

Western Piedmont Workforce Development Board By-Laws

Article 1 Name and Purpose

Section 1. Name

The name of this organization shall be the Western Piedmont Workforce Development Board (hereinafter referred to as the “Board”).

Section 2. Purpose and Responsibilities

The purpose for which the Board is organized is to perform all functions of a Workforce Development Board and Local Workforce Development Area as set forth in the Federal Workforce Innovation and Opportunity Act of 2014 (“WIOA”), or the corresponding provision of any applicable federal or state laws of related purpose and the rules and regulations promulgated thereunder, and Section 143B-438.11 of the North Carolina General Statutes and to perform such functions with the Western Piedmont Workforce Development Board.

The Board service area shall encompass the counties of Alexander, Burke, Caldwell and Catawba.

The Board responsibilities shall include:

1. Develop and submit local plan annually to the Governor, a comprehensive 4-year local plan, in partnership with the Chief Elected Officials;
2. Perform workforce research and regional market analysis;
3. Convene local workforce development system stakeholders to assist in the development of the local plan and identify non-federal expertise and resources to leverage support for workforce development activities;
4. Lead efforts to engage with a diverse range of employers and with entities in the region involved;
5. Lead efforts with representatives of secondary and postsecondary education programs in the local area to develop and implement career pathways within the local area by aligning the employment, training, education, and supportive services that are needed by adults and youth, particularly individuals with barriers;
6. Lead efforts in the local area to identify proven and promising strategies and initiatives for meeting the needs of employers, and workers and jobseekers in the local workforce system, and to identify and disseminate information on promising practices carried out in other local areas;

7. Develop strategies for using technology to maximize the accessibility and effectiveness of the local workforce development system for employers, workers, and jobseekers;
8. Conduct WIOA Title 1 program oversight;
9. Negotiate and reach agreement on local U.S. Department of Labor performance accountability measures;
10. Designate and certify One-Stop Operators (NCWorks Career Centers), Title 1 Contractors, and, in appropriate circumstances, terminate for cause the eligibility of such operators;
11. Coordinate activities with education and training providers in the local area;
12. Develop a budget for the activities of the local Board consistent with the local plan and the duties of the local Board and subject to the approval of the Chief Elected Official;
13. Annually review the physical and programmatic accessibility provisions of all One-Stop Centers (NCWorks Career Centers), as well as locations for Title 1 Contractors in the local area, in accordance with the Americans with Disabilities Act of 1990.

Article 2

Board Members

Section 1. Appointment

The WPWDB will have no less than 20 (twenty) Board members. Members of this organization shall be appointed by the following procedure: The Chief Elected Official (Chairman of the Western Piedmont Council of Governments, Policy Board, hereinafter referred to as the CEO) shall appoint members based on nominations from the following: local business organizations; local education agencies; vocational education institutions, community-based organizations, and higher educational institutions; and private and proprietary schools; state or local labor organizations and other interested organizations.

The number of business sector nominees shall be at least 51 percent of the number of individuals to be appointed, and are appointed from amongst individuals nominated by local business organizations and business trade associations. The nominated candidate or company must be a member of the nominating organization. A majority of the Members shall be representatives of businesses in the local area (including small businesses or organizations representing businesses that, at a minimum, include high-quality, work-relevant training and development in in-demand industry sectors or occupations in the local area) and are owners, chief executives or operating officers, or other business executives or employers with optimum policy making or hiring authority. The members of the local Board shall represent diverse geographic areas within the local area.

