

Workforce Development Board Of Contra Costa County
Organization Bylaws

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WORKFORCE DEVELOPMENT BOARD OF CONTRA COSTA COUNTY
BYLAWS
7/1/08

ARTICLE I - NAME

The name of this organization shall be the Workforce Development Board (WDB) of Contra Costa County.

ARTICLE II - SCOPE AND RESPONSIBILITIES

As set forth in the Workforce Investment Act of 1998 and subsequent actions by the Contra Costa County Board of Supervisors, the responsibilities of the WDB are:

- A. Develop and submit a local workforce investment plan to the Governor, in partnership with the County Board of Supervisors, for the Contra Costa County Local Workforce Investment Area (LWIA), whose boundaries include the entirety of Contra Costa County, exclusive of the City of Richmond.
- B. With the agreement of the Contra Costa County Board of Supervisors, designate one-stop operator(s) and terminate the eligibility of such operator(s) for cause; identify eligible provider(s) of youth activities in the Contra Costa County Workforce Service Delivery Area (SWDIA) by awarding grants or contracts on a competitive basis, based on recommendations of the Youth Council; identify eligible providers of training services for adults and dislocated workers; and identify eligible providers of intensive services by awarding contracts which may be on a competitive basis if the one-stop operator does not provide such intensive services in the SDALWIA.
- C. Develop a budget for purposes of carrying out the duties of the WDB subject to the approval of the Contra Costa County Board of Supervisors. The WDB may solicit and accept grants and donations from sources other than federal funds.
- D. In partnership with the Contra Costa County Board of Supervisors, conduct oversight with respect to local programs of youth activities and local employment and training activities for employers, adults, and youth at the one-stop centers in the SDALWIA.
- E. Negotiate and reach agreement on Workforce Investment Act local performance measures with the Contra Costa County Board of Supervisors and the Governor, and certify comprehensive One Stop Center(s).
- F. Assist the Governor in the development of a statewide employment statistics system (e.g., labor market information system pursuant to the Wagner-Peyser Act).
- G. Coordinate workforce development activities carried out in the SDA-LWIA with economic development strategies and develop other employer linkages.
- H. Promote the active participation of the private sector in the local workforce investment system.

ARTICLE III - MEMBERSHIP

- A. Members of the WDB shall be appointed for fixed and staggered terms by the Contra Costa County

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Board of Supervisors in accordance with federal and state law, and as further described below in Article II, paragraphs B, C, and D.

B. ~~Seat terms shall be staggered and of four years' duration. The term of each seat will commence on July 1st and terminate on June 30th four calendar years later.~~

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C. ~~The WDB will be comprised of at least 50% plus one of business members. The majority of these members shall 1) be owners of businesses, chief executives or operating officers of businesses, and other business executives or employers with optimum policy-making or hiring authority, and 2) represent businesses with employment opportunities that reflect the employment opportunities of the local area. WDB membership shall include small businesses and minority-owned and women-owned businesses.~~

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~~C. The WDB may change the size and composition of its membership, subject to two-thirds vote of its members, so long as any change made does not conflict with federal, state or local law.~~

~~The majority of the WDB membership shall 1) be owners of businesses, chief executives or operating officers of businesses, and other business executives or employers with optimum policy-making or hiring authority, and 2) represent businesses with employment opportunities that reflect the employment opportunities of the local area. WDB membership shall include small businesses and minority-owned and women-owned businesses.~~

~~C.D. The non-business membership shall include members who are representative of categories set forth in Workforce Investment Act and related federal, state or local law. Representatives shall be individuals with optimum policymaking authority within the organizations, agencies, or entities they represent.~~

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~~E. Business members shall comprise at least fifty percent (50%) plus one of the WDB members.~~

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~~D.E. Members of the WDB shall either reside in or be representatives of businesses, organizations or agencies located within the SBA/LWIA.~~

