

CONTRACT KEYWORD COVERSHEET

Please fill out the form completely. If a response is not applicable, please use "N/A" – Do Not Leave Any Blanks.

YC CONTRACT NUMBER: 2025-063

EXISTING CONTRACT / EXISTING CONTRACT #: _____

CONTRACT CHANGE:

Addendum

Change Order

Other (Please specify: _____)

Amendment

Extension

NEW CONTRACT

CONTRACT TYPE:

Agreement

Intergovernmental (IGA)

Purchase

Authorization of Services

Lease/Property Acquisition

Release

Construction

Maintenance

Settlement

Grants

Memorandum

BOARD MEETING DATE: March 19, 2025

DEPARTMENT: Board of Supervisors

DEPARTMENT CONTACT: Corey Christians

VENDOR: Workforce Development Board

AMOUNT: 0.00

BRIEF DESCRIPTION: A shared Governance Agreement between the

Workforce Development Board and the BOS as required by WIOA

CONTRACT EFFECTIVE DATE: March 19, 2025

CONTRACT EXPIRATION DATE: Until Terminated

DESTRUCTION DATE: Six Years Following Termination

RETENTION SCHEDULE/SERIES #: GS 1018 Series 30678

[Retention schedules: AZ State Library](#)

CLERK DEPT. ONLY:
 BOS Meeting Date: 3/19/25
 Agenda Item #: 2

CLERK RECEIVED STAMP:

YAVAPAI CO. BOARD OF SUPERVISORS
 MAR 20 2025
 RECEIVED

**Shared Governance Agreement Between
Yavapai County Board of Supervisors and the
Yavapai County Workforce Development Board**

Preamble:

This Shared Governance Agreement is entered into between the Yavapai County Board of Supervisors (BOS) and the Yavapai County Workforce Development Board (WDB) (also referred to individually as the "Party" or collectively as "Parties") to establish shared governance responsibilities and specify the relationship between the parties as required by the Workforce Innovation and Opportunity Act of 2014 (Public Law No. 113-128) herein after referred to as "WIOA".

WHEREAS, the purpose of this agreement is to provide a basis for cooperation and a partnership between the Parties, which will lead to the success of the employment and training system ARIZONA@WORK-Yavapai County. This agreement envisions a future of cooperation and partnership that will contribute to the overall economic prosperity of the region and its residents; and

WHEREAS, the purpose of a local workforce development area is to serve as a jurisdiction for local workforce development activities under the WIOA which include management of Adult, Dislocated Worker and Youth funds allocated by the State and to coordinate efforts related to the other core programs at a local community level; and

WHEREAS, Pursuant to § 107(b)(12)(B)(i) of the WIOA, Yavapai County through the BOS, as the "chief elected official," has been designated as the local Grant Recipient and Fiscal Agent of the Yavapai County Local Workforce Development Area; and

WHEREAS, the local government's chief elected official in a local area, the BOS, is liable for any misuse of the WIOA grant funds allocated to the local area under WIOA §§ 128 and 133, unless the chief elected official(s) reaches an agreement with the Governor to bear such liability; and

WHEREAS, pursuant to WIOA § 107(c)(1) the WDB is appointed by the BOS in accordance with State criteria established under WIOA § 107(b), and is certified by the Governor every 2 years, in accordance with WIOA § 107(c)(2), and

WHEREAS, the purpose of the WDB is to:

- a. 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;
- b. Assist in the achievement of the State's strategic and operational vision and
- c. Maximize and continue to improve the quality of services, customer satisfaction, effectiveness of the services provided, and

WHEREAS, the WDB desires to deliver services to businesses, veterans and other individuals that will lead to maximum employment opportunities and enhance the self-sufficiency of the economically disadvantaged in the region; and

WHEREAS, the WDB is established in accordance with the requirements of WIOA §107 (a-c) and receives its authority from the WIOA; and

WHEREAS, pursuant to WIOA § 107(f)(1) the WDB has the authority to hire a Director and other staff to assist in carrying out the functions of the WDB as set out in WIOA § 107(d) and the BOS will be consulted in the selection of the WDB Director and staff;

