

REGION 2 WORKFORCE INVESTMENT BOARD

BOARD OF DIRECTORS

BY-LAWS

REVISED * APPROVED JULY 1, 2017

2699 PARK AVENUE * P.O. BOX 9009
HUNTINGTON, WEST VIRGINIA 25704-0009
PHONE: (304) 508-2696 * FAX: (304) 429-1715
WWW.WVREGION2.ORG.

**SOUTHWESTERN WEST VIRGINIA
REGION 2 WORKFORCE INVESTMENT BOARD**

BYLAWS

PREAMBLE

The South Western West Virginia Region 2 Workforce Development Board, Inc. (Workforce Development Board) recognizes that the Workforce Innovation and Opportunity Act (WIOA) 2014 provides the opportunity to build a public-private partnership that is dynamic in nature, far reaching in scope, and has the capacity to improve the economic wellbeing of its citizens and communities.

The South Western West Virginia Region 2 Workforce Development Board, Inc. also recognizes that leadership from and by the private sector is critical to achieving this outcome.

The South Western West Virginia Region 2 Workforce Investment Board further acknowledges that, as a publicly appointed body, it must function efficiently and effectively in conducting the work on the Board.

ARTICLE I – Name

The name of the organization is the Southwestern West Virginia Region 2 Workforce Investment Board, Inc. hereinafter referred to as the Region 2WIB.

ARTICLE II - Jurisdiction

The Region 2 WIB area of jurisdiction is Boone, Cabell, Logan, Lincoln, Mingo, Putnam and Wayne Counties and the City of Huntington.

ARTICLE III - Mission and Purpose

The Region 2 WIB, in cooperation with other appropriate public, private and/or education and training organizations.

A. Seeks to build and maintain high quality workforce for its jurisdictional area and the State of West Virginia by determining current and future workforce needs, and ensuring that those needs are met;

B. Seeks to promote a high level of awareness and cooperation between the region's employers, Economic Development Agencies, post- secondary educational and training system, and workforce development system concerning workforce needs and the importance of investing in the development of their own workforce area.

C. Provide policy and direction related to the appropriate evaluation and training of individuals who meet the criteria for service as prioritized by the R2 WIB.

D. Seeks to obtain funding from all legitimate sources to accomplish the above-stated purpose.

ARTICLE IV - Function

The R 2 WIB builds a high quality workforce by:

A. Directing the development of and approving an annual and long range strategic workforce plan which responds to the workforce needs of the region;

B. Overseeing and coordinating the implementation of the plan;

C. Enhancing the region's workforce development delivery system to meet identified needs and

priorities to ensure that most appropriate use of available resources;

D. Aligning and coordinating workforce priorities of the region, state, and federal government with the priorities of this body;

E. Serving as a resource to the Governor, the legislature, and state workforce and education agencies on matters pertaining to public investment in workforce-related training, education, employment and support services; and

F. Following the requirements of WIOA. (Workforce Investment Opportunity Act (WIOA) of 2014)

G. Seeking financial resources from other sources not inconsistent with WIOA to accomplish the Board's objectives.

H. Ensuring that all WIOA guidelines, regulations and laws are implemented as it pertains to financial responsibility including, but not limited to, budgeting expenses to be appropriately allocated to the correct revenue.

ARTICLE V - Membership

A. The membership of the R2 WIB shall comply with section 107 (a) of WIOA and Workforce of West Virginia Guidance Notice No. 02-15.

B. The initial membership of the R2 WIB shall be appointed by the Chief Local Elected Official (CLEO) and certified by the Governor of West Virginia.(State of West Virginia directive. Any membership changes to Local Workforce Investment Board (LWIB) must be in accordance with Title I WIOA of 2014 Section 107.

C. A term of three years shall be assigned by the local elected officials to each membership position, according to public and private sector representation. Subsequent terms shall be three years in length and shall be staggered such that one third of the terms expire each year. The terms and appointments will be marked on the attached sheet and will need to be approved by appointing body, representative County or city, and the Chair of the LEO Committee. D. Members, including persons appointed to vacant positions, shall serve until the expiration of the term to which they are appointed. Members may apply for reappointment.

E. Private sector members may be reappointed to subsequent terms by the local elected officials from the county of original appointment. All other members may be reappointed by the local elected officials to subsequent terms, subject to the concurrence of their designated organization. All appointments or reappointments must be submitted on the Region 2 WIB Nomination Form, **which is attached**. All appointments and reappointments must be submitted to the Region 2 WIB administrative office and signed by the appointing County Commission, and then must be approved and signed by the Chief LEO. The administrative office shall notify a County Commission or the City of Huntington, and then must be approved and signed by the Chief Local Elected Official. The administrative office shall notify a County Commissioner of a vacancy for private sector individuals. Partner agencies and union representation shall be by the sponsoring agency or union. An individual may represent more than one entity if the individual meets all criteria for representation.

