

BYLAWS FOR THE

YAVAPAI COUNTY WORKFORCE DEVELOPMENT BOARD

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Approved by BOS:

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BYLAWS FOR THE YAVAPAI COUNTY WORKFORCE DEVELOPMENT BOARD

I. NAME, AREA OF SERVICE AND AUTHORIZATION

- A. This board will be known as the Yavapai County Workforce Development Board (hereinafter referred to as the “WDB”).
- B. The Chief Local Elected Officials are defined as the Yavapai County Board of Supervisors (BOS).
- C. The area served shall be Yavapai County, State of Arizona, inclusive of all municipalities and unincorporated areas within the Local Area. This area shall be known as the Yavapai County Local Workforce Development Area (hereinafter referred to as the “LWDA”).
- D. The Yavapai County Board of Supervisors appoints all WDB members as prescribed in the Workforce Innovation and Opportunity Act (hereinafter referred to as the “WIOA”), Public Law 113-128.
- E. The WDB and its committees derive their authority from Section 107 of the WIOA. In execution of its business, the WDB shall comply with the WIOA and its regulations, as well as policies and directives from the Arizona Department of Economic Security and the Workforce Arizona Council.
- F. All members are covered by a Directors and Officers insurance

II. PURPOSE, SCOPE AND MISSION

- A. Consistent with 20 CFR §679.300, the vision for the WDB is to serve as a strategic leader and convener of local workforce development system stakeholders.

The WDB partners with employers and the workforce development system to develop policies and investments that support public workforce system strategies that support regional economies, the development of effective approaches including local and regional sector partnerships and career pathways, and high-quality, customer-centered service delivery and service delivery approaches;

- B. The purpose of the WDB is to:
 - 1. Provide strategic and operational oversight in collaboration with the required partners as identified in the WIOA and other workforce stakeholders to help develop a comprehensive and high-quality workforce development system in the local area and larger planning region;
 - 2. Assist in the achievement of the State’s strategic and operational vision and goals as outlined in the Unified State Plan; and

3. Maximize and continue to improve the quality of services, customer satisfaction and effectiveness of the services provided.

C. The WDB is established in accordance with requirements of WIOA Section 107 (d).

D. The WDB shall operate on a Program Year basis. **Program Years are defined as July 1 – June 30.**

III. DUTIES AND RESPONSIBILITIES

As provided in WIOA Section 107 (d) and 20 CFR §679.370 and applicable Federal and State laws, rules and regulations, and policies and procedures, the WDB must:

1. Elect a chairperson from among the business representatives on the WDB.
2. Develop and approve a local plan and subsequent modifications to such plan for the local area to the BOS for their approval. The WDB will then submit the approved local plan to the designated State administrative entity and Workforce Arizona Council.
3. If the local area is part of a designated planning region as defined in Sec. 106 of WIOA that includes other local areas, develop and submit a regional plan in collaboration with other local areas. If the local area is part of a planning region, the local plan must be submitted as a part of the regional plan. Approval and subsequent modifications will follow the same protocol as outlined in Section 2(A) of this agreement. Yavapai County is a stand-alone planning region as designated by the Governor.
4. Conduct workforce research and regional labor market analysis to include:
 - a. Analyses and regular updates of economic conditions, to demonstrate knowledge, skills education and training activities; to include an analysis of the strengths and weaknesses (including the capacity to provide) of such services to address the identified education and skill needs of the workforce and the employment needs of employers;
 - b. Assistance to the Governor in developing the statewide workforce and labor market information system under the Wagner-Peyser Act for the region; and
 - c. Other research, data collection and analysis related to the workforce needs of the regional economy as the WDB, after receiving input from a wide array of stakeholders, determines to be necessary to carry out its functions.
5. Convene local workforce development system stakeholders to assist in the development of the local plan under §679.550 and in identifying non-Federal expertise and resources to leverage support for workforce development activities. Such stakeholders may assist the WDB and standing committees in carrying out

convening, brokering and leveraging functions at the direction of the WDB as required under 20 CFR 679.310 (g)(6).

6. Lead efforts to engage with a diverse range of employers and other entities in the region in order to:
 - a. Promote business representation (particularly representatives with optimum policy-making or hiring authority from employers whose employment opportunities reflect existing and emerging employment opportunities in the region) on the WDB;
 - b. Develop effective linkages (including the use of intermediaries) with employers in the region to support employer utilization of the local workforce development system and to support local workforce investment activities;
 - c. Evaluate that workforce investment activities meet the needs of employers and support economic growth in the region by enhancing communication, coordination and collaboration among employers, economic development entities, and service providers; and
 - d. Develop and implement proven or promising strategies for meeting the employment and skill needs of workers and employers (such as the establishment of industry and sector partnerships) that provide the skilled workforce needed by employers in the region, and that expand employment and career advancement opportunities for workforce development system participants in in-demand industry sectors or occupations.
7. With representatives of secondary and post-secondary education programs, lead efforts to develop and implement career pathways within the local area by aligning the employment, training, education and supportive services that are needed by adults and youth, particularly individuals with barriers to employment.
8. Lead efforts in the local area to identify and promote proven and promising strategies and initiatives for meeting the needs of employers, workers and job seekers, and identify and disseminate information on proven and promising practices carried out in other local areas for meeting such needs.
9. Develop strategies for using technology to maximize the accessibility and effectiveness of the local workforce development system for employers, workers and job seekers by:
 - a. Facilitating connections among the intake and case management information systems of the One-Stop partner programs to support a comprehensive workforce development system in the local area;
 - b. Facilitating access to services provided throughout the One-Stop delivery system, including access in remote areas;