NOW, THEREFORE, Yavapai County Board of Supervisors and the WDB agree on the following terms and conditions:

Section 1: Role of the Yavapai County Board of Supervisors (BOS)

- A. 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 Workforce Arizona Counsel (“WAC”) as set out in WAC’s WIOA Local Board Governance Policy No. 1 §(VI)(A)(1).¹
1. The BOS shall determine the size of the Yavapai County Workforce Development Board consistent with WIOA §107(b)(2). The WDB may submit a request to the BOS for consideration and approval of a change in the size of the WDB. Any approved changes must be consistent with the WIOA Section 107(b)(2).
 2. The members of the WDB must be selected by the BOS consistent with qualifications and representation numbers established under WIOA § 107(b)(1-2) and WAC’s WIOA Local Board Governance Policy § X, XI(B, D & E). Copies of which are attached as Attachment A.
- B. The BOS will demonstrate agreement on any Memorandum of Understanding (MOU) between the workforce system partners and the WDB by approving such MOU at a scheduled BOS meeting and forwarding the minutes of such approval to the WDB.
- C. Approve an annual budget developed by the WDB consistent with the local plan and the duties of the WDB under WIOA sec 107(d), for the purpose of carrying out the duties of the WDB will be made based on the annual WIOA allocation received by Yavapai County as the local grant recipient. The WDB will approve such a budget and submit to the BOS for approval as identified in WIOA 107(d)(12)(A).
- D. The BOS delegates to the WDB the development of the WIOA 4-year local plan for the local area, and modifications of the plan as may be required by WIOA § 108 and applicable state policies. The WDB will vote to approve such plan and forward to the BOS for approval.
- E. As stated in WIOA § 107(d) and 20 CFR 679.370, the BOS and the WDB share governance responsibility for WDB functions such as local planning, program oversight, negotiating local performance accountability measures, selection of One Stop Operators and providers, and approving a budget for WDB activities.
1. The WDB provides oversight of the Adult, Dislocated Worker, and Youth programs. WDB oversight includes review and action on all fiscal audit and program monitoring reports for Title I activities. Additionally, the WDB receives, reviews, and comments on quarterly reports demonstrating Title I program services compliance, performance and customer satisfaction.

¹ WAC policies may be located at <https://arizonaatwork.com/about/workforce-arizona-council/policies-reports> .

2. The One Stop Operator will coordinate with WDB staff and service providers to provide quarterly reports to the WDB on performance of the ARIZONA@WORK-Yavapai County System. The One Stop Operator will report updates on activities and performance of the One Stop system; coordination of services and cross training for all one stop partners of ARIZONA@WORK-Yavapai County. One Stop Partners negotiate the Infrastructure Funding Agreement directly with the WDB and are responsible for reporting budget updates to the WDB annually.
3. The WDB will negotiate with the BOS and required partners on the methods for funding the infrastructure costs of one-stop centers in the LWDA or notify the Governor of a failure to reach an agreement in accordance with § 20 C.F.R 678.715 and WAC Policy #4 Memorandum of Understanding and Infrastructure Costs policy.

Section 2: Role of the Yavapai County Workforce Development Board (WDB)

As provided in WIOA § 107 and in compliance with current State policies, the WDB must:

- A. Elect a chairperson from among the business representatives on the WDB. WIOA §§ 107(b)(3) & 108.
- B. Develop, approve and submit a local plan and subsequent modifications to such plan for the local area to the BOS for its approval. The WDB will then submit the approved local plan to the WAC. WIOA § 107(d)(1), WAC's WIOA Local Board Governance Policy No. 11.
- C. The WDB membership consists of leadership of a variety of private sector business, public sector organizations and labor organizations, as appointed by the BOS for full-spectrum representation of in-demand industries and public interests. The WDB meets, at a minimum, on a quarterly basis to coordinate Yavapai County WIOA workforce development activities through the means and methods mentioned above, in cooperation and compliance with the State policies.
- D. The WDB will establish by-laws for BOS approval, consistent with all State policy for WDB membership, that at a minimum address:
 1. The nomination process used to select the members.
 - a. Appointments to the WDB will be made by the BOS per the following process:
 - b. Each nominee must submit an application for membership on the WDB to the WDB for review. Applications will include a letter of recommendation from a board of directors or an industry leader of the nominee's employment sector.
 - c. 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.
 - d. The WDB will forward applications meeting the criteria in §1(B)(a & b) above to the BOS.
 - e. The BOS will appoint the nominee from the applications submitted by the Executive

