be by two-thirds votes of the members present. Each member of the WDB shall have one vote.
- Section 7** **Voting by Proxy** – A member may designate a representative to attend a meeting of the WDB in his/her absence. The representative may participate in discussions and may vote so long as the proxy provides written voting instructions to the Chair and WDB staff allowing his/her proxy representative to cast votes in accordance with the written voting instructions.
- Section 8** **Electronic Voting** – Members may participate via electronic means and may vote on any matters subject to the following: 1) any matter voted on shall first have been received by all members at least 24 hours prior to the meeting, and 2) electronic media shall be set up at the meeting so that all present may hear the discussion and vote of the member attending electronically. The name of the member shall be recorded in the minutes as voting electronically. From time to time, it may be necessary to request a vote by email or a survey application. Voting by email or a survey application is permitted between meetings. Members must be informed of the vote results.
- Section 9** **Attendance** – A member who missed three consecutive regular meetings shall be presumed to have resigned. The Chief Local Elected Official shall be notified to request a new appointment. The member may request to remain on the WDB at the discretion of the Chief Local Elected Official.
- Section 10** **Order of Business** – The Chair shall be responsible for orderly business of the WDB and for calling items of the agenda. During the course of considering items on the agenda, only members of the WDB shall participate in the discussion except for approval from the Chair, upon request of a member of the WDB, or during a public participation period.

Section 11 **Agenda** – The agenda for WDB meetings shall be developed by WDB staff in consultation with the Chair. In order for an item to be considered, it must be received by the WDB Chair or WDB staff at least 24 hours prior to the time the meeting has been scheduled.

Section 12 **Rules** – All procedures of the WDB not set forth in these bylaws shall be governed by the rules set forth in the current edition of Robert’s Rules of Order, Newly Revised, unless the WDB, by resolution, otherwise determines.

Section 13 **Open Meetings** – All meetings of the WDB shall be open and accessible to the general public, and minutes shall be maintained and electronically transmitted, posted on-line or mailed to members within seven calendar days of the next scheduled meeting. The WDB will follow North Carolina’s Open Meeting requirements.

Section 14 **Reimbursement** – Any WDB expenses must be approved in advance by the Chair.

Section 15 **Conflict of Interest** – No WDB member 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:

- 1) The individual,
- 2) Any member of the individual 's immediate family,
- 3) The individual's partner, or
- 4) 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.

Section 16 **Sunshine Provision** – The WDB shall make available to the public, on a regular basis through electronic means and open meetings, information regarding activities of the WDB, including information regarding the local workforce plan, membership, designation and certification of one-stop operators, the award of grants or contracts to eligible providers, and WDB meetings.


Article VIII – Bylaws Amendment Procedures

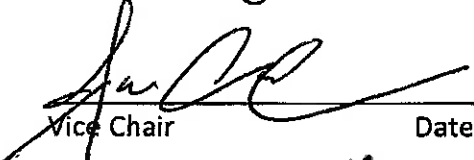
These bylaws may be amended at any regular meeting of the WDB by a two-thirds vote of the membership, provided the WDB has been notified of the proposed amendment prior to the meeting.

Article X – Bylaws Effective Date

These bylaws shall be in full force and in effect upon on the date of adoption by the WDB and shall remain effective until termination of the Workforce Innovation and Opportunity Act, dissolution of the WDB, or future action taken by the WDB to establish new or amended by-laws.

Approved by the WDB:

 5/1/24
Chair Date

 5/2/24
Vice Chair Date

 5/2/24
Second Vice Chair Date