Section 2. Composition

Organized Labor and Community Based Organizations: Not less than 20 percent of the Members shall be representatives of the workforce within the local area, who:

- (i) shall include representatives of labor organizations, who have been nominated by local labor federations, or other representatives of employees;
- (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 program exists in the area, such a representative of an apprenticeship program in the area, if such a program exists.
- (iii) may include representatives of community-based organizations that have demonstrated experience and expertise in addressing the employment needs of individuals with barriers to employment, including organizations 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;

Education and training activities: The 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 of the WIOA;
- (ii) shall include a representative of institutions of higher education providing workforce investment activities (including community colleges);
- (iii) may include representatives of local educational agencies, and of community-based organizations with demonstrated experience and expertise in addressing the education or training needs of individuals with barriers to training;

The Board shall include representatives of governmental and economic and community development entities serving the local area, who:

- (i) shall include a representative of economic and community development entities;
- (ii) shall include an appropriate representative from the state employment service office under the Wagner-Peyser Act serving the local area;
- (iii) shall include an appropriate representative of the programs carried out under Title I of the Rehabilitation Act of 1973, serving the local area;
- (iv) may include representatives of agencies or entities administering programs serving the local area relating to transportation, housing, and public assistance, and
- (v) may include representatives of philanthropic organizations serving the local area; and

This Board may include such other individuals or representatives of entities as the Chief Elected Official determines appropriate.

Section 3. Tenure

All appointments will be for a two-year term to expire on June 30 of each respective term. An individual whose initial appointment is to fill an unexpired term, or an initial staggered term of less than two years, shall be eligible to serve the number of full-length terms other members are

eligible to serve. Members may be re-appointed at the discretion of the Chief Elected Official subject to the term limitations outlined in this section.

Terms shall be staggered to ensure that at any given time a percentage of the members are experienced in Workforce Development Board functions.

The Board shall advise the Western Piedmont Jobs Training Consortium (WPJTC) Counties of potential Board member vacancies prior to the end of the term. In the case of a midterm vacancy, an immediate replacement may be requested of the WPJTC County represented by the departing Board member. The appointed Board member shall fill the remaining term of office.

The Board shall not compensate Board Members for their services, but by resolution of the Board, a fixed sum and expenses, if any, may be allowed for attendance special meetings of the Board.

Section 4. Termination for Cause

By two-thirds majority vote of the membership or by action of the Chief Elected Official, a member may be removed for cause from the Board. Cause would be for such actions as malfeasance, misconduct, or any action which would be deemed not in the best interest of the Board; or three (3) unexcused absences from regular scheduled meetings within the preceding twelve calendar months. Notice that a removal vote that may be taken for cause must be included on the agenda of said meeting. The Chair shall send a precautionary letter to the said Board member upon two (2) unexcused absences within the preceding twelve calendar months prior to the next meeting.

Section 5. Resignation

Letters of resignation must be submitted to the Western Piedmont Workforce Development Board Director and/or Chair. Three consecutive absences without justification and no response to the above referenced letter from the chair will be considered acceptable terms for resignation. Justification must be submitted in writing. The Board Chair has the authority to accept or deny justification.

Section 6. Vacancies

Upon vacancy of any position on this Board, the procedure in Article II, Section 3, will be followed to provide replacement representation to complete the remainder of that term of appointment.

Article 3 Meetings

Section 1. Regular Meetings

The Board shall meet at a public location at such time and place as determined by the Chairperson. All meetings must be held in an accessible facility, in accordance with the Americans with

Disabilities Act (ADA) requirements. All materials must be in an accessible format (i.e., large print, Braille, interpreter, etc.), as needed or indicated.

The Board will meet no less than six times per program year. Regular Board meetings are face to face; however, Board members may attend meetings via conference call, video communications and other alternative methods, if applicable and available.

Five working days' notice shall be delivered to each member stating a reasonable time, date and place of the meeting and the meeting's purpose unless deemed an emergency by the Chair or Executive Committee calling for said special meeting.

Section 2. Special Meetings

The Chair of the Board and Committee Chair may, when deemed necessary, call a special meeting of the Board via conference call, video communications, or alternative media sources for transacting any business designated in the call.

Section 3. Quorum

At all meetings (regular or special) of the Board, a majority of the Board members present constitutes a quorum for transacting business. A quorum shall require the participation of Board members constituting 51% of the total filled Board positions. Votes may be cast via electronic medium for remote attendees. The act of the majority of the Board members present at a meeting at which a quorum is present shall be the act of the Board. However, a two-thirds vote of those present shall be required to amend any provision of these by-laws.

