

**BYLAWS FOR THE
YAVAPAI COUNTY WORKFORCE DEVELOPMENT BOARD**

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**BYLAWS FOR THE
YAVAPAI COUNTY WORKFORCE DEVELOPMENT BOARD**

I. NAME: Yavapai County Workforce Development Board (WDB). The Yavapai County WDB is established in accordance with the Workforce Innovation and Opportunity Act Section 107 and in accordance with approved state policies.

II. STATUTORY AUTHORITY

Workforce Innovation and Opportunity Act (WIOA) Public Law 113-128 and Workforce Investment Act (WIA), Public Law 105-220, as applicable.

III. PURPOSE, SCOPE, AND MISSION

A. The mission of the Yavapai County Workforce Development Board (WDB) is to build economic success through workforce development partnerships

B. The WDB provides guidance and exercises oversight with respect to activities under the Workforce Investment Plan (WIP) for Yavapai County in partnership with the Yavapai County Board of Supervisors

C. As appointees of the Yavapai County Board of Supervisors, the WDB will initiate a five-year plan for implementation of a coordinated workforce development system in Yavapai County. The WDB will provide the framework in developing a performance driven system to ensure the needs of employers and job seekers are met.

IV. RESPONSIBILITY AND STRUCTURE OF THE BOARD

As provided in WIOA section 107 (d), the Local WDB will develop and submit a 4 year local plan for the local area; in partnership with the chief elected official and consistent with WIOA section 108. Workforce Development stakeholders assist in the development of the local plan under §679.550 and leverage support for workforce development activities. The Local WDB is 51% private sector members, whom are optimum policy makers that are from in demand sectors. The Local WDB ensures there are effective linkages to support employer needs, job seekers (including those with barriers to employment) and economic growth of the area. The Local WDB provides oversight, reviews and approves policies, intake/enrollment, management and budgeting of funds and strategies to serve Adult, Dislocated Worker, and Youth within the area. Yavapai County is part of an Economic Development District that focuses on a regional collaborative approach for economic impact and success; however, there are separate local areas within this region, which submit their own local plans. The WDB utilizes analysis and data on labor market analysis for economic conditions, knowledge and skills needed for workforce, workforce development, strengths and weakness for area, and required education. This labor market information is reviewed on a bi-monthly basis for labor market trends and focus needed for the area. All Core Partners share information and data collection on a quarterly basis for reporting purposes. Representatives of secondary/post-secondary educational facilities are also represented on the board to ensure development and implementation of career pathways.

A. MEMBERSHIP

The General WDB Membership shall consist of members as identified and required in the Workforce Innovation and Opportunity Act (Public Law 113-128) and when applicable, the Workforce Investment Act (Sec. 117(b)(2)). All members are appointed by the Yavapai County Board of Supervisors with recommendations from the WDB. All members are to reside in and/or personally conduct partner business in Yavapai County. Public Sector members are to be nominated by their respective agencies. Private Sector members are nominated by chambers, boards or company chief executive officers. The WDB shall include members representing education, labor organizations, community-based organizations, economic development agencies, and representatives of the One-Stop partners (WIOA, Public Law 113-128, and WIA, Sec. 117-2 B III). Private Sector members will represent private business as owners, chief executive, or operation officers with optimum policy making or hiring authority and must represent 51% of total membership. Members may represent more than one required partner. Members of the Board that represent organizations, agencies or other entities shall be individuals with optimum policymaking authority within their respective organization. The membership shall be delineated as follows:

The Executive Committee will be comprised of five (5) private sector members including elected officers of the Board, plus one non-voting representative from the public sector. Appointments to this committee shall be made by supervisorial district with each of the Supervisors appointing one member. All members are to reside in and/or personally conduct partner business in Yavapai County.

