

Madera County Workforce Investment Board

By-Laws

Article I: Organization

Section 1.01: Name. The name of this organization shall be the Madera County WIB. (Hereinafter the WIB)

Section 1.02: Principal Office. The principal office for the transaction of business is located at 209 E. 7th Street, Madera, CA 93638. This Board may also have offices at such other places as Directors may determine.

Section 1.03: Authority. The Madera County WIB, is established in accordance with Title I, Part A of the federal Job Training Partnership Act (Public Law 97-300, October 1982), as amended by the JTPA reform amendments of 1992 (Public Law 102-367, September 7, 1992), and in accordance with the Family Economic Security Act (FESA) enacted by the California legislation in 1982, contained in Division 8 of the California Unemployment Insurance Code (CUIC) as amended October 2, 1993 and Title I, Part A, Section 117 (i) of the Federal Workforce Investment Act (hereinafter WIA) (Public Law 105-220, August 7, 1998), and in accordance with any and all associated enabling legislation, regulations and/or executive orders. The WIB has been designated by the Madera County Board of Supervisors:

- a) as the lead agency to educate the community about the role and responsibilities under the Workforce Investment Act (HR1385);
- b) lead agency charged with the responsibility of developing and implementing a One-Stop system of service delivery for workforce development within Madera County in accordance with the Workforce Investment Act and regulations; and
- c) to enter into a Memorandum of Understanding with the collaborative partners that identifies their roles and responsibilities within the One-Stop system; and

By-Laws

- d) to continue as the head agency upon designation by the State as a Local Workforce Investment Area.

Article II: Purpose

Section 2.01: Purpose. The WIB shall be organized to serve as the Local WIB as established by Title I, Part A, Section 1117(I) of the Workforce Investment Act (WIA) and shall function in accord with the provisions of the Acts and any and all associated enabling legislation, regulations, and/or executive orders, to carry out the primary purposes of the WIB which are as follows:

- a) Increase the involvement of the business community, educational institutions, organized labor, government agencies, CBO's and economic development agencies in workforce investment activities authorized by the Local WIB.
- b) Identify, implement and administer effective approaches to increase employment opportunities for job seekers or anyone who wants to advance his or her career, including targeted populations.
- c) Provide workforce investment activities, through statewide and local workforce investment systems, that increase the employment, retention, and earnings of participants, and increase occupational skill attainment by participants, and, as a result, improve the quality of the workforce, reduce welfare dependency, and enhance the productivity and competitiveness of Madera County.
- d) To act as a catalyst for workforce retention, expansion and to be a forum for all workforce policy.

Article III: Responsibilities

Section 3.01: Responsibilities. As a partner with Madera County Board of Supervisors in the implementation of the workforce investment activities in Madera County, the WIB shall assume the following responsibilities:

- a) To enter into an agreement with the Madera County Board of Supervisors establishing the respective roles and responsibilities of the Board and the Local WIB, for implementation of the WIA at the local level.
- b) To prepare, in conjunction with the Madera County Board of Supervisors, the job training plans and the local workforce

By-Laws

investment plan (Local Plan) for the local workforce investment area, as required by the WIA.

- c) To serve as the business and industry contact point in the local workforce investment system by incorporating private sector views and recommendations regarding local workforce investment needs into the Local WIB, plans and programs.
- d) To provide direction and oversight to the Local Workforce Investment System in ways to increase private sector job placement for the jobseekers.
- e) To analyze private sector job opportunities, survey employment and training needs in the private sector, develop specific private sector workforce investment projects, and develop standards for the types of occupations to be selected for the expenditure of training funds.
- f) To ensure the creation and maintenance of a one-stop delivery system that enhances the range and quality of workforce investment services that are universally accessible to all individuals seeking assistance.
- g) To promote, organize, and administer programs to develop training and employment opportunities in the private business sector for economically disadvantaged unemployed, under-employed, and marginally skilled persons.
- h) To monitor the performance and effectiveness of those organizations who assist in the training and placing of eligible clients under the Local WIB programs.
- i) To disseminate information concerning related programs.
- j) To select and certify one-stop operator with the agreement of the Board of Supervisors.
- k) To appoint in agreement with the Board of Supervisors, a Youth Council as a subgroup of the Local WIB and to coordinate workforce and youth plans and activities with the youth council.
- l) To develop a budget for the purpose of carrying out the duties of the Local WIB in agreement with Board of Supervisors.