F. Any person wishing to leave the Board or who has demonstrated skills or knowledge beneficial to the mission of the Workforce Investment Board may be appointed an ex officio member of the WIB by the same process as other Board members. They may be entitled to discuss motions and all other levels of participation with the exception of voting. They may serve on committees and task forces of the Board with the same level of participation.

G. A member whose representation changes shall be removed from membership in order for the WIB to maintain conformity to prescribed representation.

H. Any member may resign upon written notice to the Chair. Vacancies shall be filled in the same manner as original appointments, but terms shall be only for that time remaining in the vacancy.

ARTICLE VI - Structure and Schedule

A. The R2 WIB shall conduct its business at regularly scheduled public meetings which are to be held no less frequently than once each calendar quarter. The R2 WIB may meet in special session at the call of the chair, or upon request of a majority of the members.

All regularly scheduled and special meetings are public meetings and are subject to the requirements of the WIOA. Meetings shall be held within the geographic boundaries of the Area 2 except under special circumstances, and meeting locations may rotate among the counties and cities within the Region 2 Workforce Investment Board jurisdiction.

B. A Standing Committee shall be created by the Board called the R2WIB Executive Committee shall meet between R2WIB meetings to coordinate activities and, if necessary, to act on behalf of the R2WIB Full Board. The actions of the standing committee may be reviewed.

1. The Executive Committee shall consist of 11 members, at least: the Chair, Vice chair, Secretary, and Youth chair, 2 members of the board representing the non-business sector, one of which shall represent labor, as defined by WIOA; 2 members appointed by the Chief LEO who are county Commissioners, or the Mayor of Huntington, 6 members of the board representing the business sector. A QUORUM shall consist of 50% of the Executive Committee membership. No member of the Executive Committee may be employed or derive compensation from an entity with which the WIB sub- contracts to provide services on behalf of the WIB.

2. The WIB Chair shall preside over the Executive Committee. In the Chair's absence, the Vice-chair or C LEO (Chair shall preside.)

3. The Executive Committee shall be empowered to act on behalf of the WIB if, in the judgment of the Chair, circumstances arise (agreed to by a majority of the Executive Committee present) that cannot be addressed through a regular or special meeting of the WIB because of time or circumstance. A majority (4) of the Executive Committee members must be present in order for an action to be taken.

4. Action of the Executive Committee shall be subsequently reviewed by the WDB and approved through consent.

5. Members of the Executive Committee shall serve as follows: The Chair, Vice-Chair and Secretary shall serve for the duration of their terms in those positions; elected members of the non-business and private sector shall serve one (1) year terms, but may be re-elected to serve each year with no limit on the terms served. Non-business and business sector members shall be nominated and elected by the Workforce Development Board. These appointments and/or elections shall occur at the last meeting of the WIB fiscal year. A special election may be held to fill vacancies on the Executive Committee. The Chair may appoint, but 6 must represent business.

ARTICLE VII - Elections and Officers

A. The offices of the Workforce Development Board shall be the Chair, Vice-Chair, Secretary.

1. Chair. The Chair shall preside at all meetings of the WIB, shall appoint task forces, and ad hoc committee chairs, and serve as chair of the Executive Committee. The Chair shall be elected from among the private sector membership of the R2 WIB.

2. Vice-Chair. The Vice-chair shall assume the duties of the Chair in the absence of the Chair. The Vice-chair shall be elected from among the private sector membership of the WIB.

3. Secretary. The Secretary shall ensure that records of meetings are recorded and distributed to the membership for approval and be a Local Elected Official. Administrative staff may assist.

B. Election of Officers.

1. The WIB shall elect officers at its inaugural meeting and thereafter, at the last meeting of its fiscal term, (June)

2. The Chief LEO of the WIB shall be responsible for appointing members to the Nominating Committee.

C. Officers shall be elected for a one (1) year term.

D. If an officer of the board vacates a position, an election shall be held by the members of the WIB to fill this vacancy at the next regularly scheduled board meeting, except in the case of the office of Chair. In this case, the Vice-chair shall fill that position for the remainder of the predecessor's term and an election to fill the position of Vice-chair shall take place at the next regularly scheduled Board meeting.

ARTICLE VIII – Meetings

A. Reasonable advance notice of regular and special meetings of the WIB shall be provided to members, interested parties and appropriate media. This includes meetings conducted electronically or telephonically. In no event shall a meeting be held which does not conform to WIOA requirement of open meeting.

B. Voting. Voting rights are restricted to regular members or their alternate as described in VIII. B.3.

1. In order to conduct official business, a quorum (defined as one-fourth of the membership) must be present.

2. Upon request of any R2WIB member present, a roll call vote shall be taken and recorded on the passage (or failure) of any measure before the R2 WIB. Each member who is within the meeting room when a roll call vote is called for shall vote unless he or she has been excused from voting due to conflict of interest. Passage of any measure requires a simple majority of the quorum.

3. In an emergency and upon notification to the Chair, a member may designate an alternative to sit as a voting representative at a regular or special meeting of the R2 WIB. Such designation and notification shall be required for each meeting at which a member will be represented.

