

Tri-County Workforce Development Board Bylaws

March 3, 2020

Article I

Statement of Purpose

1. The purpose of the Tri-County Workforce Development Board (the “Board”) shall be to provide quality assurance and recommended policy guidance for the Tri-County Workforce Development Area (the “Local Area”), which is comprised of Jefferson, Gilpin and Clear Creek Counties.

Article II

Authority

1. The Board was established by Jefferson County Administrative Policy 2.2.5, which was first adopted by the Jefferson County Board of County Commissioners, the Local Area’s Chief Elected Official (the “CEO”), pursuant to Resolution No. CC97-107, dated February 25, 1997 (as subsequently amended, the “Policy”).
2. The Policy provides that the Board shall serve as the local workforce development board for the Local Area in accordance with the federal Workforce Innovation and Opportunity Act of 2014, 29 U.S.C. § 3101, *et seq.*, and its implementing regulations (“WIOA”) and the Colorado Career Advancement Act, C.R.S. § 8-83-201, *et seq.* (the “CCAA” and, together with WIOA, the “Acts”).
2. The Policy authorizes the Board to adopt bylaws governing any aspect of its membership, meetings and actions not already governed by the Policy (or other County policy or regulation) or Federal or State law. Consistent with that mandate, these bylaws (the “Bylaws”) establish the organizational rules and responsibilities of the Board.

Article III

Board Functions

Section 1. Board Functions and Responsibilities

1. The Board shall be responsible for performing all functions assigned to local workforce development boards by the Acts within the Local Area, including:
 - a. Developing the local plan for the Local Area (the “Local Plan”), in partnership with the CEO;
 - b. Conducting workforce research and labor market analyses;
 - c. Convening, brokering, and leveraging local stakeholders and resources;
 - d. Employer engagement;
 - e. Career pathways development;
 - f. Identifying and promoting proven and promising workforce development practices;
 - g. Developing strategies for using technology to maximize accessibility and effectiveness of workforce programs;

- h. Providing program oversight for local workforce activities, in partnership with the CEO;
- i. Negotiating local performance accountability measures;
- j. Selecting workforce operators and providers;
- k. Coordinating with education providers;
- l. Budget development and administration;
- m. Assessing accessibility of one-stop centers for individuals with disabilities;
- n. Developing and entering into a memorandum of understanding with the one-stop partners, with the agreement of the CEO; and
- o. Designating or certifying one-stop operators, with the agreement of the CEO.

Article IV
Membership

Section 1. Membership Requirements

1. The Board's membership shall meet the following criteria:

a. General

- i. All Board members shall be decision-making individuals reflective of the business demographics in the Local Area and leaders within the workforce, education and economic development areas.
- ii. All Board members shall represent entities located within the Local Area or, if such entities do not exist, entities located within the Central Planning Region for WIOA.
- iii. Board members may represent multiple entities on the Board if the individual meets all the criteria for representation for each entity represented.

b. Business Representatives

- i. A majority of the Board will consist of representatives of Local Area businesses, at least two (2) of whom shall be representatives of small businesses.
- ii. Each business representative serving on the Board shall:
 - 1. Be the owner, chief executive officer, chief operating officer or other executive or employer of a business with optimum policy-making or hiring authority;
 - 2. Represent a business that provides employment opportunities in in-demand industry sectors or occupations and provides high-quality work-relevant training and development opportunities to its workforce or the workforce of others; and
 - 3. Be appointed from among individuals nominated by local business organizations or business trade organizations.

c. Workforce Representatives

i. At least 20% of the Board's members shall consist of representatives of the workforce within the Local Area, and shall include:

1. At least two (2) representatives from labor organizations; and
2. At least one (1) representative of a joint labor-management, or union-affiliated, registered apprenticeship program who must also be a training director or member of a labor organization.

ii. In addition to 1 and 2 above, the Board may meet the 20% requirement by appointing members from the following organizations:

1. One (1) or more representatives of community organizations that have demonstrated experience and expertise in addressing employment, training, or education needs of people with barriers to employment, including organizations that serve veterans or support competitive integrated employment for individuals with disabilities; and
2. One (1) or more representatives of organizations that have demonstrated experience and expertise in addressing the employment, training, or education needs of eligible youth, including organizations that serve out-of-school youth.

