Western Arkansas Workforce Development Board
Bylaws

ARTICLE I: Establishment

Section 1. Purpose of Workforce Development Board: The local workforce development board (LWDB) is established in compliance with the Workforce Innovation and Opportunity Act (WIOA) of 2014, Public Law 113-128 and the Arkansas Workforce Innovation and Opportunity Act, 907, to provide a comprehensive workforce development system for the residents of the Western Arkansas workforce development area. The Western Arkansas Workforce Development Board shall hereafter be referred to as the Board.

A. Vision: The Western Arkansas workforce development system will create a workforce that is educated, skilled, and supported to ensure the long-term labor needs of the region's business community are met.

B. Mission: To facilitate the development of a regional comprehensive workforce development system. A system that provides Western Arkansas citizens with employment, education, and training opportunities that align with the skill sets necessary to fill the needs of area businesses. This supports Arkansas's economy, keeping it competitive in the global marketplace. To carry out this mission a collaboration of workforce system partners and sector industry partners will utilize job market data to align services to provide improved long-term employment capability of citizens within the Western Arkansas workforce development area.

Section 2. Appointment of Representatives: Representatives of the Board shall represent both the private and public sector following the directive of WIOA section 107. Representatives of the private sector shall constitute a majority of the Board. Public sector representatives shall represent all required One-Stop partners, organized labor, apprenticeship, rehabilitation agencies, education, and economic development agencies.

A. Nomination Process:
   a. Business representatives shall make up a majority (at least 51%) of WAWDB membership from the local area.
      i. Representatives shall include owners of businesses, chief executives, or operating officers for the business, or other executives with the business with optimum policymaking or hiring authority.
      ii. must include small businesses, as defined by the U.S. Small Business Administration, or organizations that provide employment opportunities that, at a minimum, include high-quality, work-relevant training and development in in-demand industry sectors or occupations in the local area.
      iii. are appointed from among individuals nominated by local business organizations and business trade associations.
   b. Public sector representatives.
      i. not less than 20 percent of the Representatives shall represent labor organizations who are nominated by local labor federations and a Representative of a joint labor-management apprenticeship program. May include a representative of an organization with demonstrated experience and expertise addressing employment, training, or education needs of eligible youth.

ii. shall include a representative of eligible providers administering adult education and literacy activities under title II.
iii. shall include a representative of institutions of higher education providing workforce investment activities (including community colleges).
iv. shall include a representative of economic and community development entities, include an appropriate representative from the State employment service office under the Wagner-Peyser Act, and an appropriate representative of programs carried out under title I of the Rehabilitation Act of 1973 other than section 112 or part C of that title, serving the local area.
v. each local board may include such other individuals or representatives of entities as the chief elected official in the local area may determine to be appropriate.

B. Representative appointments.
   a. Chief Elected Officials (CEO) appoint representatives from the nominations received by the Board or board staff unless otherwise stated herein.
   b. Effort will be made, and priority given, to make representation geographically diverse to include each county in the local workforce development area.
   c. The membership and composition of the Board shall be certified by the Governor as required.
   d. Representatives appointed to fill a vacancy shall serve the remainder of the unexpired term of the vacant position. A Representative can continue to serve until reappointment or replacement on the Board.
   e. replacements, in the event of a required vacancy, shall be appointed in accordance of these procedures with effort made to fill the vacancy within 60 days.
   f. if, for any reason, no recommendation for appointment is made within two (2) months of the date of a vacancy, the CEOs will be notified of this fact.

C. Term of Appointment:
   a. Representatives shall be appointed for three (3) year terms and may be considered for reappointment at that time.
   b. Terms shall be staggered so that approximately one-half of the Board Representatives are appointed or re-appointed.
   c. As each term expires, appointments shall continue to serve until replaced.
   d. Representatives shall notify the Chair or staff of a change in employer or employment status at which time it shall be determined if the Representative is eligible to continue serving on the Board.