C. Conflict of Interest. Any member of the R2 WIB having an interest in any organization receiving or requesting financial support through the R2 WIB shall make such interest known to the R2 WIB at the beginning of the discussion of the relevant issue.

No member, officer, employee or agent of the R2 WIB shall:

1. Cast a vote on the provision of service under the WIOA Title I plan by that member, by any member of his or her family, or by any organization of which that member or any member of his or her family is an officer, owner, or employee, or

2. Vote on any matter which would provide direct financial benefit to that member, or

3. Participate in the award or administration of any grant contract that is funded through the WIOA Title I plan where he or she knows that any of the following has a financial interest in the person or organization that will receive or has received the grant or contract: (a) the officer, employee, or agent; (b) any family member of the officer, employee or agent; (c) any partner of the office, employee, or agent, or (d) any person or organization that employs, or is about to employ, any person described in (a), (b), or (c).

Where there is a conflict of interest on the part of a member, such member shall disclose the material facts as to his or her interest or benefit from the proposed board action, and, in the event the measure required approval by the R2WDB, the proposed board action may then be approved upon the affirmative vote of a majority of the disinterested members, even though the disinterested members be less than a quorum. Such interested members may be counted in determining the presence of a quorum at the meeting at which issue is considered.

No member, officer, employee or agent of the R2 WIB shall: (1) solicit or accept gratuities, favors, or anything of monetary value from contractors or suppliers or potential contractors or suppliers, or (2) solicit, accept or agree to accept any benefits for exercising WIOA authority and performing their duties which conflicts with the rules of the State of West Virginia Ethics Commission.

For purposes of this section, immediate family is defined as: spouse, child, descendant, sibling and the spouse or child of the foregoing.

D. Attendance. Failure to attend three consecutive meetings without cause and prior notification, members may be removed from WIB by action of their appointing county.

E. Rules. Meetings shall be conducted in a manner that encourages participation and the full discussion of issues. Consensus decision making shall be permitted where possible. In matters of contention, Robert's Rules of Order will be followed.

ARTICLE IX - Indemnification

The R2 WIB shall indemnify its officers, directors, employees, members, and agents in accordance with law if the law so allows.

ARTICLE X – Committees-Standing (Sect. 107-(4))

- A. The Youth Committee is another standing committee that must be chaired by a member of the R2WIB and who also has a seat and vote on the Executive Committee. The Chair will approve all appointments to the Youth committee who may be non R2WIB members but serve youth in the R2 service area. Youth Standing Committee can only make recommendations and or request action be taken on items to the Executive Committee or the R2WIB. While not required, it is encouraged that the Youth Chair represent the private sector.
- B. The Chair shall appoint ad hoc committee chairs, sub-committees, and task forces for specific and special purposes. All committees shall consist of WIB members, sub-committees and task forces may include non-members.
 - (1) Personnel Committee-composed of 5 board members appointed by the Chair who meet quarterly to review personnel matters including but not limited to pay raises, job descriptions, create new positions, discipline action, appeals of discipline action and all other matters the Chair may assign Personnel Committee. The committee does not make final decisions but makes recommendations to the Executive Committee who either approve recommendation, disapprove or make changes to Personnel Committee recommendation.

The Personnel Committee will consist of the Chair, Chief Local Elected Official (CLEO) and 3 private Sector Board Members.

- (2) Nomination Committee- Chaired by the CLEO and 2 other Board Members appointed by CLEO will nominate officers when needed by time of election or replacement for opening.
 - (3) One- Stop Committee Chair will be appointed by the Board Chair from the private sector Board Members who will then choose 4 other members with approval of Board Chair.
- C. Subcommittees and task forces shall perform only as recommending bodies and no more than 2 Executive Committee members may serve on a subcommittee or another Standing Committee to attempt to include as many Board members as possible

ARTICLE XI - Amendments to the By-Laws

These bylaws may be amended, altered, added to, or repealed at any regular or special meeting by a two-thirds majority vote of R2WIB members present, provided that members shall have received not less than 15 calendar day's written notice of the proposed bylaws changes.

REGION 2 WORKFORCE INVESTMENT BOARD NOMINATION FORM

Name:

Type of Nomination NEW

Reappointment

Mailing Address City County State WV Zip Code

Phone Number Fax

Email _____

Representing-Type

Organization **Business** _____

Business, Community Based, Econ. Dev., Education, Partner, Labor

Nominator Organization

E-mail Address

Phone Fax#

Nominator Signature _____

Position Title Commissioner

Must have power of appointments

Subject to certification required by Section 107 of the Workforce Innovation & Opportunity Act (WIOA) of 2014, the person nominated herein has been duly appointed to the Region 2 Workforce Development Board (R2WDB) by the Local Elected Officials of Region 2 WDB.

Term of Appointment: from: 2017 to: 2020

County Leo Signature and date _____

Chief LEO Signature and date _____