

BYLAWS OF THE WORKFORCE INVESTMENT BOARD OF HUMBOLDT COUNTY

ARTICLE I. AUTHORIZATION AND PURPOSE

- A. **AUTHORIZATION:** The Workforce Investment Board (hereinafter WIB) of Humboldt County is established under Section 117 of the Workforce Investment Act of 1998, Public Law 105-200, hereinafter referred to as the WIA.
- B. **SCOPE:** By its composition, the WIB represents organizations, agencies, and representatives of business. The WIB shall, in accordance with Section 117 of the Workforce Investment Act; conduct oversight with respect to WIA authorized local youth and adult employment and training activities and the one-stop delivery system. The WIB shall also set policy for the local workforce investment system and provide advice to the networks of the Humboldt County Workforce Investment system.
- C. **PURPOSE:** The purpose of the WIB shall be to provide oversight of Humboldt County's comprehensive workforce investment system consisting of workforce education and training, workforce preparation services, and economic development.

The WIB shall:

1. Set policy and provide oversight for WIA programs and the workforce investment system in Humboldt County.
2. Approve WIA budgets and direct the disbursement of WIA funds.
3. Develop and coordinate employer linkages and seek participation among businesses, industries, agencies and related programs focused on workforce investment activities.
4. Promote economic development and employment-generating activities that enhance the employment opportunities for Humboldt County residents.
5. Select operators and providers, with the agreement of the BOS:
 - a. Designate or certify the operator(s) of the Job Market;
 - b. Identify eligible providers of youth activities, based on the recommendations of the Youth Council;
 - c. Identify eligible providers of both intensive and training services in Humboldt County; and
 - d. Identify other eligible providers, to the extent that intensive and training services are not offered.
6. Develop an annual budget to carry out the duties of the WIB.
7. Be responsible for and oversee the Employment Training Provider List (ETPL) system for Humboldt County and any other mandated lists.
8. Develop performance measures for Humboldt County's workforce investment system.

9. Assist the Governor in developing a statewide employment statistics system.
10. Comply with applicable federal and State laws and regulations.

ARTICLE II. MEMBERSHIP

- A. The WIB shall consist of the membership as outlined in the WIA.
- B. Membership categories shall represent local businesses (50% plus one person), organized labor, community-based organizations (CBO), One-Stop required partners, economic development, education, Native American tribes, BOS, and such other representation as may be required by federal or State law. The term community-based organizations is defined as a private nonprofit organization that is representative of a community or a significant segment of a community which has demonstrated expertise and effectiveness in the field of workforce investment.

Regarding the size of the WIB, the Humboldt County Workforce Investment Board must meet the minimum WIA membership requirements and reserves discretionary authority by the Board of Supervisors as local economic conditions indicate.

- C. The majority of membership of the WIB shall represent local businesses, and shall include persons who:
 1. Are owners of businesses, chief executives or operating officers, and other high level managers with broad policymaking and/or hiring authority;
 2. Represent a for-profit or non-profit organization with employment opportunities that reflect the local area;
 3. Represent all geographical areas of the County, whenever possible;
 4. Represent small business, including women- and/or minority-owned businesses, whenever possible.
 5. Represent base industry and support clusters providing direct employment opportunities that reflect the make-up of the local workforce and economy; and
 6. Are leaders in the community with a willingness and ability to work with a broad cross-section of their industry to further workforce development issues.
- D. Membership for the WIB and Youth Council shall be solicited through a publicized nomination process.
- E. Members shall be appointed by the Humboldt County Board of Supervisors, from a slate of qualified candidate(s) recommended by the WIB.
 1. Terms are for a two-year period (2), starting from date of appointment by the Board of Supervisors. Mid-term appointments run through the third June after appointment
 2. At the conclusion of a member's term, the member's position shall be treated as a vacancy, with the current member having the option to request consideration for

appointment to an additional term. Reappointment requests will be considered along with any other nominations received for that vacancy.