The Youth Council shall be made up of a minimum of members as prescribed by the WDB and other interested members as appointed by the Executive Committee of the WDB. The Executive Committee may also appoint other interested non-WDB members from the community. The membership of the Youth Council may include at a minimum:

- Members of the Board with a special interest or expertise in youth policy;
- Representatives of youth service agencies including juvenile justice and local law enforcement agencies;
- Representatives of local public housing authorities;
- Parents of eligible youth seeking assistance under the Workforce Innovation and Opportunity Act of 2014 or Workforce Investment Act of 1988;
- Individuals, including former participants; and representatives of organizations that have experience relating to youth activities

All committee members are voting members for committee activities. This committee reports to the Executive Committee.

The Board of Supervisors may appoint a non-voting representative, or designee, to participate in WDB meetings.

All members must maintain appointment status. Any change in job title, responsibilities, or other status which affects the representative status of a WDB member, shall be forwarded to the Chairperson of the Board and the Regional Director within thirty (30) days of said change. Changes in status which render a WDB member no longer representative of the sector from which originally appointed shall result in the Board of Supervisors declaring said position vacant.

B. SUB-COMMITTEES

To carry out its duties, the WDB may appoint additional sub-committees to deal with particular areas of concern and secure, either through its staff or other means, the expertise of persons in the community having knowledge of specific issues. Committee decisions will be reviewed with the full Board at the next regularly scheduled meeting of the WDB and/or the Executive Committee.

C. DURATION OF APPOINTMENTS

Private sector appointments shall be for staggered two (2) year terms. Required public sector appointments shall be for staggered four (4) year terms. All terms shall be effective on the day of appointment.

Private sector appointments to the Executive Committee shall be for staggered two (2) year terms. Terms shall be effective on the day of appointment by the Board of Supervisors and commence for twenty-four (24) months. The non-voting representative from the public sector will be rotated on an annual basis, July 1 through June 30.

D. VACANCY

When a vacancy occurs before a term is completed the WDB may fill that vacancy with a new appointment by recommendation from the WDB to the Board of Supervisors for appointment. Appointments to fill vacancies on the WDB or the Executive Committee shall be for the remainder of the uncompleted term only. Members may request a "renewal of appointment" as stated in item F.

E. COMPENSATION

WDB members are eligible to travel reimbursement for special meetings and other travel as approved by the Chairperson. Appropriate request for reimbursement must be submitted to the WDB Administrative Office at least quarterly.

F. RENEWAL OF APPOINTMENT

Board members whose term is expiring and who wish to continue in their capacity as a WDB member may request a "renewal of appointment".

"Renewal of appointment" must be requested in writing by the board member (in the same manner in which the original appointment was made) to the WDB Executive Committee within ninety (90) days of the end of the Board members term.

The WDB Executive Committee will make a recommendation for renewal to the Board of Supervisors.

G. REMOVAL

The WDB Executive Committee may make a recommendation to the Board of Supervisors for removal of a WDB board member for cause. The Board of Supervisors may, in its sole discretion, remove a WDB member with or without cause.

V. LIABILITY AND CONFLICT OF INTEREST

A. LIABILITY

Yavapai County shall indemnify and hold harmless members of the WDB from any negligent acts on behalf of WDB members while acting in their capacity as members of the WDB.

B. CONFLICT OF INTEREST

This Policy will provide direction for compliance with Chapter 3, Article 8 of the Arizona Revised Statutes (A.R.S. Section 38-501 et. seq.) and the Workforce Arizona Council Local Governance Policy 01-2016 with respect to the provision of services through the Yavapai County Workforce Innovation and Opportunity Act and the Workforce Investment Act, and the members, officers, staff, or representatives/agents of the Yavapai County Workforce Development Board. Members, officers, staff, or representatives/agents, shall abide by all provisions of the above referenced statutes and policy when acting within the scope of their responsibilities on behalf of the WDB.