- c. Identifying strategies for better meeting the needs of individuals with barriers to employment, including strategies that augment traditional service delivery, and increase access to services and programs of the One-Stop delivery system, such as improving digital literacy skills; and
 - d. Leveraging resources and capacity within the local workforce development system, including resources and capacity for services to individuals with barriers to employment.
10. Negotiate and reach agreement on local performance measures with the applicable state guidelines.
 11. Negotiate with BOS and required partners on the methods for funding the infrastructure costs of One-Stop Centers in the local area in accordance with 20 CFR §678.715 or notify the Workforce Arizona Council if they fail to reach agreement at the local level.
 12. Select the following providers in the local area and, where appropriate, terminate such providers in accordance with 2 CFR part 200:
 - a. Designate providers of youth workforce investment activities through competitive grants or contracts based on the recommendations of the Youth Council; however, if the WDB determines there is an insufficient number of eligible training providers in a local area, the WDB may award contracts on a sole-source basis as per the provisions of WIOA Section 123 (b);
 - b. Providers of Title I training services for Adult, Dislocated Worker, and Rapid Response consistent with the criteria and information requirements established by the Governor and WIOA Section 122;
 - c. Through a competitive process the WDB will recommend to BOS a selection of One-Stop Operator to coordinate the service delivery of required One-Stop partners and service providers in accordance with 20 CFR §§ 678.600 through 678.635.
 - d. Reviewing applications to provide adult education and literacy activities under WIOA Title II for the local area to determine whether such applications are consistent with the local plan;

The fiscal agent shall maintain fiscal oversight of contracted Title I providers including but not limited to conducting financial monitoring and annual financial audits of such providers. The result of the monitoring and audits will be reported to the WDB during regularly scheduled meetings and made available to the State Administrative Entity by the WDB Executive Director.

13. In accordance with WIOA Section 107 (d)(10)(E), work with the State to ensure there are sufficient numbers and types of providers of career services and training services serving the local area and providing the services in a manner that maximizes consumer choice, as well as providing opportunities that lead to competitive integrated employment for individuals with disabilities.

14. Coordinate activities with education and training providers in the local area, including:
 - a. Making recommendations to the eligible agency to promote alignment with such plan; and
 - b. Replicating and implementing cooperative agreements to enhance the provision of services to individuals with disabilities and other individuals, such as cross-training of staff, technical assistance, use and sharing of information, cooperative efforts with employers and other efforts of collaboration and coordination.
15. Develop a budget for the activities of the WDB, with approval of the Yavapai County Board of Supervisors and consistent with the local plan and the duties of the WDB.
 - a. The budget shall include all activities of the WDB including the Title I budget amounts to be allocated for Youth, Adult and Dislocated Worker Program services;
 - b. The WDB will determine how much of the budget to allocate for Youth services and how to procure these services; and,
 - c. The fiscal agent shall immediately disburse the grant funds for workforce investment activities at the direction of the WDB, as defined in the approved budgets, pursuant to the requirements of WIOA.
16. Assess on an annual basis the physical and programmatic accessibility of all One-Stop Centers in the local area in accordance with WIOA Section 188, as applicable, provisions of the Americans with Disabilities Act of 1990 (42 U.S.C. 12101 *et seq.*).
17. Certify one-stop centers in accordance with 20 CFR § 678.800.
18. Conduct oversight of Youth workforce investment activities authorized under WIOA Sec. 129(c), Adult and Dislocated Worker/Rapid Response employment and training activities under WIOA Sections 134(c) and (d), and the entire ARIZONA@WORK Yavapai County service delivery system. The WDB will report to the BOS at least one joint meeting during the program year on the current WDB initiatives and workforce investment activities designed to further Yavapai County workforce development goals as outlined in the local plan.
 - a. Evaluate the appropriate use and management of the funds provided under WIOA Title I-B for the Youth, Adult, and Dislocated Worker/Rapid Response activities and one-stop delivery system in the local area.
 - b. Evaluate the appropriate use, management, and investment of funds to maximize performance outcomes under WIOA Sec. 116. Use of available funds will be outlined in the local plan. The WDB will report to the Fiscal Agent no less than four times per program year the status of the expenditure of funds allocated to Yavapai County for Youth workforce investment activities authorized under WIOA Sec. 129(c), Adult and Dislocated Worker employment and training activities under WIOA Secs. 134(c) and

performance outcomes of the entire ARIZONA@WORK Yavapai County service delivery system.