Committee. The BOS will notify the WDB of the appointment evidenced within minutes of the BOS meeting and other official communication.

2. The term limitations of the WDB members are as follows:
 - a. The terms of the members shall be for two years or, for mid-term appointments, the remainder of term of a vacating member pursuant to §2(D)(3)(e) below. Term start date is the date the member was approved by the BOS. Members may serve multiple terms but must be re-appointed by the BOS. Such re-appointments will take place in the month of June of the year the term will expire and will remain effective beginning in June for each subsequent two-year term.
 - b. Appointments will be staggered to the extent possible to ensure only one-third (1/3) of the membership expires each year.
3. The WDB will promptly notify the BOS of a WDB member vacancy to ensure a prompt replacement as follows:
 - a. In order to comply with, WDB vacancies must be filled within 120 days of the vacancy. All vacancies will be addressed using the process identified in Article IX of the Bylaws of the Yavapai County Workforce Development Board (WDB Bylaws).
 - b. Appointments and reappointments must be made within 120 days that the vacancy is created per WAC's WIOA Local Board Governance Policy IV(A)(1)(g).
 - c. In the event a vacancy cannot be filled within 120 days, the WDB must request a waiver in writing to the Director of the State Workforce Development Board 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.
 - d. The BOS 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.
 - e. If a vacancy occurs other than by expiration of term, the vacancy shall be filled by appointment of the BOS for the unexpired portion of the term. The nomination process will be the same as outlined in the WDB Bylaws under Article V - Appointment to the WDB. The new member filling the vacancy shall represent the same board category as the outgoing member.
4. 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 BOS immediately upon notification to the WDB chair of the change of status as a representative of that entity.
5. Board members must be removed by the BOS if any of the following occurs:
 - a. Documented violation of a conflict of interest.
 - b. Failure to meet WDB member representation requirements in § 1(A)(2) above
 - c. Documented proof of malfeasance, fraud or abuse; and

- d. The WAC may conduct an investigation regarding allegations of wrongdoing that result in the removal of a board member. The BOS and the WDB Chair will be formally notified in advance of any such investigations and of the results.
 - e. WDB members may also be removed for other reasons as set out in the WDB Bylaws.
 - f. 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 with the Executive Committee before any action is taken.
 - g. 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.
 - h. Recommendations for removal of WDB members will be forwarded to the BOS for final action to remove the member.
6. The WDB will use technology, such as telephone or web conferencing, to promote WDB member participation and public access. All WDB members may attend meetings in person or through electronic means.
 7. The process to ensure WDB members actively participate in convening the workforce development system's stakeholders, brokering relationships with a diverse range of employers, and leveraging support for economic and workforce development activities.
 8. A description of any other conditions governing appointment or membership on the WDB as deemed appropriate by the WDB.
 9. In consultation with the BOS, the WDB may amend such by-laws as it deems necessary as follows:
 - a. At a regular meeting of the WDB, the Chair will announce the need to open the Bylaws with stated changes.
 - b. Any proposed changes to the Bylaws must be presented to and approved by a majority of the WDB .
 - c. The amended Bylaws will then be presented to the BOS for final approval.
 - d. Each time the Bylaws are amended, a copy of the updated Bylaws will be distributed to all WDB members and the BOS and posted on the ARIZONA@WORK Yavapai County website and the Yavapai County Website.
- E. Conduct workforce research and regional labor market analysis to include:
1. Analysis and regular updates of economic conditions, needed knowledge and skills, workforce, and workforce development (including 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. Staff also relies on Office of Economic Opportunity data research and reports.