Section 4. Conduct of Meetings

All meetings of this Board shall be conducted in accordance with the latest edition of Robert's Rules of Order.

Section 5. Open Meetings

Local Board Conducts Business Openly: The local Board must conduct its business in an open manner as required by WIOA sec. 107(e), by making available to the public, on a regular basis open meetings, and where applicable, via electronic means, information about the activities of the local Board. (20 CFR 679.390) This may include:

- a. Information about the Local Plan, or modification to the Local Plan, before submission of the plan;
- b. List and affiliation of local Board members;
- c. Selection of One-Stop Operator(s) (NCWorks Career Center(s));
- d. Award of grants or contracts to eligible training providers of workforce investment activities including providers of youth workforce investment activities;
- e. Minutes of formal meetings of the local Board; and
- f. Local Board by-laws, consistent with § 679.310(g).

Section 6. Proxy Representation and Voting

A member may designate a representative to attend a meeting of the Board in his/her absence. The proxy must meet the membership criteria for the member's affiliation type. The proxy will count toward the appointed member's attendance. The representative may participate in discussions and may vote so long as the member provides written voting instructions to the Chair allowing his/her proxy representative to cast votes in accordance with the written voting instructions.

Each Board member present shall be entitled to one (1) vote on each matter for which a vote is taken. Votes may be cast in person, telephonically or via electronic medium.

Section 7. Conflict of Interest and Voting

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
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 4 Organization

Section 1. Officers

The officers of this Board shall be a Chair, a Vice-Chair, and a Secretary.

Section 2. Election of Officers

Officers of this Board shall be elected in June for two-year terms (or as necessary). The Chair and Vice-Chair will be elected from among the members who are representatives of the business sector. The secretary may be elected from among all members, or local area staff may serve as support personnel in performing secretary duties.

The board's executive committee shall recommend officers who qualify to be elected from the Board's business sector membership and shall begin their term at the beginning of the new program year effective July 1 (or as necessary). These officers shall serve until their successors are elected and qualified or until they are no longer Board members. If an officer is unable to complete his/her term the Board shall elect a successor to complete the remaining portion of the original term. The Vice-Chair shall not be required to succeed the Chair at the end of the Chair's term of office.

Section 3. Chair

The Chair shall preside at Board meetings, designate standing and ad hoc committees deemed appropriate and appoint their Chair and members.

Section 4. Vice-Chair

The Vice-Chair shall assume all duties and responsibilities of the Chair in his/her absence from meetings. In the event that the office of Chair is vacated before the end of the term, the Vice-Chair shall assume the office in an acting capacity until such time as the Board elects a new Chair.

Section 5. Secretary

The Secretary shall be responsible for proper notification of meetings, review and submission of the minutes to the Board, and shall carry out any other duties deemed appropriate by the Chair. Local Area staff may serve as support personnel in performing these duties.

Section 6. Executive Committee

The Executive Committee shall consist of the Chair, Vice Chair, the previous Chair or Vice-Chair where applicable, and/or another senior board member, and the Secretary. As determined by the Chair of the Board, chairs of Board committees may attend Executive Committee meetings. Responsibilities of the Executive Committee can include: establish board meeting agendas, make standing committee assignments and coordination among committees, prepare recommendations to Board on state and national issues, act as needed between regularly scheduled Board meetings, and develop immediate and long-range goals for Board concurrence.

Section 7. Vacancy

If an office becomes vacant, the Board shall elect a successor at its next meeting.

Article 5 Committees

Section 1.

The Chair of the Board shall have the power, except as otherwise provided in this Article, to appoint the members of any Committee needed by the Board. No Committee, except as elsewhere provided in this Article, shall take any action or position on behalf of the Board, bind the Board, or exercise the authority of the Board in the management of the Corporation. The Chair of all the Committees shall be members of the Board. The Board's applicable Committees shall meet at the call of their respective Chair or the Chair of the Board.

Section 2.