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~~F. The WDB may recommend to the Contra Costa County Board of Supervisors changes to the size and composition of its membership, provided that two-thirds of its members have voted to recommend the change. Recommended changes to size and composition of the WDB membership must be approved by the Contra Costa County Board of Supervisors.~~

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~~F.G. The members of the WDB shall be reimbursed for mileage for their attendance at meetings in accordance with Contra Costa County travel reimbursement policies, if not otherwise reimbursed by their employer or by another source. A member shall make a request for reimbursement to the WDB Executive Director.~~

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~~G.H. Members attending pre-arranged outside special functions on behalf of the WDB shall be reimbursed for expenses in accordance with Contra Costa County travel reimbursement policies, if not otherwise reimbursed by virtue of their job or by another source.~~

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~~H. Members shall serve for a term of four years, and may serve up to two successive four-year terms, except as a term may be extended as provided for in Article III, sections J. The four-year term shall begin on the effective date of appointment by the Board of Supervisors and will end on the fourth June 30 date following appointment, except as provided for in Article J.~~

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~~I. Any member(s) of the WDB appointed or elected to a state or nationally associated WDB organization/committee requiring active local membership and participation, whose WDB term(s) expires after such election or appointment may have his/her allowable term extended by a vote of the WDB, for the duration of his/her service on that state or national organization/committee. The last WDB Chair may serve on the WDB for more than the two full four-year terms when the extra time is necessary to allow the Chair to complete two full terms in office as the WDB Chair and one year as the immediate Past Chair. An extended member shall maintain all regular member rights and responsibilities of service on the WDB.~~

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ARTICLE IV - STANDARD OF CONDUCT

Comment [s1]: This used to be Article XII, but it makes much more sense to re-sequence it here.

Members of the Workforce Development Board will:

- A. Avoid situations which give rise to a suggestion that any decision was influenced by prejudice, bias, special interest, or personal gain by recusing themselves from the discussion and action taken.
- B. Exercise due diligence to avoid situations which may give rise to an assertion that favorable treatment is being granted to friends and associates.
- C. Disclose potential financial conflict of interest by filing Form 700 and all other necessary and required documents
- D. Not solicit or accept money or any other consideration from any person for the performance of an act reimbursed in whole or part with Workforce Investment Act funds.
- E. Not participate nor vote on contracts or grants relating to services provided by that member or the entity he or she represents, if the member or the entity financially benefits from the decision.
- F. Abide by all conflict of interest codes and attend requisite training.

ARTICLE V - TERMINATIONS

Any member may be terminated from membership on the WDB by one of the following actions:

- A. Resignation.
- B. Failure to attend three consecutive regularly scheduled full WDB and/or committee meetings, excessive excused absences from regularly scheduled WDB and/or committee meetings, or failure to resign when he/she ceases to be a representative of the group from which he/she was selected. Said conduct shall automatically be reviewed by the WDB Executive Committee, which in turn shall present a recommendation to the WDB. A majority vote of the WDB membership is needed to affirm the recommendation.
- C. For conduct, activities, or interest detrimental to the purpose of the WDB. Said conduct is subject to review by the Executive Committee, which in turn shall present a recommendation to the WDB. An affirmative vote of fifty percent (50%) rounded up, plus one (1) of the full membership majority vote of the WDB membership is needed to affirm ratify the recommendation.

ARTICLE VI - OFFICERS AND DUTIES

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A. The number of officers shall be determined by the WDB. At a minimum, there shall be a Chairperson and Vice-Chairperson. Any two officer positions, except those of the Chairperson and Vice-Chairperson, may be held by the same person. Whenever possible, the outgoing Chair will continue to serve as an active board member as the Past Chair for at least one year.

B. Officers' terms will commence on July 1 and end on June 30 of the following calendar year.

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B.C. The Chairperson shall preside at all WDB meetings, represent the WDB whenever the occasion demands, appoint members to committees, and call special meetings at any time necessary.