3. All vacancies are to be filled within 60 days of their occurrence, or as soon as possible.
- F. Members may resign by signed written notice to the WIB Chair, who will forward the resignation notice to the Executive Committee with a copy forwarded to the BOS.
- G. Members may be removed for any activity that interferes with or misrepresents the business of the WIB by a vote of two-thirds of the members present and voting at a WIB meeting in which a quorum has been established and where the action has been included on the agenda.
- H. Members shall automatically terminate their membership on the WIB for administrative reasons. The Executive Committee may reverse a termination of a member's term by a vote of two thirds of the Executive Committee members present and voting at an Executive Committee meeting in which a quorum has been established and where the action has been included on the agenda. The WIB membership will be notified at the next Full WIB meeting. Reasons for administrative termination may include:
1. When a member is unable to represent the categorical seat to which (s)he is appointed,
 2. Failure to attend three (3) consecutive WIB meetings;
- I. Membership is by person, not position, including the mandated partners. Each member shall have equal voting privileges, with each seat representing one vote. Proxy votes by representative or member are not allowed.
- J. No member shall vote on any matter which:
1. Poses the appearance of a conflict of interest to that member or his/her business or organization; and/or
 2. Would financially benefit such member or his/her business or organization.
- K. Procedures for Dealing with Conflicts of Interest
- If a member believes (s)he is in a potential conflict situation, (s)he should so advise the Chair, refrain from any discussion on the matter involving the conflict, and register an abstention on any subsequent vote.
- Should the member participate in the discussion and/or vote on the matter, and it is later determined that a conflict situation existed, any agreements resulting from this involvement may be considered invalid. The WIB Chair, whose decision shall then be presented to the WIB for further action, shall initially make consideration of validity. Such action might include ratification of the agreement under such conditions as would make the agreement valid.
- L. A member of the BOS shall have one vote at any WIB meeting using the designated BOS member or appointed BOS alternate. Annually, the BOS will specify the designated BOS WIB member and alternate. The BOS appointed alternate is authorized to vote in the absence of the appointed BOS WIB member.

ARTICLE III. ELECTIONS of OFFICERS and EXECUTIVE COMMITTEE MEMBERS

A. Officers

The WIB shall elect a Chair and a Vice Chair, who shall be selected from among the business representative members. Only voting WIB members may serve as officers of the WIB. The terms of the officers shall be one year commencing on July 1st. Following the Chair's term of office, the Vice Chair shall assume, upon election, the role of Chair with the WIB electing a new Vice Chair.

The Chair and Vice Chair may serve for no more than two (2) consecutive terms as Chair. The Chair elect and Vice Chair elect shall automatically have their membership extended, if necessary, to coincide with their term of office.

The Chair shall preside at all meetings of the full WIB and shall perform all duties incidental to the office of Chair.

B. Executive Committee Members

The WIB shall also elect two (2) at large members of the Executive Committee, one of whom shall be selected from among the private sector representative members. Both elected at large members shall serve for a 2-year term, commencing on July 1st. Terms will be staggered in order to support continuity on the Executive Committee.

C. Nomination Process

The Nominations Committee shall be an ad-hoc committee appointed by the Executive Committee, including two general members of the WIB. The Committee shall solicit nominations from the entire WIB membership, beginning in the first quarter of the calendar year. The committee shall submit the nominees for office to the WIB Chair, WIB Vice Chair, Business At-Large Executive Committee member, General At-Large Executive Committee member. The nominees shall be presented to WIB members fifteen (15) days prior to voting and posted as part of the final agenda. Elections shall be held one meeting prior to the last WIB meeting of its fiscal year.

At that meeting, after it is established that a quorum is present, nominees shall be presented to WIB members. Prior to voting the Chair shall take nominations from the floor. Voting shall be public according to the open meeting laws of the State of California. . Officers are determined by a simple majority of the members present and voting at a WIB election meeting, and announced prior to close of the meeting.

D. Vacancies

In the event of a vacancy in the position of the Chair, the Vice Chair shall assume the duties of the Chair. In the event of a vacancy in the position of Vice Chair, the Business At-large member of the Executive Committee shall assume the role of Vice Chair for the remainder of the term.