19. Members are not permitted to delegate any Board duties to proxies or alternates.

20. Members will complete tasks assigned by the WDB Chair and will carry out assignments from committees to which they have been appointed. Members are expected to be knowledgeable of WDB-related topics, including policy guidelines. Members are expected to assist each other in orientation and education related to WDB responsibilities.

IV. MEMBERSHIP/COMPOSITION OF THE WDB

Per WIOA Section 107(c) (1) the BOS is authorized to appoint the members of the WDB in accordance with the criteria established by the Governor in partnership with the State Board (WIOA 107(b) (1).

1. The BOS shall determine the size of the Yavapai County Workforce Development Board consistent with WIOA Section 107(b) (2). The WDB may submit a request to the BOS for consideration of the change in the size of the WDB. Any approved changes must be consistent with WIOA Section 107(b) (2).
2. The members of the WDB must be selected by the BOS consistent with criteria established under WIOA Sec. 107(b)(1) and criteria established by the Governor, and must meet the requirements of WIOA Sec. 107(b)(2).
3. The membership shall be categorized as such based on the definitions outlined in the Act:
 - a. More than 50% majority Local Business Representatives;

At a minimum, two members must represent small business as defined by the U.S. Small Business Administration. Business representatives serving on local workforce development boards may also serve on the State Board. Each business representative **must meet the following criteria:**

- i. Be owners of businesses, chief executives or operating officers of businesses, or other business executives or employers with optimum policy-making or hiring authority. A representative with optimum policy-making authority is an individual who can reasonably be expected to speak affirmatively on behalf of the entity he or she represents and to commit that entity to a chosen course of action;
- ii. Provide employment opportunities in in-demand industry sectors or occupations and provide high-quality, work-relevant training and development opportunities to its workforce or the workforce of others (in the case of organizations representing business as per WIOA Section 107 (b) (2) (A) (ii).

As defined in WIOA Section 3 (23), *in-demand industry sector or occupation* means:

- An industry sector that has a substantial current or potential impact (including through jobs that lead to economic self-sufficiency and opportunities for advancement) on the

State, regional or local economy as appropriate, and that contributes to the growth or stability of other supporting businesses, or the growth of other industry sectors; or

- An occupation that currently has, or is projected to have, a number of positions (including positions that lead to economic self-sufficiency and opportunities for advancement) in an industry sector so as to have a significant impact on the State, regional or local economy, as appropriate.

The determination of whether an industry sector or occupation is in-demand shall be made by the WDB, using State and regional business and labor market projections, including the use of labor market information;

- b. At least a 20% minimum of Local Workforce, Labor and apprenticeship representatives and other youth-related organizations are optional. All shall be individuals with optimum policymaking authority within their respective organization;
 - i. Must include two or more representatives of labor organizations who have been nominated by local labor federations, or other representatives of employees (for areas where labor organizations do not exist);
 - ii. Must include one or more representatives (must be a training director or a member of a labor organization) of a joint labor-management, or union affiliated, registered apprenticeship program within the area. If no union affiliated registered apprenticeship programs exist in the area, a representative of a registered apprenticeship program with no union affiliation must be appointed, if one exists;
 - iii. *May include* one or more representatives of community-based organizations that have demonstrated experience and expertise in addressing the employment needs of individuals with barriers to employment, including organizations that serve veterans or that provide or support competitive integrated employment for individuals with disabilities; and
 - iv. *May include* representatives of organizations that have demonstrated experience and expertise in addressing the employment, training or education needs of eligible youth, including representatives of organizations that serve out-of-school youth;
- c. Title II and higher education required. Local education and Community Based Organizations helping barriered individuals are optional. All shall be individuals with optimum policymaking authority within their respective organization;
 - i. *At least* one eligible provider administering adult education and literacy activities under WIOA Title II (Adult Education). When there is more than one local area provider of adult education and literacy activities under Title II, nominations are solicited from those particular entities (WIOA Section 107 (b)(2)(C)(ii));
 - ii. *At least* one representative from an institution of higher education providing workforce investment activities, including private institutions and community colleges. Where there are multiple institutions of higher education providing

workforce investment activities, nominations are solicited from those particular entities (WIOA 107 (b)(2)(C)(ii)); and

- d. Government, Economic and Community Development-Economic Development, Wagner-Peyser, and Vocational Rehabilitation required. All shall be individuals with optimum policymaking authority within their respective organization;

At least one representative from each of the following governmental and economic and community development entities:

- i. Economic and community development entities with optimum policy authority;
- ii. The State Employment Service Office under the Wagner-Peyser Act (29 U.S.C. 49 *et seq.*) serving the local area with optimum policy authority; and
- iii. The programs carried out under Title I of the Rehabilitation Act of 1973, other than Section 112 or Part C of that Title with optimum policy authority.