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C.D. The Vice-Chairperson(s) shall assist the Chairperson as directed by the latter and shall assume all the obligations and authority of the Chairperson in the his/her absence of the latter, and shall Chair chair the Executive Committee. In the event that the Vice-Chairperson(s) are not available, the Past Chair shall serve in this capacity.

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D.E. The Chairperson and Vice-Chairperson(s) of the WDB shall will be selected from among members of the WDB who are representative of the business sector. In the event that there is not a permanent at least one WDB member currently sitting as Vice Chairperson, the Chair shall appoint a Vice Chairperson on a quarterly rotating basis. In making such appointments, the Chair will give preference to eligible Committee Chairs or Vice Co-Chairs.

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F. A WDB member may serve as Chairperson for a period of no longer than two (2) years and as a Vice-Chairperson for no longer than three (3) years.

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E.G. Any officer may be removed from office by the affirmative vote of fifty percent (50%) rounded-up, plus one (1) of the full membership for conduct, activities or interest detrimental to the interest of the WDB, in accordance with Article IV, section C.

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ARTICLE VII - ELECTIONS

A. A Nominating Committee shall be convened each January fiscal year to designate a new slate of officers for the following fiscal year. The Nominating Committee shall be chaired by the Immediate Past Chairperson who shall appoint at least two (2) other Board members, a majority of whom shall represent the business community. In the event the position of Immediate Past Chairperson is vacant, the Chairperson shall appoint the Chair of the Nominating Committee.

B. The period for officer nominations shall commence upon the establishment of the Nominating Committee and will close 30 days prior to the final regularly scheduled full board meeting of the fiscal year.

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B.C. A report from the Nominating Committee on selection of officers shall be provided to the members in March advance of officer elections and made available to the public.

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C.D. An Nomination election of officers shall be held each May at the no later than the final regularly scheduled full WDB meeting of the fiscal year. Officers shall be elected by a majority vote of the members present. Nominations shall be forward to the Board of Supervisors for formal appointment. Terms of office shall begin at the beginning of each fiscal year.

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~~D. Officers' terms shall be a minimum of one year or as recommended by the nominating committee and approved by the full WDB.~~

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ARTICLE VIII - VACANCIES

- A. The WDB or its' Executive Committee shall review scheduled and unscheduled membership vacancies as they occur ~~as to appropriateness and assess associated needs with to~~ appointing a replacement. The ~~WDB and Executive~~ Committee shall consider applicable federal and state membership guidelines in formulating a recommendation for review ~~by the WDB~~. A majority vote of members present ~~at a WDB or WDB Executive Committee meeting~~ is needed to affirm the recommendation.
- B. The WDB Chairperson shall immediately report to the Contra Costa County Board of Supervisors any ~~scheduled or unscheduled membership vacancy as it occurs~~. The ~~WDB may recommend a replacement for each unscheduled vacancy to the Board of Supervisors no sooner than ten working days after the Clerk of the Board posts the special notice announcing the unscheduled vacancy, at which time the WDB's replacement recommendation may be made to the County Board of Supervisors following a ten-day public announcement period conducted by the County Clerk's Office in accordance with the rules of the County Board of Supervisors.~~
- C. A vacancy in any officer position may be filled by the WDB for the unexpired term of the position by a majority vote of the members attending a called meeting ~~of the full board or the Executive Committee~~.
- D. Nominations for appointment to the WDB shall be made in accordance with the Workforce Investment Act. Nominees will be presented ~~by the WDB to the appropriate committee of the Contra Costa County Board of Supervisors' Operations Committee by the WDB for review and advancement to the Board of Supervisors for final appointment to the WDB.~~

ARTICLE VIII-IX - QUORUM REQUIREMENTS

- A. Fifty percent (50%) rounded up, ~~less three (3)~~ of the eligible voting members ~~authorized number of seats~~ will constitute a quorum of the full WDB ~~or a WDB committee~~. In interpreting this bylaw, it has been the intent of the Workforce Development Board of Contra Costa County that the term "eligible voting members" as used in this Bylaw refers only to members in seats that are currently filled. For example, while 34 seats are filled, a quorum will be 14. If a quorum cannot be established within 15 minutes of scheduled meeting time, and certain agenda items must be acted upon before the next WDB meeting, a 40 percent attendance of eligible voting members will constitute a quorum to act on necessary agenda items only. In the absence of 450 percent rounded up, less three in attendance, the meeting shall be adjourned ~~15~~ cancelled no later than thirty (30) minutes after scheduled meeting time provided that entire WDB has been given proper notice as stated in these bylaws.