D. Release of Representatives:
   a. Representatives who miss three (3) consecutive meetings without notice will be considered to have voluntarily resigned. Appointment of a proxy constitutes attendance and will not be counted as an absence.
   b. Such resignations will be accepted or rejected by a majority vote of Representatives present.
   c. Representatives may be removed if their conduct or actions acting for the Board, personally or professionally have or will have a severe detrimental effect on the ability

of the Board to conduct business. Conduct or actions for removal are defined, but not limited to the following.

i. Unlawful conduct: violation of, or refusal to comply with, pertinent laws and regulations when such conduct impairs the efficiency of the LWDB or brings it into public disrepute; conviction of a crime.
ii. Intoxication, abusive language, or any other disgraceful conduct when such behavior threatens order, safety, health, or public respect for the LWDB or its subgrantees.
iii. Discourtesy to the public while representing the LWDB in any way.
iv. Improper use of position or authority for personal profit or advantage.

d. A removal shall be proposed and discussed by the Executive Committee called for that purpose.
e. The recommendation for removal shall be presented to the full Board by the Executive Committee for discussion and requires a majority vote of Board Representatives present.
f. The Representative being considered for removal shall be invited to present a case for reconsideration at both the Executive Committee and full Board meeting.
g. Removal of a Representative must have the final approval by the CEOs.
h. If the result of such a Representative removal jeopardizes the WIOA requirements of a LWDB makeup the position must be filled through the appointment process outlined in section 2.B.

Section 3. Convening of workforce development system stakeholders may include, but is not limited to:

A. The local workforce development system stakeholders will convene to assist in the development of the local plan and identifying non-federal expertise and resources to leverage support for workforce development activities; This shall be done through the process and use of collaborative meetings/information sharing amongst members of the standing committees, community leaders, educational institutions, local chamber executives and economic developers and other stakeholders in the local workforce development area.
B. Stakeholders will lead efforts to engage with a diverse range of employers and other entities in the region.
C. Members agree to actively participate in LWDB meetings, serve on committees, and/or be assigned to projects as necessary to carry out the mission of the Board.
D. Additionally appropriate stakeholders, as defined by their role will participate in CEO meetings, One-stop partner meetings, federal, state and local training, sector partnership meetings, WIOA director's meetings, ACT Work Ready meetings and other workforce related opportunities as may be deemed necessary.

ARTICLE II: Organization

Section 1. Elected Officers:

A. Officers of the Board shall be the Chair and Vice-chair.

a. Chair shall have the following duties:
    i. Shall preside at meetings of the full board as excepted under duties of Vice-chair.
    ii. Act as Chair on the Executive Committee.
    iii. Act as the signatory for the Board.
    iv. Shall approve regular board agendas.
b. Vice-chair shall have the following duties:
    i. Shall fill the role of the Chair in the absence of the Chair.
    ii. If the Chair board position is vacated during a current term the Vice-chair shall assume the Chair position for the remainder of the current term.

B. Elected officers shall be selected by a majority vote of Board Representatives present.
C. Elected officers shall be selected from the private sector Board Representatives.

Section 2. Officer Terms:

A. Officers shall serve one (1) year and be selected each term.
B. Officers may serve up to 3 consecutive terms if reselected. After 3 terms there must be at least one year in a non-officer capacity.

Section 3. Required standing committees: There shall be a minimum of four (4) standing committees.