d. Education, Training, Governmental and Economic and Community Development Representatives

i. The balance of the Board will consist of representatives of the education, training, governmental, and economic and community development organizations, and shall include:

1. At least one (1) representative of an eligible provider administering adult education and literacy activities authorized under WIOA Title II;
 - a. If multiple eligible service providers are offering services under WIOA Title II in the Local Area, this Board representative shall be appointed from among individuals nominated by such providers.
2. At least one (1) representative of an institution of higher education providing workforce development activities, including community colleges;
3. At least one (1) representative of an economic and community development entity;
4. The State Employment Service officer under the Wagner-Peyser Act, serving the Local Area; and

5. A representative of the State Vocational Rehabilitation program serving the Local Area.
- ii. In addition to 1-5 above, the CEO may appoint Board members from other appropriate entities in the Local Area, including:
 1. Entities administering education and training activities who represent local education agencies or community-based organizations with demonstrated expertise in addressing the education or training needs of individuals with barriers to employment;
 2. Governmental and economic and community development entities which represent transportation, housing, and public assistance programs;
 3. Philanthropic organizations; and
 4. Other appropriate individuals as determined by the CEO.

Section 2. Board Appointments

1. All Board member appointments shall be made by the CEO in accordance with the terms of the Policy.

Section 3. Terms

1. All initial Board appointments shall be for a term of two (2) years. Terms shall be staggered as best determined by the CEO.
2. Board members are limited to serving not more than four (4) consecutive two-year terms. Notwithstanding the foregoing, the Board may recommend to the CEO, and the CEO may approve, the retention of a Board member who has served four (4) consecutive terms if the Board member's qualifications are necessary to meeting the minimum Board membership requirements set forth in the Acts.

Section 4. Change of Status

1. If a Board member appointed to represent a sector changes his or her status such that the member no longer meets the qualifications to represent the sector that he/she was appointed to represent, the Board member shall promptly notify the Board Chair of the change of status and resign his or her position. If the Board member meets the qualifications for a different sector, the member may petition the Board to be recommended for reappointment by the CEO.

Section 5. Removal

1. The CEO may remove any Board member, with or without cause, before the expiration of his or her term.

2. The Board may recommend any Board member to the CEO for removal at any time for cause. Among other things, cause for recommending removal shall exist if a Board member incurs more than two (2) unexcused absences from Board meetings in any twelve (12) month period. In order for a member to be excused from a Board meeting, a member must notify either the Board Chair or Board Vice-Chair prior to the meeting.
3. A recommendation to remove a Board member for cause shall require the affirmative vote of two-thirds (2/3) of all the members present, and notice of the meeting where such action is taken shall specify that one of the items on the agenda for said meeting shall be the proposed removal of such member.

Section 6. Resignation

1. Any member may resign from the Board at any time by delivering a written or sending an electronic letter of resignation to the Board Chair. Resignation will be effective upon the Chair's receipt of the resignation letter, which shall be promptly forwarded to the CEO.

Section 7. Vacancies

1. Any vacancy in the Board shall be filled by the CEO in the same manner as provided for Board member appointments, except that the replacement member shall be appointed for the remainder of the term of the member being replaced.

Article V Officers

Section 1. Officers

1. The Board shall elect from among its members a Board Chair and Board Vice-Chair once every two (2) years on odd years at the regular meeting prior to July 1, or at such other time as a vacancy in an office exists. The Board Chair shall be a representative of a Local Area business, as required by WIOA.
2. It is the Board's decision whether to use a Nominating Committee or hold elections with nominees from the floor. If a Nominating Committee is used, they shall bring a slate of nominees to the meeting prior to the election meeting. Nominations may be made from the floor at the election meeting.

Section 2. Terms

1. An officer may serve only one (1) two-year term in each office. If an officer is elected to fill an unexpired term, that officer shall be considered to have filled one term provided that the appointment is for eight (8) or more months.

Section 3. Duties of Officers

1. Board Chair
 - a. The Board Chair shall preside over all meetings of the Board and, with the approval of the Board, shall appoint all standing and ad hoc committees.
2. Board Vice-Chair

- a. The Board Vice-Chair shall assume the duties of the Board Chair in his/her absence.