By-Laws

- m) To select eligible youth service providers based on the recommendations of the youth council, and identify eligible providers of adult and dislocated worker intensive services and training services, and maintaining a list of eligible providers with performance and cost information.
- n) To maintain an executed memorandum of understanding (MOU) between the Local WIB, with the agreement of the Board of Supervisors, and the local One-Stop partners relating to the operation of the local one-stop workforce delivery system in Madera County.
- o) To coordinate workforce investment activities with economic development, employer linkages; and promoting private sector involvement in the statewide workforce investment system through intermediaries such as the One-Stop operator in the local area or needs.
- p) To negotiate and reach agreement on local performance measures with the Board of Supervisors and the Governor and assist the Governor in developing the statewide employment statistics system under the Wagner-Peyser Act.

Article V: Directors

Section 5.01: Directors. The representatives of this body shall be known as Directors and shall serve collectively as the WIB.

Article VI: Board of Directors

Section 6.01: Powers. The business and affairs shall be managed by the WIB, which may exercise all powers and do all such lawful acts as are not prohibited by statute, the By-Laws, or directed or required to be exercised or done by others.

Section 6.02: Duties. It shall be the duty of the Directors to:

- a) *Duties Imposed by Law, or By-Laws.* Perform any and all duties imposed on them collectively or individually by law, or by these By-Laws.
- b) *Oversight:* Provide oversight of the Executive Director, MCWIB to ensure that the responsibilities are properly carried out.

By-Laws

- c) *Meetings.* Meet at such times, and for such purposes, as are specified by these By-Laws.

Section 6.03: Composition of the WIB.

- a) *Number of Board of Directors:* The WIB shall be comprised of members as required by current enabling legislation.
- b) *Qualifications.* Qualifications for Directors shall be determined in accordance with the provisions of Title I, Chapter 2, Section 117 (i) of the WIA. All Directors on the Local WIB shall be active in their job or profession at the time of appointment or reappointment.

Section 6.04: Appointment. The governing board shall be appointed by the Madera County Board of Supervisors.

Section 6.05: Term of Appointment. The term of Directors shall be for three years. The Board of Supervisors shall designate, at the time of appointment, which members of the WIB shall serve for one (1) year, two (2) years, and three (3) years. Thereafter, members appointed to the WIB shall serve for a term of three (3) years.

The exception to term appointments shall be the Madera County Board of Supervisor Member and the Madera County Superintendent of Schools who shall be standing members.

If a Director is appointed to fill a vacancy created by a Director leaving the WIB prior to the normal expiration of his or her term, the term of such successor Director shall be the remaining term of the Director vacating the Board.

There shall be no limitation on the number of terms any individual may serve on the WIB.

Section 6.06: Vacancies. Vacancies on the WIB shall exist when one or more of the following situations occur:

- a) A Director's fixed term of appointment expires;
- b) A Director's official resignation is accepted by the Local WIB;
- c) A Director dies;

By-Laws

- d) A Director is removed for cause in accordance with the Local WIB, By-Laws; or
- e) A new, duly-approved membership slot is established.

The procedure for filling vacancies on the WIB shall be as follows:

- a) *Directors Representing Business.* The WIB shall solicit nominations from chambers of commerce and other general-purpose business organizations for vacancies occurring among the positions on the WIB representing private business. All qualified nominations shall be submitted by the Local WIB, to the Board of Supervisors, which shall make appointments to the WIB in accordance with the terms and conditions set forth in these By-Laws.
- b) *Other Directors.* The WIB shall solicit nominations from public and private educational organizations, organized labor, rehabilitation agencies, community-based organizations, economic development agencies as appropriate for vacancies occurring among the positions on the WIB representing these constituencies. All qualified nominations shall be submitted by the Local WIB, to the Board of Supervisors, which shall make appointments to the WIB in accordance with the terms and conditions set forth in these By-Laws.
- c) *Process.* All nominations and reappointments will be reviewed by the Executive Committee for compliance with the By-Laws JTPA, and WIA prior to submission to the Board of Supervisors for appointment.

Section 6.07: Termination. A Director's appointment may be terminated by resignation, death, legal incapacity or removal due to conduct detrimental to the interest of the WIB or failure to attend seventy-five percent (75%) of the regularly scheduled meetings.

Section 6.08: Removal of Directors. Any Director may be removed from the WIB when the WIB itself determines that such removal is called for on the basis of the conditions referenced in the preceding section. To accomplish such removal requires that the Board comply with the following procedures:

- a) The Director in question shall be given notice not less than fourteen (14) days prior to any impending action. This notice shall be:

By-Laws

- 1) in writing detailing the time and place of the meeting where such action will be taken; and,
 - 2) sent to the Director in question by certified mail.
- b) The Director in question shall be given reasonable opportunity to speak before the WIB; however,
- failure to appear before the Board shall not be an impediment to the removal action.
- c) A Director may be removed by a majority vote of a quorum of the WIB.