- B. When issues arise that require members to recuse themselves from the voting process, this action will not count against the quorum count.

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- B.C. When a quorum is present, each regular voting member shall have one (1) vote when present and ~~n~~ No proxies or absentee votes shall be permitted.

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- C. ~~Except for the Executive Committee, standing committees require a minimum of three (3) voting members or the discretion of the committee chair(s) to constitute a quorum to transact business or vote~~

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on-committee-matters, as defined in Article VIII on Quorum Requirements.

ARTICLE IX - COMMITTEES

- A. The WDB Chairperson may establish Standing Committees, Ad Hoc Committees and Advisory Panels as necessary and shall designate the chairpersons.
- B. The size and purpose of each Standing or Ad Hoc Committee shall be determined by the Committee WDB Chairperson, in consultation with the WDB-designated Committee Chairpersons. Every effort shall be made to ensure that each Standing committee is comprised of five (5) or more members of the WDB, the majority of whom are representative of the business sector.
- C. Each WDB Standing Committee will have two (2) Co-Chairpersons with responsibility for conducting the regular business of that respective committee.
- D. Any WDB member may serve as a Committee Chairperson or Co-Chairperson. WDB members may serve as Chairs of a single WDB Standing Committee for a period or no more than four (4) years.
- D.E. There shall be an Executive Committee composed of the WDB Chairperson, the Vice-Chairperson(s), and a past WDB Chairperson, either one (1) to two (2) voting members-at-large, and the Chairpersons of Standing Committees. In the event a past Chairperson is not available, the Chair may appoint an additional member-at-large. At least fifty percent (50%) plus one of the Executive Committee members shall be representatives of the private sector.
- E.F. The Executive Committee shall meet monthly at a regularly scheduled time and is authorized to act on behalf of the Workforce Development Board on those matters delegated to it by the WDB. For those matters not delegated to it by the WDB, the Executive Committee is authorized to meet and act on behalf of the Workforce Development Board at such times as may be determined necessary by the Chairperson, provided that such actions taken by the Executive Committee shall be ratified by the WDB at its next regularly scheduled meeting. A quorum of the Executive Committee shall consist of fifty percent (50%) plus one (1) of the Executive Committee members.

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The responsibilities of the Executive Committee shall include:

- Setting WDB agendas
- Approving annual budgets and forwarding to the WDB for review;
- Obligating and approving awards of funding related to programmatic and/or operational objectives (requires a 2/3 vote of Executive Committee members present for approval);
- Hearing all budget related matters and forwarding appropriate items to the WDB
- Developing and implementing the WDB's yearly public relations plan
- Developing legislative/advocacy platforms and position statements
- Developing operational and policy objectives for the Fiscal Year activities of the WDB
- Recommending membership appointments and resignations from the WDB to the Board of Supervisors as necessary

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NOTE: Formal obligations of funding require 2/3 vote of the members present.

At least once a year the Executive Committee will be charged with examining the previous year's work plan WDB planning documents and priorities and making adjustments as necessary to allow the

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~~Workforce Development Board to continue to work towards reaching its strategic goals. The Executive Committee will coordinate committee activities, review committee reports and provide recommendations and advice to the WDB on all matters within the jurisdiction of the bylaws.~~

F.G. There shall be a Youth Council established in accordance ~~to with~~ the Workforce Investment Act to plan for a comprehensive year-round youth services system and carry out those duties required under the Act.