V. APPOINTMENT TO THE WDB

Appointments to the WDB will be made by the Yavapai County Board of Supervisors by the following process:

1. Each nominee must submit an application for membership on the WDB to the Executive Committee of the WDB for review. Applications will include a letter of recommendation from the Board of Directors or industry leader of the nominee's related employment sector or affiliations.
2. Each application will include a demonstration of how the nominee meets the criteria for membership in the applicable category (Business, Workforce, etc.); including a resume or curriculum vitae that shows work history and level of optimum policy authority or qualification.
3. Following a majority vote in favor of the nominee's application, the Executive Committee will make a recommendation to the Yavapai County Board of Supervisors for appointment at the next regularly scheduled meeting of the Yavapai County Board of Supervisors.
4. A majority vote in favor of the appointment is required by the Yavapai County Board of Supervisors.
5. As applicable, all newly-appointed Board members must complete a WDB-approved Orientation session prior to attending their first official meeting as a voting Board member.
6. Board members will not be permitted to delegate a proxy or alternates in their absence.
7. The WDB must not include members who are staff to the WDB, staff or board members of the One-Stop Operator, and/or Title I-B Adult, Dislocated Worker and Youth providers, or staff of the grant recipient/administrative entity or fiscal agent.

OTHER CHIEF ELECTED OFFICIAL APPOINTMENTS – In addition to the representatives enumerated above, the Yavapai County Board of Supervisors *may* appoint other appropriate entities in the local area, including:

1. Entities administering education and training activities who represent local educational agencies or community-based organizations with demonstrated expertise in addressing the education or training needs for individuals with barriers to employment;
2. Governmental and economic and community development entities who represent transportation, housing and public assistance programs;
3. Philanthropic organizations serving the local area; and
4. Other appropriate individuals as determined by the BOS.

VI. AUTHORITY TO HIRE STAFF – WIOA Section 107 (f) grants the WDB authority to hire an Executive Director and other staff to assist in carrying out the functions of the WDB.

1. The WDB shall establish and apply a set of qualifications for the position of director that ensures the individual selected has the requisite knowledge, skills and abilities to meet identified benchmarks and to assist in carrying out the functions of the WDB.
2. The WDB Executive Director and staff are subject to the limitations on the payment of salary and bonuses described in WIOA Section 194 (15).
3. In general, only WDB staff may assist the WDB to fulfill its functions (20 CFR 679.400 (d)).
4. WDB Executive Director reports directly to the WDB Chair with oversight from the Yavapai County Administrator and Board of Supervisors as applicable.

VII. TERMS OF OFFICE

- A. Private sector appointments shall be for two years. Public sector appointments shall be for four years.
- B. Term start date is the date the member was approved by the Yavapai County Board of Supervisors. Members may serve multiple terms, but must be re-appointed by the Yavapai County Board of Supervisors.
- C. Appointments will be staggered to the extent possible to ensure only one-third (1/3) of the membership expires in a given year. Individual terms are adjusted to ensure that this goal is accomplished.

VIII. ATTENDANCE

- A. All WDB members are expected to attend regularly scheduled meetings. All members shall notify staff of absence at least five (5) days prior to a scheduled meeting to allow for quorum check and agenda changes within 24 hours.

- B. A member's absence is considered ***unexcused*** if the member fails to notify Board staff prior to a scheduled meeting. ***Excused*** absences are those involving sickness, family emergency or business related priorities. Members must notify Board staff within five (5) days of the scheduled meeting that will require an excused absence.
- C. If a member is absent three (3) consecutive, regularly scheduled meetings or 40% of the meetings in a calendar year, he/she shall be considered to have tendered his/her resignation, subject to review and recommendation of the Chair.
- D. Following consultation with the Chairman, members will be notified in writing after the second consecutive missed meeting that a third missed meeting will be considered a resignation.
- E. At that time, the individual will have the opportunity to approach the Chair. The Chair will render a decision to the Executive Committee. By majority vote, a removal recommendation will be forwarded to the BOS for approval.
- F. All WDB members may attend meetings in person or via electronic means, including internet meeting platforms. A cell phone call to a member's telephone may be used when a conference call is not available for the meeting, as long as the caller is accessible to the public.

IX. VACANCIES, RESIGNATIONS AND REMOVAL OF WDB MEMBERS

Members who no longer hold the position or status that made them eligible to serve as WDB members must resign or be removed by the Yavapai County Board of Supervisors immediately upon notification to the WDB chair of the change of status as a representative of that entity. The Board member is required to notify the Chair of his/her membership status changes. The Executive Committee votes on the applicability for continued membership on the WDB and makes the appropriate recommendation to the Board of Supervisors for review and action.

VACANCIES:

In order to comply with Workforce Arizona Council Local Governance Policy, WDB vacancies must be filled within 120 days of the vacancy. All vacancies will be addressed using the process identified in Article IX.

- A. Appointments and reappointments must be made within 120 days that the vacancy is created.
- B. In the event a vacancy cannot be filled within 120 days, the WDB must request a waiver in writing to the Workforce Arizona Council with an explanation of why a vacancy was not filled in the 120-day timeframe and a description of the process underway to fill the vacancy.
- C. The WDB must maintain written approval of the waiver request by the Director of the State Workforce Development Council and will be monitored according to the process outlined in the approved waiver request.

- D. If a vacancy occurs other than by expiration of term, the vacancy shall be filled by appointment by the Yavapai County Board of Supervisors for the unexpired portion of the term. The nomination process will be the same as outlined in these Bylaws under Article V

– Appointment to the WDB. The new member filling the vacancy shall represent the same board category as the outgoing member.