Electronic meetings shall be permissible in lieu of face-to-face committee meetings at the discretion of the Committee Chair. An electronic meeting of the Committee occurs when Board members are in different locations, connected by electronic means, through audio, video or both. All votes taken during an electronic meeting shall be by roll call. All scheduled electronic meetings shall be held in such a way that all members participating can hear each other at the same time. When speaking, each member will be asked to clearly identify himself, so that proper recognition is given and recorded. All Board policies, administrative practices, and by-laws shall apply equally to electronic meetings.

Section 3.

The local Workforce Development Board may establish standing committees to provide information and assist the Board in carrying out its responsibilities (20 CFR 679.360).

Article 6 Amendments

Section 1. Amendment Procedure

Board by-laws can be amended at any regular Board meeting provided the proposed amendment(s) has been submitted in writing to the Board members at least two weeks prior to the meeting.

Section 2. Vote Needed

The by-laws shall be amended upon affirmative vote by a two-thirds majority of the Board.

**Article 7
Severability**

In the event that any of the rules, regulations, restrictions, covenants, or conditions of these by-laws are held to be partially or wholly invalid or unenforceable for any reason, such holding shall not affect, alter, modify, or impair in any manner any of the other terms, provisions, rules, regulations, restrictions, covenants, or conditions contained herein.

Adopted July 28, 2020.

Signed:

Wendy Johnson

Board Director Printed Name

Aug 27, 2020

Date

Wendy Johnson

Board Director Signature

Marty G Waters

*Workforce Development Board Chairman
Printed Name*

Aug 27, 2020

Date

Marty G Waters

Marty G Waters (Aug 27, 2020 14:46 EDT)

*Workforce Development Board Chairman
Official Signature*

Aug 27, 2020

Date

Guidance Regarding Meetings and Conferencing via Electronic Means

All public Workforce Development Board meetings and Committee meetings will be held at specified times and places which are convenient and open to the public.

The Board believes it is in the best interest of its members, systems, and customers that the fullest participation and attendance in all meetings be achieved whenever possible. Furthermore, it recognizes that the use of electronic, audio or video conferencing for meeting attendance and voting requirements may be permissible so long as the meeting is conducted in accordance with the Sunshine Provision.

The Board in all of its regular and special, standing committee, and ad hoc committee meetings complies with and intends to comply with the provisions of the Sunshine Provision. Therefore, the Board hereby adopts this policy, to be used when needed, to make use of the capabilities for conferencing by electronic means or any other type of audio or video conferencing for its meetings *or* any of the standing committee and ad hoc committee meetings as set forth and adopted according to the following rules as applicable:

- A. All pertinent provisions of the Sunshine Provision must be complied with, including specifically the proper notice of any regular or special meeting, the proper record keeping or minutes of each meeting, the appropriate agenda preparation for each meeting, which in addition shall be posted along with the notice of the meeting; and, in particular, any use of closed sessions shall be in compliance with the provisions of WIOA.
- B. All Board and Committee members attending meetings by electronic conferencing shall be entitled to vote as if they were personally and physically present at the meeting site so long as a quorum is, in total, present and accounted for, and their votes shall be recorded by the Board Director.
- C. A Board or Committee member who attends a meeting by electronic, video, or audio conference must provide notice to the Board Director at least 24 hours prior to the meeting unless such advance notice is impracticable.
- D. The location of the meeting included on the notice shall be equipped with a suitable transmission system (e.g., a speakerphone) in order that the public audience, the members in attendance and any staff in attendance will be able to hear any input, vote, or discussion of the conference and that the member attending by electronic means shall have a similar capability of hearing and participating in such input, vote, or discussion.
- E. As the Board or its committees begin each new matter of business, the Chair will check with all remote location(s) where members are to ensure that each such connection is active.
- F. When a motion is made, and seconded, and discussion regarding the motion begins, the Chair will check that the connection with remote location(s) where members are present is active. Prior to closing discussion and taking any vote, the Chair will ask all remote location(s) where

member(s) is(are) present whether there are any additional comments, questions, or information to be added to the discussion.

G. The procedures outlined above shall also apply to each Board and its Committee members.









Attachment B_Western Piedmont WDB By-Laws_FINAL

Final Audit Report

2020-08-27

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