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~~Appointment: Youth Council members who are not WDB members are appointed to and terminated from the Youth Council by the WDB Executive Committee. These members may vote on matters put forth to the Youth Council, but they are not voting members of the WDB.~~

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~~Membership: Youth Council members shall serve in seats that have for a terms of two four years, and may serve up to three successive two-year terms, except as provided for in Article III, sections J and K. The two-year term shall begin on the effective date of appointment and end on the second June 30 date following appointment, except as provided for in Article III, sections J and K.~~

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~~Quorum: Quorum requirements for the Youth Council are identical to other WDB committees as outlined in Article IX, Paragraph A. Fifty percent (50%) rounded up of the authorized number of seats will constitute a quorum of the Youth Council.~~

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~~Voting: Youth Council members, who are not Workforce Board members, are not voting members of the Workforce Board.~~

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~~Recruitment: Youth Council members may recommend potential candidates to serve on the Youth Council by using the current Workforce Board recruitment process.~~

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ARTICLE XI - RULE OF PROCEDURE

- A. All meetings of the WDB and its committees shall be guided by the current edition of Roberts Rules of Order, Revised.
- B. The WDB shall be governed in its activities by all applicable laws, regulations and instructions.

ARTICLE XII - MEETINGS AND MEETING NOTICES

- A. Meetings of the WDB ~~of Contra Costa County~~ may be held anywhere within the ~~county~~ Contra Costa County LWIA, as determined by the officers and staff of the WDB, at which reasonable accommodations for the disabled shall be provided.
- B. Regular meetings of the WDB shall be held at least once each calendar quarter, and shall be conducted in accordance with all applicable federal, state and local laws.
- C. Notices of regular meetings of the WDB and its committees shall comply with applicable local and State meeting laws and board packets shall be mailed, e-mailed, or faxed to each representative member. ~~These mailing notices~~ shall include, at a minimum, the agenda for the upcoming meeting and the summary minutes of the past meeting.
- D. Special or emergency meetings of the WDB may be called at any time by the Chairperson, the Executive Committee, or upon written request of at least a majority of WDB members. Notice of a

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special or emergency meeting will include the time, date, place, and purpose. The notice, time permitting, shall be not less than three one working days before such meeting date. All meetings will be subject to the Ralph M. Brown Act and all other applicable laws and ordinances.

ARTICLE XII -- STANDARD OF CONDUCT

~~Members of the Workforce Development Board will:~~

- ~~A. Avoid situations which give rise to a suggestion that any decision was influenced by prejudice, bias, special interest, or personal gain by recusing themselves from the discussion and action taken.~~
- ~~B. Exercise due diligence to avoid situations which may give rise to an assertion that favorable treatment is being granted to friends and associates.~~
- ~~C. Disclose potential financial conflict of interest by filling Form 700 and all other necessary and required documents~~
- ~~D. Not solicit or accept money or any other consideration from any person for the performance of an act reimbursed in whole or part with Workforce Investment Act funds.~~
- ~~E. Not participate nor vote on contracts or grants relating to services provided by that member or the entity he or she represents, if the member or the entity financially benefits from the decision.~~
- ~~F. Abide by all conflict of interest codes and attend requisite training.~~

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ARTICLE XIII - AMENDMENTS

These bylaws may be altered, amended or repealed at any regular meeting of the WDB by a vote of two-thirds (2/3) of the voting members present where there is a quorum, provided notice of the proposed change shall have been mailed, e-mailed, or faxed to each representative no less than seven (7) days prior to such meeting.

Adopted by Workforce Development Board on September 18, 2000

Amendment to Article VIII, Section A on November 18, 2002

Amendment to Article III, Section J; Article IV, Sections B & C; Article V, Section E; Article VI, Sections A, B, C & D; Article VII, Section A; Article VIII, Sections A, C & D; Article IV, Sections A, B, D; Article XIII – on September 22, 2003

Amendment to Bylaws on May 29, 2007

Amendment to Bylaws on Month November, Day 28, 2011

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