RESIGNATIONS:

Resignations by members shall be submitted in writing to the WDB Chair.

REMOVAL

- A. Board members must be removed by the Yavapai County Board of Supervisors if any of the following occurs:
 - 1. Documented violation of conflict of interest;
 - 2. Failure to meet WDB member representation requirements defined in the WDB Bylaws Article IV – Membership/Composition of the WDB; or
 - 3. Documented proof of malfeasance, fraud or abuse.
- B. WDB members may be removed for other reasons as determined by the WDB.
- C. The state administrative entity reserves the right to conduct an investigation regarding allegations of wrongdoing that result in the removal of a board member. The Yavapai County Board of Supervisors and the WDB Chair will be formally notified in advance of any such investigations and of the results.
- D. The WDB will provide ten days written notice to the member being considered for removal from the WDB before a recommendation for removal is placed on a WDB meeting agenda. The member under consideration for termination may appeal the decision in writing to the Chair and request a special meeting in executive session at the Chair’s discretion with the Executive Committee before any action is taken.
- E. Should the Executive Committee determine that it is in the best interest of the WDB to remove a member; a recommendation for removal will be presented to the WDB for official action to remove the member. The recommendation must receive a majority vote.
- F. Recommendations for removal of WDB members will be forwarded to the Yavapai County Board of Supervisors for final action to remove the member.

X. OFFICERS

A. Election of Officers

- 1. Election of officers shall be held during the last meeting of each election year.

2. The Chair and Vice Chair shall serve concurrent terms, commencing on July 1 of the following Program Year in which they were elected.
3. A Nominations Committee will be assigned by the WDB Chair. The Committee will meet to recommend a slate of officers to the Board.
4. Nominations from the floor will be called for at the next regular meeting, after which nominations will close.
5. Officer recommendations will be made and approved by majority vote during the last meeting of the Program Year in which elections are held.

B. Chair

The Chair shall perform the duties pursuant to these Bylaws and procedural decisions resulting from a duly cast vote of the WDB. He/she is the attester to all documents containing necessary concurrences required by the Governor and/or the State and WDB recommendations deemed necessary to the Yavapai County Board of Supervisors.

1. The Chair shall be elected by a majority vote of the WDB.
2. The Chair shall be a representative of the business community on the WDB.
3. The Chair shall be the Chief Officer of the WDB and shall preside at all full board meetings of the WDB.
4. The Chair may serve multiple terms following an open election process.
5. In the event the Chair cannot fulfill the terms of his/her appointment for any reason, the Vice Chair shall perform such duties as the Acting Chair until a new Chair is appointed by the Yavapai County Board of Supervisors.
 - a. The Chair must submit in writing to the Yavapai County Board of Supervisors notifying his/her intention to resign from his/her role as Board Chair.
 - b. The nomination process outlined in Article XI (A) shall be followed to elect a new Chair. Voting for a new Chair will be conducted at the next regularly scheduled Board meeting.

C. Vice Chair

The Vice Chair shall perform the duties of the Chair in his/her absence or assume the duties of the Chair, should the Chair resign before the Chair's term is up.

1. The Vice Chair shall be a representative of the business community on the WDB.
2. The Vice Chair shall be elected by a majority vote of the WDB.
3. The Vice Chair may serve multiple terms following an open election process.

4. In the event the Vice Chair cannot fulfill the terms of his/her appointment for any reason, the member must submit in writing to the Chair his/her intention to resign from his/her role as Board Vice Chair.
 - a. The Chair may appoint an interim Vice Chair from the business-sector membership.
 - b. The interim appointment shall commence with the vote of the full Board. The nomination process outlined in Article IX (A) shall be followed to elect a new Vice Chair. Voting for a new Vice Chair will be conducted at the next regularly scheduled Board meeting.

Other Officers

Other officers may be established by a majority vote of the WDB.

XI. COMMITTEES

- A. The Chair of the WDB shall appoint the Chair of each standing committee.
- B. Board members who miss three Committee meetings for which they are a member shall be referred to the Executive Committee for review of further participation on the committee.
- C. Committee members under consideration for removal from such committee are subject to full board ratification.

Executive Committee

- i. The Executive Committee shall meet bi-monthly and as necessary between scheduled meetings of the entire WDB and shall be responsible for interpreting and putting into effect the decisions, policies, budgets and programs of the WDB, including but not limited to attendance, Bylaws or disciplinary actions of the WDB.
- ii. The Executive Committee shall consist of the Chair, Vice Chair, three other private sector representatives from the general board, and one WDB representative of the public sector to act as Public Voice. (The Public Voice is a non-voting member of the Executive Committee and is appointed by the Chair.)
- iii. The WDB Chair shall serve as the Chairman of the Executive Committee.
- iv. If a full WDB meeting has been cancelled due to a lack of quorum and action items are needed to continue services, the Executive Committee shall meet and vote on the action items. Action items will be reported to the full Board at the next meeting.
- v. All Policy actions made by the Executive Committee are subject to ratification by a majority vote of the WDB at its next regularly scheduled meeting.
- vi. The Executive Committee shall evaluate the development and implementation of an integrated operator/partner (Board) budget to finance the One-Stop system and submit such financial plan to the BOS for review.