Pursuant to A.R.S. Subsection 38-503, members, officers, staff, or representatives/agents, who wish to enter into contracts for the provision of services, must not participate in the selection of vendors and must make the interest in the proposed contract known in the official records of the WDB. Any member, officer, staff, or representative/agent wishing to competitively bid on contracts for the procurement of goods and services, of any monetary amount, must annually sign a copy of the affidavit of the Conflict of Interest Policy. All members, officers, staff, representatives/agents of the WDB will sign an Acknowledgement of Receipt form of the Conflict of Interest Policy. The signed Policy, Acknowledgements or Affidavits will be filed in the official records of the WDB and shall be available for public inspection.

In order to avoid a conflict of interest, the Local WDB ensures that the Local Workforce service providers for WIOA Title IB Adult, Dislocated Worker, and Youth

programs must not employ or otherwise compensate a current Local Board member or Local Board employee who is employed or compensated by the Local Board or administrative entity, fiscal agent, or grant recipient to support the Local Board in carrying out its duties.

The Local Workforce Development Board has established by laws in accordance with applicable local procedures and applicable state and federal laws.

Per ARS 20 CFR 679.310 (g), The Local Workforce Development Board identifies the detailed procedure for conflict resolution for board members, service delivery partners and consortium partners as follows:

1. The Regional Director will attempt to resolve the issues at the lowest possible levels of organization involved.
2. IF the informal resolution doesn't work, the matter will be referred to the Board for appropriate designation or recommendation. The Chair of the Yavapai County Workforce Development Board may place the matter on the agenda of an executive session of the Executive Committee to mediate and issue a written recommendation.
3. If the matter fails to be resolved at the Board level, the matter will be referred to the Yavapai County Board of Supervisors or designee, which could result in the removal of parties found to not be compliant with the terms of the bylaws.

In addition, any member, officer, staff, or representative/agent of the WDB who participates in the expenditure of WIOA/WIA funds shall perform his/her duties in a manner consistent with their obligations to the WDB and in accordance with sound business practices. In complying with these requirements, members, officers, staff or representatives/agents shall refrain from:

1. Solicitation or acceptance of gratuities, favors, or anything of monetary value, from contractors, potential contractors, or parties to sub-agreements
2. Participation in awards or administration of contracts to firms in which the member, officer, staff or representative/agent or his/her immediate family has a financial or other interest.
3. Procuring to the WDB any equipment, material, supplies or services, unless member, staff or representative/agents were selected through a competitive bid process.

In addition, any member, officer, staff, representative/agent who is a paid consultant, or who has a relative who is a paid consultant (as defined in A.R.S. 38-502) for any provider which currently transacts business with the WDB, or which may bid on a future contract for provision of services with the WDB is prohibited from participating in a decision process which may lead to the award of a contract involving such firm.

VI. CODE OF CONDUCT/OPERATING PROCEDURES

A. CONDUCT OF MEMBERSHIP

In execution of its business, the local board will comply with the WIOA law and regulations as well as policies and directives from the state administration entity and State Workforce Board relating to Board code of conduct and operating procedures.

1. When acting as a member of the WDB, all members shall conduct themselves politely and professionally, and shall treat other board members, staff, and the public with respect and dignity
2. Unless officially authorized, no member of the group can act or speak publicly on behalf of the board. Such action may result in the removal of participating member(s)
3. All recommendations and/or action requests by the board shall be stated as formal motions or discussion during meetings of the WDB

B. QUORUM

A quorum shall constitute fifty percent (50%) of the membership. In the absence of a quorum at a general meeting of the WDB a quorum of the Executive Committee shall act on behalf of the board.

C. SPECIAL MEETINGS

If necessary, a special meeting of the WDB, or its committees, may be called by the Chairperson; however a minimum of 72 hours must be given to the public.

D. VOTING

1. Each WDB member present at a general meeting shall have one (1) vote. In the absence of a quorum of the General WDB the quorum of the Executive Committee shall establish the vote. Sub-committee members shall have one vote at assigned committee meetings.
2. All decisions shall be made by a simple majority vote of the members present
3. Absentee/proxy/alternate voting shall not be allowed. Members can be considered for conference call capability when approved by the Chairperson 48 hours in advance, with appropriate documentation and communication devices.
4. Only duly appointed members may vote. Members cannot delegate any Board duties using proxies or alternates.