Article VI Board Meetings

Section 1. Regular Meetings

1. The Board shall hold regular meetings a minimum of six (6) times a year at a mutually convenient location determined by the Board.
2. Phone participation is allowed for meetings and will count towards attendance for members. The Board may use web-based meetings in order to maximize participation of Board members.

Section 2. Notice and Agenda

1. Notice of all Board meetings shall be provided to each Board member by mail, facsimile, or electronic mail.
2. All proposed agenda items that require action shall be submitted to the Jefferson County Workforce Director. Information, if any, on any agenda item requiring action shall be prepared and communicated by mail, facsimile, or electronic mail no later than seven (7) calendar days prior to the announced Board meeting.

Section 3. Special Meetings

1. Special meetings of the Board may be called by the Board Chair. At any special meeting no business other than that stated in the notice shall be transacted.

Section 4. Open Meetings

1. The Board shall ensure public access (including individuals with disabilities) to all open meetings. The Board shall make available to the public information regarding the activities of the Board, including information regarding the Local Plan prior to submission of the plan to the Colorado Department of Labor & Employment, and regarding membership, the designation and certification of workforce operators, and the award of grants or contracts to eligible providers of youth activities, and upon request, minutes of formal meetings of the Board. The Board-approved Minutes for each meeting will be posted on the Jefferson County website.

Section 5. Quorum

1. A majority of all current Board members must be present at a Board meeting for the Board to transact business.

Section 6. Voting

1. All official actions of the Board shall be taken by resolution passed by a majority of the quorum present at a duly-called Board meeting, unless a different threshold for a particular action is established by the Acts, the Policy, or these Bylaws.

2. All Board members present shall vote verbally. Proxy voting is allowed so long as the Board Chair is notified one (1) day prior to the board meeting. Voting through electronic mail is allowed so long as the Board Chair is notified (1) day prior to the Board meeting.
3. When necessary, the Board may conduct an entire vote via electronic mail. Members will have seven (7) calendar days to vote once the relevant information has been sent to Board members. The votes shall be recorded and the results communicated to all Board members.

Article VII

Committees

1. The Board Chair, with the approval of the Board, may establish standing and ad hoc committees of the Board as necessary to carry out the responsibilities of the Board. Each committee shall be chaired by a member of the Board, may include other members of the Board, and may include other individuals who have appropriate experience and expertise, but who are not members of the Board, as non-voting committee members.

Article VIII

Amendment of Bylaws

1. These Bylaws may be amended at any scheduled meeting of the Board by a simple majority vote of a quorum of Board members. The Board shall have adequate time (10 days prior) to review Bylaw amendments before being asked to vote.
2. These Bylaws shall be subject to the terms of the Acts and the Policy. In the event of any inconsistency between these Bylaws and the Acts or Policy, such inconsistency shall be interpreted in favor of the Acts or Policy, as applicable.

Article IX

Conflict of Interest

1. Whenever a Board member has a financial or personal interest in any matter coming before the Board, the member shall fully disclose the nature of the interest to the Board and abstain from discussing or voting on such matter.
2. For the purposes of this provision, a personal or financial interest shall mean any financial or personal interest that would tend to influence a reasonable person, or that would be perceived as influencing a reasonable person, in his or her consideration of the merits of the matter, and shall include, but not be limited to: (i) any matter involving the provision of services by such member, a member of such member's immediate family, or any organization or business in which that member has an organizational conflict of interest; and (ii) any matter that would provide direct financial benefit to that member, the member's immediate family, or any organization or business in which that member has an organizational conflict of interest.
3. For purposes of this provision, an "immediate family member" is defined as (i) the father, mother, brother, sister, daughter, or son of the member; and/or (ii) the spouse of the

member; and/or (iii) father, mother, brother, sister, daughter, or son of the member's spouse.

4. For the purposes of this provision, "organizational conflict of interest" is defined as the member of the member's immediate family member (i) being employed by the organization; and/or (ii) being a member of the board of directors, commission, council, or other direct governing body of the organization; and/or (iii) being a creditor of the organization in an amount in excess of \$10,000; and/or (iv) being an equity owner of any portion of the organization.