- vii. The Executive Committee shall recommend allocation of WIOA funds to the One-Stop Operator after review of each proposed budget.
- viii. The Executive Committee shall review all financial reports/documents/audits as needed and approve and enforce all financial policies and procedures as outlined in the approved Policies and Procedures.
- ix. The Executive Committee may request additional information and reports from the Adult Youth and Dislocated Worker provider, the One-Stop Operator and required Partners on an as-needed basis.
- x. The Executive Committee will work with the Executive Director to secure additional grants and funds for the Workforce Development System and Board.
- xi. Recommend allocation of WIOA funds to One-Stop Operator after review of each proposed budget;
- xii. Review all financial reports/documents/audits as needed;
- xiii. The Executive Committee may go into “Executive Session” during the course of a Board meeting on an “as needed” basis at the discretion of the Board Chair and subject to Open Meeting Law restrictions.

Standing Committees and Ad Hoc Committees

The WDB has authority to establish standing committees for specific operations and ad hoc committees in order to address specific issues as designated by the WDB Chairman.

1. All standing committee recommendations are presented to the WDB for official action.
2. Any standing committee, including the Youth Council and One Stop Committee is chaired by a member of the LWDB as required in 20 CFR 679.360 (a).
3. All standing committees must operate according to Open Meeting Law requirements and establish a regular schedule of meetings.
4. Ad hoc committees may be appointed by the WDB Chairman to address specific issues. If the WDB determines that a specific ad hoc committee is no longer needed, it shall officially disband the ad hoc committee.
5. The following standing committees have been established by the WDB:

a. Youth Council

The Youth Council is appointed by the Executive Committee and is comprised of members with youth involvement activities within Yavapai County. These may include WIOA partners, labor, education, public safety, housing, public/private sector, juvenile justice and other organizations. The Youth Council will meet on a quarterly basis. The Chair of the Youth Council will be appointed by the WDB Chair.

Responsibilities of the Youth Council include:

- i. Coordinating youth activities in Yavapai County.
- ii. Identifying a “Youth Voice/Parent Voice” as outlined in WIOA.
- iii. Developing portions of the local plan related to youth activities.
- iv. Recommending eligible youth service providers in accordance with WIOA focusing on older/out-of-school youth, subject to the approval of the Executive Committee.
- v. Conduct oversight with respect to eligible providers of youth activities.
- vi. Establish linkages with educational agencies and other youth service providers.
- vii. Identify members for the Council and provide outreach to the community regarding youth services in Yavapai County.
- viii. Develop Career Pathway opportunities for in-demand sectors of Yavapai County.
- ix. Develop partnerships, including apprenticeships for youth.
- x. Perform all other duties as assigned by the Chair or Executive Committee.

b. One-Stop Committee

The One-Stop Committee will be appointed by the WDB Executive Committee to represent all required WIOA partners and, as applicable, workforce development professionals from the local area. The One Stop Committee will meet on a quarterly basis. The Chair of the One Stop Committee will be appointed by the WDB Chair from among partner members of the LWDA. Responsibilities of the One-Stop Committee include:

- i. Coordinate One-Stop activities in Yavapai County.
- ii. Draft respective sections of the Yavapai County Workforce Development Plan for Titles I, II, III and IV and give the first and subsequent draft reviews for WDB review and approval for recommendation to BOS.
- iii. Develop linkages for enhanced cohesiveness between partners for referrals and collaboration of WIOA services.
- iv. Support the preparation of quarterly One-Stop reports by providing regular updates of performance measures for each Title.
- v. Draft the Yavapai County Memorandum of Understanding and the Infrastructure Funding Agreement.

XII. MEETINGS

- A. All meetings and special meetings of the WDB, including its standing committees, shall be held in accordance with the Arizona Open Meeting Law (Arizona Revised Statutes, Title 38 – Public Officers and Employees, Chapter 3 – Conduct of Office, Article 3.1 – Public Meetings and Proceedings. The WDB will meet on a quarterly basis.
- B. Meeting schedules for the WDB, Executive Committee, Youth Council and One-Stop Committee shall be posted on the ARIZONA@WORK Yavapai County website (<https://arizonaatwork.com/locations/yavapai-county>), the ARIZONA@WORK website (<http://arizonaatwork.com/locations/yavapai-county>), the NACOG website (<https://www.nacog.org/>) and the Yavapai County website (<http://www.yavapai.us/>).
- C. A simple majority of appointed members shall constitute a quorum for the transaction of business at all WDB and designated standing committee meetings (Arizona Agency Handbook Chapter 7 “Open Meetings”, Section 7.11 “Quorum”). A meeting at which a quorum is initially established, but the quorum is not maintained due to the withdrawal or departure of members, may continue business discussions but defer action to the next Executive Committee or General meeting.
- D. The WDB may use technology, such as virtual meeting platforms and teleconferencing, as a means to promote member, stakeholder and public access and participation at scheduled meetings, special events and conferences that may be convened for the purpose of furthering the Mission, Vision and strategic planning of the WDB.
- E. Meeting agendas and applicable handouts will be posted at least 24 hours in advance of each meeting on the ARIZONA@WORK Yavapai County website (<https://arizonaatwork.com/locations/yavapai-county>). Meeting agendas and minutes will be posted on the Yavapai County Website (<http://www.yavapai.us/>).
- F. Meeting agendas may contain a Consent Agenda. A consent agenda groups routine business and reports into one agenda item. The consent agenda can be approved in one action, rather than filing motions on each item separately.