The Vice-Chair shall preside in the absence or vacancy of the Chair, and perform such duties as delegated by the Chair.

In the event of a vacancy in a position of an at-large Executive Committee member, the Chair shall appoint a replacement to serve out the designated term of that position. The Chair has the option of appointing members for different term lengths in order to achieve or maintain staggering of terms.

ARTICLE IV. STAFF

- A. The WIB may hire staff and/or contract for independent services.

ARTICLE V. MEETINGS

- A. Regular meetings (at least semi-annually) will be scheduled and announced at the beginning of each fiscal year. Special meetings may be called at the discretion of the Chair, as needed.
- B. All meetings of the WIB and its committees shall be called and held pursuant to the provisions of the Ralph M. Brown Act (Gov. Code Section 54950 et seq.).
- C. Agendas and minutes of regular and special WIB meetings shall be provided to members and, upon request, the public in a timely fashion.
- D. A simple majority of the members of the WIB shall constitute a quorum.

ARTICLE VI. COUNCILS AND COMMITTEES

- A. The WIB shall have a Youth Council as required by the WIA.
- B. The WIB shall have an Executive Committee, the membership of which shall include the WIB Chair and Vice-Chair; Board of Supervisors member as selected by the BOS; the Chair of the Youth Council; and three at large members. One at large member is appointed by the WIB Chair. The remaining two at large members are elected by the WIB membership, one coming from the private sector.
- C. The Executive Committee shall act on behalf of the full board on all matters of necessity between WIB meetings. That authority shall include:
 - a. Analyzing information from standing and ad hoc committees, and coordinating their work.
 - b. Setting agendas for WIB meetings.
 - c. Authorizing the WIB Chair to sign time-sensitive documents when full WIB approval is not feasible.
 - d. Reversal of automatic termination of WIB member terms for administrative purposes set forth in Article II. Membership. H.
 - e. Participation on ad hoc committees and work-groups as needed.
- D. Work of the WIB as identified in the strategic plan shall engage WIB members through workgroups, defined as follows:
 - a. The WIB or Executive Committee designates a work-group by (1) defining a set of specific outcomes, (2) determining a specific timeframe for deliverables, and (3) designating an Executive Committee member to participate on the work-group.

- b. Staff organizes and facilitates work-groups. WIB members may serve as chair should the work-group elect to have a chair to best accomplish the outcomes.
 - c. WIB members may Chair a work-group, as best serves accomplishing the charge of the work-group.
 - d. Work-groups do not have formal membership requirements, though at least one Executive Committee member participates on each work-group. WIB members participate on a volunteer basis. Non-WIB members may participate in work-groups as appropriate to the work-group's charge.
 - e. A maximum of three (3) work-groups will operate at any one time.
 - f. Work-groups will report their results and recommendations to the Executive Committee and/or the Full WIB via members or staff.
- E. Committees may meet at the call of the WIB Chair or the committee Chair.

ARTICLE VII. ADOPTIONS AND AMENDMENTS

- A. These bylaws are hereby adopted upon two-thirds (2/3) vote of the WIB membership present at a meeting at which this item has been noticed and a quorum has been established.
- B. These bylaws may be amended, in part or in whole, by a two-thirds (2/3) vote of the members present and voting at a regularly scheduled WIB meeting, at which a quorum has been established. Proposed additions and/or deletions to the bylaws must be provided to members at least fifteen (15) days before the meeting at which they are subject to vote.
- C. Adoptions or amendments of these bylaws may be proposed by any voting WIB member. Such adoptions or amendments must be presented in writing.

ARTICLE VIII. GENERAL PROVISIONS

- A. The WIB shall utilize Robert's Rules of Order as a framework to conduct its business.
- B. Nothing in these bylaws shall be construed to take precedence over federal, state or local laws or regulations.
- C. All WIB policies will be voted upon at a regularly scheduled WIB meeting.
- D. For purposes of these bylaws, "fiscal year" shall be defined as July 1 through June 30.