Section 6.09: Compensation. Directors shall serve without compensation, except for allowable reimbursement expenses per Madera County Office of Education (MCOE) Policy.

Section 6.10: Non-liability of Directors Members. The Directors shall not be personally liable for the debts, liabilities, or other obligations incurred while performing their duties.

Article VII: Officers

Section 7.01: Officers. The officers shall consist of a Chairperson, Vice-Chairperson, and such other officers as the Board may appoint. The Chairperson and Vice Chairperson shall be from the private sector business category.

Section 7.02: Selection Process and Term of Office. The positions of Chairperson and Vice Chairperson will be for the term of two years and will be elected at the meeting held in the last quarter of the fiscal/program year. If for any reason the full two year term cannot be served, an election will be held.

Section 7.03: Removal and Resignation. Any officer may be removed from their office either with or without cause by a consenting vote equal to two-thirds of the total number of Directors then serving on the Board. Any officer may resign at any time for any reason by giving written notice to the Chairperson or designee. Such resignation shall be effective as indicated in the Director's letter of resignation and upon acceptance by the WIB.

By-Laws

Section 7.04: Vacancy. A vacancy in any office shall be filled in a timely manner following such vacancy.

Section 7.05: Duties of the Chairperson. The Chairperson of the WIB shall be the Executive Officer who shall preside at all meetings of the WIB, and shall see that all of the orders and resolutions of the WIB are carried into effect. The Chairperson may participate as an ex-officio member of all standing committees. The Chairperson shall have any other powers and duties as may be prescribed from time to time by the WIB.

Section 7.06: Duties of the Vice-Chairperson. The Vice-Chairperson of the WIB shall perform the duties and exercise the powers of the Chairperson in the absence of the Chairperson. The Vice-Chairperson shall also have any other powers and duties as the WIB shall prescribe.

Article VIII: Committees – Council

Section 8.01: Committees – Council. The WIB may designate committees as may be determined necessary to conduct the business and affairs of the WIB. Standing committees will be Executive Committee and a Youth Advisory Council. The WIB may designate Ad Hoc Committees as may be determined necessary to conduct the business and affairs of the WIB. Membership of such committees may, unless otherwise prescribed in these By-Laws, be comprised of Directors and any other individuals the WIB may appoint.

Section 8.02: Executive Committee. The Executive Committee shall consist of the WIB Chairperson, immediate past WIB Chairperson, Committee Chairpersons, Youth Advisory Council Chairperson, County Superintendent of Schools, Director of DSS, Board of Supervisor Member, and three (3) Business Members.

The Executive Committee may meet at stated times or upon notice to all of its members. The WIB has delegated to this Committee the authority to exercise all powers of the WIB, excepting the power to amend these By-Laws, while the WIB is not in session. All business transacted by such Committee must be submitted to and ratified by the WIB at its next regular meeting or at a special meeting called for that purpose. Vacancies on the Executive Committee shall be filled by the WIB at a regular meeting or at a special meeting called for that purpose.

By-Laws

Section 8.03: Youth Advisory Council: In accordance with the WIB the Youth Advisory Council shall provide for coordination of youth activities in the local area; development of portions of the local plan related to targeted youth, as determined by the board; recommendation of youth service providers in accordance with WIA Section 123, and carrying out other duties, as authorized by the WIB, such as establishing linkages with educational agencies and other youth entities.

Article IX: Meetings of the Board

Section 9.01: Place. The meetings of the Board shall be held at 209 East 7th Street, Madera or at such other place or places within the County of Madera as may be designated from time to time by the WIB and/or the Chairperson of the Board.

Section 9.02: Regular Meetings. Regular meetings of the Board shall be held no less than once per quarter.

Section 9.03: Annual Meeting. At the Board's discretion, an annual meeting retreat may be held to review goals and objectives, policies, By-Laws and any other items deemed appropriate and necessary.

Section 9.04: Special or Emergency Meetings. Special or emergency meetings of the Board may be called at any time by the Chairperson or Executive Committee or upon written request by a majority of the Directors.

Section 9.05: Committee Meetings. All Board members shall receive notice of committee meetings and may attend and participate in all committee meetings.

Section 9.06: Notice of Meetings. Written or printed notice of the time and place of each meeting of the WIB shall be given to each member of the Board, and to each person or organization which has requested in writing notice of such meeting.

Section 9.07: Contents of Notice. Notice of meetings of the Board shall specify the place, the day and the hour of the meeting and shall be accompanied by an agenda of the business to be transacted.