Use of the consent agenda includes the following steps:

1. The Chair decides which items will be placed on the consent agenda.
2. At the beginning of the meeting, the Board Chair will ask members if any of the consent agenda items should be moved to the regular discussion items.
3. Any reason will be sufficient to move an item. A member can move an item to discuss, query or to vote against it.
4. Once the item has been moved, the Chair may decide to take up the matter immediately or table it for a future meeting.

5. When there are no items to be moved, or if all requested items have been moved, hearing no objections, the Chair can call for a motion and second to adopt the consent agenda.
 6. The full text of the resolutions, reports and recommendations that were adopted as part of the consent agenda will be documented as part of the meeting minutes.
- G. In accordance with A.R.S. 38-431.01 (B), all WDB meetings shall provide for the taking of written minutes or a recording of all their meetings. Such minutes or recording shall include, but not be limited to:
1. The date, time and place of the meeting.
 2. The members of the WDB recorded as either present or absent.
 3. A general description of the matters considered.
 4. An accurate description of all legal actions proposed, discussed or taken, and the names of members who propose each motion. The minutes shall also include the names of the persons, as given, making statements or presenting material to the WDB and a reference to the legal action about which they made statements or presented material.
 5. The minutes or a recording of a meeting shall be available for public inspection no later than three working days after the meeting.

XIII. VOTING/MOTIONS

Each member in good standing of the WDB shall be entitled to one (1) vote on all matters brought before the WDB at any scheduled meeting. Whenever these Bylaws specify that an action is to be taken by vote of the WDB, the approval shall be granted by a simple majority of the members present and qualified to vote at any scheduled meeting of the WDB at which a quorum exists.

Action Items that require a vote include the following:

- A. Consent Agenda Items (e.g., minutes from previous meeting, new board member approvals, ETPL approvals, etc.)
- B. Organizational policies or revisions
- C. Strategic Plan
- D. Annual budget, or revision to the budget
- E. Amendments to MOU/IFA
- F. Amendments to Bylaws

- G. Initiation of Legal Action
- H. Allocation of Surplus
- I. Assumption of a major new financial obligation (e.g., mortgage or lease) or risk
- J. Adjournment

XIV. BUSINESS CONDUCTED OPENLY

- A. The WDB must conduct its business in an open manner as required by WIOA Section 107 (e), by making available to the public, on a regular basis through electronic means and open meetings, information about the activities of the WDB (20 CFR 679.390). The WDB also must comply with Arizona’s Open Meeting Law (A.R.S. Title 38, Chapter 3, and Article 3.1).
- B. The WDB will also post the required information on the State’s ARIZONA@WORK website (<https://arizonaatwork.com/>) either by direct download or linkage to the WDB website. The required information includes all documents related to the public agenda, including:
 - 1. Agendas
 - 2. Minutes
 - 3. Budgets
 - 4. Information about the Local Plan, or modification to the Local Plan, before submission of the Plan;
 - 5. List and affiliation of WDB members;
 - 6. Selection of One-Stop Operators;
 - 7. Award of grants or contracts to Eligible Training Providers of workforce development activities, including providers of youth workforce development activities;
 - 8. Minutes of formal meetings of the WDB; and
 - 9. WDB Bylaws, consistent with §679.310(g).

XV. BOARD COMPENSATION

Board members will not receive compensation for service to the WDB. Members traveling on approved travel will be reimbursed for expenses only following the Local Area approved travel policy.

XVI. CONFLICT OF INTEREST

WDB members shall avoid both conflict of interest and the appearance of conflict of interest in the conduct of WDB business. All Yavapai County members sign and update a Conflict of Interest Statement annually. The WDB shall follow:

- A. Arizona law on Conflict of Interest as set forth in Arizona Revised Statutes, Title 38 – Public Officers and Employees, Chapter 3 – Conduct of Office, Article 4 Section 38-447 and Article 8 Section 38-501 – 511.
- B. State Workforce Policy #7 “Conflict of Interest Policy” and Workforce Arizona Council Policy #1 “Local Governance Policy” Section XI. I. 9 “Conflict of Interest” (adopted 02/23/2023).
- C. All abstention must be recorded in the minutes of the WDB meeting and be maintained as part of the official record.