A. The Executive committee shall be comprised of the Chair, Vice-chair, and the Committee Chair of the three (3) standing committees.
    a. this committee shall have the authority of the Board to act during the interim between full board meetings.
    b. decisions made on issues by this committee will have a majority of Representatives.
    c. Actions of the executive committee shall be reported at the convening of the next board meeting for ratification and will become part of the minutes of that meeting.
    d. this committee does not have authority to make decisions on funding or changes in funding of any proposal or contract.
    e. The executive committee will recommend to the sitting Committee Chairs of the Board committees any work to be performed to report at full board meetings.
    f. the Chair acting as executive Committee Chair shall exercise the power of vote during executive committee meetings as required to constitute a quorum or break a tie vote.
    g. public notice shall be provided including the location, time, and/or means to meet via the Board website at least 3 days prior to the meeting.
    h. Board Representatives shall be notified of meeting date, time, agenda, and location when the executive committee meets outside of regular board meeting dates.
B. The One-Stop committee shall be comprised of at least one Board Representative as Committee Chair and three or more knowledgeable Representatives.
    a. The committee will participate in the selection process, provide information to the Board, and assist with operational and other issues relating to the one-stop delivery system.

b. The committee will monitor one-stop partners and assist in establishing performance criteria of each partner, according to their performance requirements.
c. Will be responsible for the one-stop center certification process.
d. public notice shall be provided for all one-stop committee meetings including the location, time, and/or means to meet via the Board website at least 3 days prior to the meeting.

C. The Youth committee will consist of one Board Representative as Committee Chair, a youth related Community Based Organization representative, and at least two additional Representatives knowledgeable in youth interaction.
   a. The committee will provide information and assist with planning, operational, and other issues relating to the provision of services to youth.
   b. Will work to connect with and create a network of youth related services or outreach.

D. The Disability Services committee shall consist of one Board Representative as Committee Chair, at least one Representative from a state vocational rehabilitation services agency, and at least two Representatives knowledgeable in interaction with persons with disabilities.
   a. The committee will provide information and assist with operational and other issues relating to the provision of services to persons with disabilities, including issues relating to compliance with section 188, if applicable, and application provisions of the Americans with Disabilities Act of 1990 (42 U.S.C. 12101 et seq.) regarding providing programmatic and physical access to services, programs, and activities of the one-stop delivery system.
   b. The committee will also have the responsibility to ensure appropriate training for staff on providing support for accommodations to, and finding employment opportunities for, persons with disabilities.

E. Committee meeting requirements.
   a. Committee Chair will conduct meetings in such a place as necessity dictates.
   b. Committees must be chaired by a sitting Board Representative.
   c. Other committee members may be made up of experts from the community related to the mission of each committee.

Section 4. Additional committees: Committees may be created at the discretion of the executive committee or full board. These committees must follow all of the rules of standing committees.

ARTICLES III: Meetings

Section 1. Meeting schedules: Meetings must be scheduled regularly to insure the business of the Board in delivery of system services.

A. The Board shall convene quarterly at a minimum.
B. The Chair can determine the need to meet more frequently.
C. Standing committees will meet at least annually each program year.

Section 2. Meeting attendance: Regular meeting attendance by board and committee members is necessary to carry out the mission of the Board.

A. Board Representatives are required to attend each meeting of the Board.
   a. A Board Representative may designate a proxy to represent them and vote at a board meeting if he/she is unable to attend the meeting following the guidelines set in WIOA Title I, Subtitle A, Chapter 1, section 107, (5) and defined herein Article III, section 2, subsection B.
   b. The designation must be in writing with the proxy qualification statement noted and received by the Chair or board staff prior to the meeting they will act as a representative.
   c. Proxy designation must also include the name of the Board Representative (printed and signature), date signed, designee, specific meeting date applicable and employer.
   d. In the absence of a voting designee, the individual Representative may request an excused absence for cause to be ruled on by the Chair.
B. A designee herein referred to as a proxy must come from the same organization or group as being represented. The proxy must also be an individual with optimum policymaking or hiring authority and certified on the proxy authorization.
C. Meetings may be attended and conducted by conference call or other electronic means deemed necessary to perform board duties but must adhere to FIOA meeting requirements.

Section 3. Quorum:

A. A quorum of the Board shall be a majority of the appointed Representatives.
B. Once the quorum has been established, it shall be constituted for the duration of the meeting.