Section 9.08: Quorum. A quorum shall consist of a majority of the filled positions of the duly appointed Directors. Transactions of any meeting of the WIB, however called and noticed and when held, shall be valid if a quorum is present. In the event of a lack of quorum of the WIB Members, a meeting of

By-Laws

the Executive Committee can be called if there is a quorum of the Executive Committee present. This will be properly noticed on the WIB Agenda.

Section 9.09: Voting. Each Director shall be entitled to one (1) vote and shall have the privilege of participating fully in the voting procedure, except when a Director's vote would have a direct bearing on services to be provided by, or would financially benefit, that Director or any organization represented by that Director, thus creating the potential of conflict of interest. In such case, that Director shall refrain from discussion and/or vote on the subject matter. A Director shall not cast a vote on, participate in, or in any way attempt to use his or her official position to influence: (1) any decision on the provision of services by that Director (or any organization which the Director directly represents), or any decision or matter which would provide direct financial benefit to that Director, or in which that Director knows or has reason to know that he or she, any member of that Director's immediate family, that Director's partner, or any organization which employs, or is about to employ, any of the same, has a financial or other interest; and, in each such case that Director shall disclose his or her disqualifying interest, and that fact shall be included in the minutes of the meeting.

Section 9.10: Conduct of Meetings.

- a) Meetings of the WIB shall be presided over by the Chairperson, or, in the Chairperson's absence, by the Vice-Chairperson, or in the absence of both, by an acting Chairperson chosen by a majority of the Directors present.
- b) Meetings shall be governed by Robert's Rules of Order, as such rules may be revised from time to time, insofar as such rules are not inconsistent with or in conflict with these By-Laws, or with the law.
- c) All meetings shall be open to the public and conducted in conformance with California Government Code SS54950 et seq. commonly referred to as the "Ralph M. Brown Act".
- d) A meeting, to be valid, must have a quorum present as per Section 9.08 of these By-Laws. If a meeting should fail to have a quorum present, such meeting shall be declared invalid for the purpose of transacting business and shall be adjourned. The Chairperson may reconvene the Directors present as a committee. All actions of the committee, as a whole, will be submitted to the next meeting for their approval.

By-Laws

Article X: Fiscal Year

Section 10.01: Date of Fiscal Year. The fiscal year shall begin on the first day of July and end on the last day of June in each year.

Article XI: Execution of Instruments, Deposits and Funds

Section 11.01: Execution of Instruments. The WIB, except as otherwise provided in these By-Laws, may by resolution authorize any officer or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the WIB, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the WIB by any contract or agreement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

Article XII: WIB Records, Seal and Logo

Section 12.01: Minutes of Meeting. The WIB shall keep at its principal office, or at such other place as the WIB may order, a book of minutes recording the proceedings of all meetings of Directors and of all meetings of committees, with the time and place of holding, whether regular or special, and, if special, how authorized, the notice given, the names of those present at committee meetings, the number of persons present at any meetings.

Section 12.02: Records Available to Assessors. On request of an assessor, the WIB shall make available at its principal office or at a place mutually acceptable, a true copy of business records relevant to the amount, cost, and value of property, subject to local assessment, which it owns, possesses or controls within the County.

Section 12.03: Inspection of Records by Directors. The By-Laws and books of account shall, at all reasonable times, be open to inspection by any Director. Every Director shall have the absolute right at any reasonable time to inspect all books, records, documents of every kind, and the physical properties. Such inspection may be made in person or by an agent or attorney, and the right of inspection includes the right to make copies. Demand of inspection other than at a meeting shall be made in writing and directed to the Chairperson. The WIB may charge a reasonable fee for making copies in accordance with MCOE Policy. A log of such inspections shall be maintained and document the date, material inspected and copies made.

Section 12.04: Inspection of Records by the Public. The By-Laws, books of account, and the minutes of meetings of the Directors, and committees shall be

By-Laws

open to inspection on the written demand of any member of the public at any reasonable time. Such inspection may be made in person or by agent or attorney, and the right of inspection includes the right to make copies. The WIB may charge a reasonable fee for making copies.

Article XV: Amendment of the By-Laws

Section 15.01: Amendment Procedures: These By-Laws may be amended or repealed and new By-Laws adopted, by the vote of two-thirds of the members present of the WIB. Notice required for a meeting to change or repeal the By-Laws shall be seven (7) days prior to the date of the meeting. All directors of the WIB shall receive written notice, personally or by mail that one of the purposes of such meeting of the WIB is to consider a change in the By-Laws, with the text of the proposed amendment(s).

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These By-Laws are hereby adopted on this _____ day of _____,
2005, and shall be effective _____.

Bob Carlson, Chairman

Signature