Pursuant to A.R.S. Subsection 38-503 and State Workforce Policy #8, members, officers, staff, or representatives/agents, who wish to enter into contracts for the provision of services, must not participate in the selection of vendors and must make the interest in the proposed contract known in the official records of the WDB. Any member, officer, staff, or representative/agent wishing to competitively bid on contracts for the procurement of goods and services, of any monetary amount, must annually sign a copy of the affidavit of the Conflict of Interest Policy. All members, officers, staff, representatives/agents of the WDB will sign an Acknowledgement of Receipt form of the Conflict of Interest Policy. The signed Policy, Acknowledgements or Affidavits will be filed in the official records of the WDB and shall be available for public inspection.

Conflict of Interest documents a clear separation of duties and required firewalls between staff that perform governance functions and operation functions within the Yavapai County One Stop service delivery system.

In addition, any member, officer, staff, or representative/agent of the WDB who participates in the expenditure of WIOA funds shall perform his/her duties in a manner consistent with their obligations to the WDB and in accordance with sound business practices. In complying with these requirements, members, officers, staff or representatives/agents shall refrain from:

1. Solicitation or acceptance of gratuities, favors, or anything of monetary value, from contractors, potential contractors, or parties to sub-agreements;
2. Participation in awards or administration of contracts to firms in which the member, officer, staff or representative/agent or his/her immediate family has a financial or other interest; or,
3. Procuring to the WDB any equipment, material, supplies or services, unless member, staff or representative/agents were selected through a competitive bid process.

In addition, any member, officer, staff, representative/agent who is a paid consultant, or who has a relative who is a paid consultant (as defined in A.R.S. 38-502) for any provider which currently transacts business with the WDB, or which may bid on a future contract for provision of services with the WDB is prohibited from participating in a decision process which may lead to the award of a contract involving such firm. All abstention must be recorded in the minutes of the WDB meeting and be maintained as part of the official record.

Pursuant to Workforce Arizona Council WIOA Policy #1 – Local Governance Policy, Section XI

§(l)(11), parts (a, c & d):

- a. LWDB member may not vote on any matter that would provide direct financial benefit to the member or the member’s immediate family, or on matters of the provision of services by the member or the entity the member represents.**
- c. Prior to a discussion, vote, or decision on any matter before a LWDB, if a member, or a person in the immediate family of such member, has a substantial interest in or relationship to a business entity, organization, or property that would be affected by any official LWDB action, the member must disclose the nature and extent of the interest or relationship and must abstain from discussion and voting on or in any other way participating in the decision on the matter. All abstentions must be recorded in the minutes of the LWDB meeting and be maintained as part of the official record.**
- d. It is the responsibility of the LWDB members to monitor potential conflict of interest and bring it to the LWDB’s attention in the event a member does not make a self- declaration.**

Firewalls have been clearly defined between staff that provide or oversee direct services to program participants and the staff assigned to serve the WDB, as One Stop Operator, or Service Providers, in accordance with a Partner Service Agreement between the BOS, WDB and Direct Service Provider, and staff to the WDB. All parties mutually sign a Conflict of Interest statement.

XVII. CONFLICT RESOLUTION

The detailed procedure for the WDB to follow in regards to conflict that may arise (not limited to WDB members, service delivery partners and consortium partners) is as follows:

- A. When a conflict arises between WDB members, service delivery partners and/or consortium partners who have signed the ARIZONA@WORK Yavapai County Memorandum of Understanding and Infrastructure Funding Agreement that cannot be resolved, the parties to the issue shall summarize the issue in writing and submit to the Executive Committee for mediation. All impacted Executive Committee members must recuse themselves if a party to the conflict.
- B. If the stated recusals result in the lack of a quorum, the remaining members of the Executive Committee will recruit a standing Board member to fulfill the role for purposes of mediation.
- C. All decisions by the Executive Committee are final unless requiring legal review.
- D. Decisions will be documented in writing to the impacted parties.

XVIII. NON-DISCRIMINATION

The Yavapai County WDB will comply with Title VII of the Civil Rights Act of 1964 (P.L. 88-352) and all requirements imposed by or pursuant to the regulations of the Department of Health and Human Services (45 CFR, Part 80) issued pursuant to that title, to the end that, in accordance with Title VII of

that Act and this regulation, no person in the United States shall, on the grounds of race, color or national origin, be excluded from participation in, be denied the benefits of, or otherwise subjected to discrimination under any program or activity administered or engaged in by the WDB.

Persons with a disability may request a reasonable accommodation to access WDB meetings and materials by contacting the WDB Executive Director at (928)778-1422 (TDD – Arizona Relay Service (800)367-8939 and ask for NACOG at (928)774-1895).

XIX. AMENDMENTS

- A. Amendments to these Bylaws may be necessary from time to time. Any proposed changes to the Bylaws must be presented to and approved by a majority vote of the WDB.
- B. At a regular meeting of the WDB, the Executive Director will announce the need to open the Bylaws with stated changes.
- C. The Bylaws will be opened upon a majority vote of the WDB
- D. At a subsequent meeting the proposed changes to the Bylaws will be considered and approved for recommendation to the BOS.
- E. The amended Bylaws will then be presented to the Yavapai County Attorney and Board of Supervisors for final approval.

Each time the Bylaws are amended, a copy of the updated Bylaws will be distributed to all WDB members and the Yavapai County Board of Supervisors, and posted on the ARIZONA@WORK Yavapai County website.