Section 4. Agenda:

A. An agenda shall be prepared to reflect the principle business of the Board.
B. Any Representative may request an item be added to the agenda, in writing, five (5) days prior to the scheduled meeting date.

Section 5. Voting:

A. Each appointed Representative shall have one (1) vote.
B. A Board Representative shall not vote on any agenda item if that Representative, their represented company, organization, or agency will benefit from the passage or failure of the item.
C. Representative's votes must be free from real or perceived conflict of interest in the use of WIOA or other funds administered by the Board or CEO's.
D. All appointed Board Representatives must complete a conflict of interest disclosure statement.

Section 6. Balloting:

A. Balloting may be utilized as an option to conduct business by the Board for officer selections and executive sessions.

B. Balloting for officer elections may be conducted by mail, fax or email and individual votes will not be disclosed except upon request.
C. A board majority is required for approval or denial of any ballot vote.
D. The outcome of votes by ballot will be presented and written into the next formal board meeting minutes.

Section 7. Parliamentary authority: The rules of parliamentary procedure in Robert's Rules of Order, newly revised shall govern all proceedings of the Board and committees. In the case of a conflict between Robert's Rules and these by-laws or a special rule adopted by the Board, the by-laws or special rule shall prevail.

ARTICLE IV: Travel expenses

Section 1. Reimbursement: Board Representative travel.

A. A Board Representative may be reimbursed for travel cost for attending committee or board meetings, and when traveling as a representative of the Board to a meeting or conference, unless otherwise provided by the Representative's business, organization, or agency.
B. In consideration of the limited administrative funds, One-Stop Board Representatives shall be reimbursed by their agency.

Section 2. Disbursement: Determination and compensation rates.

A. The administrative entity will survey the membership to determine who falls within the Board reimbursement policy.
B. Travel cost will be reimbursed per the current federal travel regulations approved by the Board.

ARTICLE V: Fiscal and periodic reports

Section 1. Fiscal year: The fiscal year shall be the same as the State's for all workforce development programs.

Section 2. Annual reporting: No less than one (1) annual report will be made to the CEO/Board and the state of Arkansas.

ARTICLE VI: Amendments

Amendments to the by-laws may be made by a majority vote of Board Representatives present, after a formal motion.

ARTICLE VII: Conflict of interest

Section 1. Board Representatives conflict of interest: Representatives shall avoid real or perceived conflict of interest in the conduct of board business.

A. Potential conflict of interest exists if a Board Representative takes action that could be to their private financial gain or loss, or to that of a family member or employer.
B. Potential conflict does not exist if the financial gain or loss affects to the same degree all people in the Western Arkansas Workforce Development Area, sub state area, region 7 or a large class of people with which the Representative is associated.

Section 2. If a conflict arises: Action to follow.

A. If a conflict of interest arises, the affected Board Representative must give notice before taking action.
B. The disclosure of potential conflict of interest including the source will be made part of the minutes of the board meeting.
C. The Representative in conflict must refrain from any discussion or voting on that issue.

ARTICLE VIII: Nepotism

Board Representatives shall not engage in the practice of nepotism. No family member of a Board Representative, subrecipient employee family member, or governing board family member may contract with the Board. (no termination of employees shall occur for persons employed under a previous policy) If federal and/or state statutes, regulations, affirmative action and equal employment opportunity plans allow for the waiver of this restriction, the board may choose to concur and waive this restriction on a case-by-case basis upon the formal authorization of the full board enacted by a two-thirds (2/3) majority vote. For purposes of this section, the term family applies to wife, husband, son, daughter, mother, father, grandfather, grandmother, grandchild, brother, sister, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, aunt, uncle, niece, nephew, stepparent, and stepchild. Notwithstanding other federal or state restrictions, this section in no way prohibits a program eligible family member of a Board Representative, subrecipient employee family member or governing board family member from participating in program services funded by WIOA or partner programs or other funds administered by the Board or CEO's.

Cathy Nesbit, Chair

12/15/2020
Effected Date