

**Workforce Development Board Of Contra Costa County  
Organization Bylaws**

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 LWIA 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 LWIA.
- 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 LWIA.
- 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 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 by the Contra Costa County Board of Supervisors in accordance with federal and state law, and as further described below in Article II, Paragraphs B, C, and D.

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- B. Seat terms shall be staggered and of four years' duration. The term of each seat will commence on July 1<sup>st</sup> and terminate on June 30<sup>th</sup> four calendar years later.
- 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.
- 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.
- E. Members of the WDB shall either reside in or be representatives of businesses, organizations or agencies located within the LWIA.
- 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.
- 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.
- 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.

ARTICLE IV - 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 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

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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 is needed to ratify the recommendation.

**ARTICLE VI - OFFICERS AND DUTIES**

- 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.
- 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.
- D. The Vice-Chairperson(s) shall assist the Chairperson and assume all the obligations and authority of the Chairperson in his/her absence, and shall chair the Executive Committee. In the event that the Vice-Chairperson(s) are not available, the Past Chair shall serve in this capacity.
- E. The Chairperson and Vice-Chairperson(s) of the WDB will be selected from among members of the WDB who are representative of the business sector. In the event that there is not 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 Co-Chairs.
- F. A WDB member may serve as Chairperson for a period of no longer than three (3) years and as a Vice-Chairperson for no longer than three (3) years.
- 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

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WDB, in accordance with Article V, section C.

**ARTICLE VII - ELECTIONS**

- A. A Nominating Committee shall be convened each 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.
- C. A report from the Nominating Committee on selection of officers shall be provided to the members in advance of officer elections and made available to the public.
- D. An election of officers shall be held 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. Terms of office shall begin at the beginning of each fiscal year.

**ARTICLE VIII - VACANCIES**

- A. The WDB or its Executive Committee shall review scheduled and unscheduled membership vacancies as they occur and assess associated needs with appointing a replacement. The WDB and Executive Committee shall consider applicable federal and state membership guidelines in formulating a recommendation for review. 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 unscheduled vacancy. 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.
- 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' for review and advancement to the Board of Supervisors for final appointment to the WDB.

**ARTICLE IX – QUORUM REQUIREMENTS**

- A. Fifty percent (50%) rounded-up of the authorized number of seats will constitute a quorum of the full WDB or a WDB committee. In the absence of 50 percent rounded-up in attendance, the meeting shall be 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.

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- B. When issues arise that require members to recuse themselves from the voting process, this action will not count against the quorum count.
- C. When a quorum is present, each regular voting member shall have one (1) vote when present. No proxies or absentee votes shall be permitted.

**ARTICLE X - 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 WDB Chairperson, in consultation with the 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.
- E. There shall be an Executive Committee composed of the WDB Chairperson, the Vice-Chairperson(s), and a past WDB Chairperson, 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.
- 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.

The responsibilities of the Executive Committee shall include:

- 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 legislative/advocacy platforms and position statements
- Developing operational and policy objectives
- Recommending membership appointments and resignations from the WDB to the Board of Supervisors as necessary

At least once a year the Executive Committee will be charged with examining WDB planning documents and priorities. The Executive Committee will coordinate committee activities, review

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committee reports and provide recommendations and advice to the WDB on all matters within the jurisdiction of the bylaws.

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

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.

Membership: Youth Council members shall serve in seats that have terms of four years.

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.

### 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 may be held anywhere within the 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 member. These 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 special or emergency meeting will include the time, date, place, and purpose. The notice, time permitting, shall be not less than one working day before such meeting date. All meetings will be subject to the Ralph M. Brown Act and all other applicable laws and ordinances.

### 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

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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 January 17, 2012