E. MEETINGS

Notice and conduct of all meetings shall be done pursuant to Arizona's Open

Meeting Law, ARS 38-431 et seq. Meeting protocols outlined in Robert's Rules of Order shall be used as a guide for conducting meetings, but may be waived or modified at the discretion of the meeting Chairperson.

The general WDB will meet at least twice annually. The Executive Committee will meet every other month. The One Stop Committee and Youth Council will meet every other month or as determined by the respective committee chairs. Meetings may be available telephonically or via the internet as appropriate to ensure attendance is met.

F. ATTENDANCE

All members are encouraged to attend their respective committee and board meetings. If a member is absent three (3) consecutive, regularly scheduled meetings or 40% of the meetings in a calendar year, he/she shall be considered to have tendered his/her resignation, subject to review and recommendation of the Chairperson. Members will be notified in writing after the second consecutive missed meeting that a third missed meeting will be considered a resignation. At that time, the individual will have the opportunity to approach the Chairperson. The Chairperson will render a decision to the Executive Committee. By majority vote, a removal recommendation will be forwarded to the Board of Supervisors for approval. (Attendance is counted for members at the Call to Order for each meeting.)

G. AGENDA

Agendas for WDB meetings are developed by the Chairperson and Staff. Members and the public must propose agenda items to the WDB at least fifteen (15) working days prior to the date of the meeting. Such items shall be placed on the agenda of that meeting. Other agencies, groups, organizations, and individuals desiring to place items on the agenda must present them (with statement of purpose) to the Chairperson at least fifteen (15) working days prior to the date of the meeting. Changes/revised agendas will be at the discretion of the Chairperson. Posting sites shall be at the WIOA/WIA Administrative Office, 221 N. Marina St., Prescott, AZ, and on the Yavapai County Meeting website.

H. MINUTES

Records of official minutes are open to the public for review at the WIOA/WIA Administrative Offices, 221 N. Marina St., Prescott, AZ 86301.

I. PROVISIONS FOR PUBLIC COMMENT

In compliance with the Arizona Open Meeting Law, the public will have opportunity for comment and shall be included on each agenda.

VII. ELECTION OF OFFICERS

At a regularly scheduled meeting, the Chairperson and Vice-Chairperson shall be elected by the majority of members present. The Chairperson and Vice-Chairperson shall be from the private sector. Terms will be reviewed and evaluated and recommendations will be made annually. Elections shall be in August with new officers assuming duties in September. A nominating committee will be appointed two (2) months prior to the election by the Chairperson. The Nominating Committee will present a slate of officers to the full board for consideration.

The Board may elect to conduct a special election in the event of resignation or discontinuation of service from either the Chairperson or the Vice-Chairperson.

VIII. RESPONSIBILITIES OF THE CHAIRPERSON

- A. Preside over regular and special meetings of the WDB
- B. Provide overall direction for the WIB
- C. Establish and maintain Point of Order for all meetings
- D. Collaborate with staff in developing agendas, arranging meetings, and determining other WDB activities

IX. RESPONSIBILITIES OF THE VICE-CHAIRPERSON

In the absence of the Chairperson, the Vice-Chairperson shall assume the Chairperson's responsibilities.

X. STAFF

The Local Workforce Development Board appoints staff to provide professional, technical and clerical services to the WDB. Staff support duties specific to the WDB include: reporting, training, correspondence, agendas, minutes, meeting preparations. Staff will ensure that WDB documents are maintained as the custodian of records.

XI. CHANGES IN BYLAWS

These Bylaws may be amended, changed or modified only upon a majority vote of the full WDB membership. Any proposed changes to the Bylaws must be provided to the WDB membership at the next scheduled meeting of the General WDB.

XII. EFFECT

These Bylaws shall become effective upon initial adoption by a majority vote of the WDB and as approved by the Yavapai County Board of Supervisors and shall remain in effect until dissolution of the WDB.