2. Assistance to the Governor in developing the statewide workforce and labor market information system under the Wagner-Peyser Act for the region; and
 3. 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.
- F. Convene local workforce development system stakeholders to assist in the development of the local plan under 20 U.S.C. 679.550-560 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. The WDB has appointed a One Stop Committee, which includes representation from all core partners (Title I, Title II, Title III and Title IV). This committee meets on a quarterly basis and collaborates on the Local Plan, with each partner submitting information and updates pertaining to their respective Title.
- G. The WDB will lead efforts to engage with a diverse range of employers and other entities in the region in order to:
1. 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.
 2. 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.
 3. 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
 4. 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.
- H. The WDB will solicit representatives of secondary and postsecondary education programs, and 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, especially individuals with barriers to employment. This is accomplished through a regular evaluation of the Eligible Training Providers List (ETPL) to ensure that in-demand industry certification and licensure opportunities are available to adult, youth and dislocated worker program clients. Yavapai College is the local community college that offers several training, certification and licensure

opportunities on the ETPL. Program staff will make regular visits with all providers throughout the year. The Board is also kept apprised of student feedback and customer satisfaction. The ETPL is reviewed at least quarterly, with existing courses as well as new offerings evaluated for relevance and eligibility for WIOA funding.

- I. The WDB will lead efforts in the local area to identify and promote proven and promising strategies and initiatives for meeting the needs of employers, works and job seekers, and identify and disseminate information on proven and promising practices carried out in other states or local areas for meeting such needs. The WDB directs the One Stop Committee to identify and promote best practice strategies and initiatives that meet the current needs of workers and job seekers.
- J. Yavapai County WDB will develop strategies for using technology to maximize the accessibility and effectiveness of the local workforce development system for employers, workers and job seekers, by:
 1. 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. This is accomplished through the use of Arizona Job Connection and cross-training and referrals among service providers within the One Stop system. All partners are also requested to make regular presentations to the WDB for Board development as well as quarterly performance reporting by all One Stop partners.
 2. Facilitating access to services provided through the one-stop delivery system involved, including access in remote areas. The WDB has sponsored computer learning labs in remote areas throughout Yavapai County as an effort to make online distance learning and job search opportunities available for remote areas for all Title I services. Program staff is also assigned to all areas of the County and make regular contact with remote areas, including presentations through Community forums. ARIZONA@WORK information is also disseminated to all areas of Yavapai County.
 3. 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
 4. Leveraging resources and capacity within the local workforce development system, including resources and capacity for services for individuals with barriers to employment.
- K. Negotiate and reach agreement on local performance measures with the applicable state guidelines. Title I performance negotiations will include the Director for the WDB working with the State to review past performance and current economic conditions, using state reported Local Area labor market research and any other relevant data, that may influence future area performance while achieving state goals for performance. Final negotiations are reviewed and agreed upon between the WDB and BOS, per Public Law 128 (c)(2). The Local Area utilizes Arizona Job Connection as a data source to document earnings gain, credential rates, employment for the 2nd and 4th quarters, and measurable skills gains.
- L. 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 an agreement at the local level and will use a State infrastructure funding mechanism.

M. Select the following providers in the local area, and where appropriate, terminate such providers in accordance with 2 CFR part 200:

1. Providers of youth workforce investment activities through competitive grants or contracts based on the recommendations of the youth standing committee (if such a committee is established); 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 at WIOA § 123(b).
2. The Yavapai County Youth Council is appointed by the WDB and is comprised of members connected to local youth activities. Members may include WIOA partners, labor organizations, education, public safety, housing, public/private sector providers, and juvenile justice. Youth Council responsibilities include assessing needed changes in services and budget allocation to comply with youth program changes mandated by WIOA, youth activities and customer satisfaction ratings in Yavapai County, including structuring the youth provider Request for Proposals, evaluating responses and recommending providers to the WDB. Youth Council also develops the youth portion of the local plan, recommends and conducts oversight of youth service providers, establishes linkages with other Youth service providers, and other duties as assigned by the Executive Committee. The Youth Council falls under authority of the WDB Executive Committee. The Youth Council has a standing agenda item at WDB meetings. The Chair reports outcomes and makes recommendations to the full WDB.
3. Providers of training services consistent with the criteria and information requirements established by the Governor and WIOA § 122.
4. 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 §§ 678.600 through 678.635.
5. 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 WDB participates in the Title II application process for the Arizona Department of Education (ADE) Adult Education Services by reviewing applicants for the Yavapai County Title II Adult Education program and making recommendations to ADE based on the application that best aligns with the Yavapai County Local Workforce Development Plan goals and objectives. The Yavapai County WDB uses the ADE review template to complete the assessment.

N. In accordance with WIOA §. 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 and adults in need of adult education and literacy. The Yavapai County WDB currently partners with nine providers of training services, each of which offer many courses for certification and licensure for local in-demand industries to increase the local talent pool, as well as stimulating business retention and attraction within and to Yavapai County. Courses are reviewed quarterly for relevance and compliance with WIOA requirements for funding.

O. Coordinate activities with education and training providers in the local area, including:

1. Making recommendations to the eligible agency to promote alignment with the local plan; and
2. 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 at cooperation, collaboration, and coordination.

As detailed in the Yavapai County Workforce Development Plan, Yavapai County WIOA system partners are mindful of and dedicated to ensuring physical and programmatic accessibility for individuals with disabilities. The One Stop Operator ensures that all facilities, technology and services are compliant with the Americans with Disabilities Act (ADA) and Equal Opportunity (EO) guidelines. In addition, program staff make every reasonable effort to meet the needs of any individual identifying an accommodation request for participation accessibility. Staff are annually trained on EO requirements.

- P. Develop a budget for the activities of the WDB, with approval of the BOS and consistent with the local plan and the duties of the WDB.
 1. The budget shall include all activities of the WDB including administrative expenses for the Board, Board operational costs associated with the One Stop Operator, the Title I budget amounts to be allocated for Youth, Adult and Dislocated Worker Program career services as well as Rapid Response Program.
 2. The WDB will determine how much of the budget to allocate for these services and how to procure these services; and,
 3. The Program Operator 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.
- Q. Annually evaluate the physical and programmatic accessibility of all One Stop Centers in the local area, in accordance with WIOA § 188, as applicable, provisions of the Americans with Disabilities Act (ADA) of 1990 (42 U.S.C. 12101 *et seq.*). The WDB reviews the report and deficiencies, if any, are addressed and documentation provided to the State in a timely manner. Provisions for all public accommodation and accessibility are made available upon request.
- R. The WDB shall certify ARIZONA@WORK Job Centers in accordance with 20 CFR § 678.800 and as approved by the Workforce Arizona Council. The WDB adopts the State One Stop Certification process by annually utilizing the State-authorized guidance checklist (Assessment Tool) to ensure that all One Stop Centers and Affiliates are compliant and accessible to ADA standards, per WAC Policy #5 Certification of Arizona@Work Job Center Policy. Deficiencies are addressed and documentation provided to the State and WDB accordingly in a timely manner. Provisions for all public accommodation and accessibility are made available upon request.

Section 3: Joint Roles of the BOS and WDB:

- A. Adopt a Job Description for WDB staff and provide oversight and direction, to include:
 1. Assignment of duty to the WDB.

2. Reporting at least quarterly to the County Manager and BOS.
- B. Pursuant to WOIA § 107(d)(8) the WDB, in partnership with the BOS, has oversight authority for Youth workforce investment activities authorized under WIOA § 129(c), Adult and Dislocated Worker/Rapid Response employment and training activities under WIOA §§ 134(c) and (d), and the entire ARIZONA@WORK Yavapai County service delivery system.
 - C. Pursuant to WAC Policy No.1 § IV(A)(5) the WDB will report to the BOS at least one joint meeting between the WDB and BOS during the program year on the current WDB budget initiatives and workforce investment performance, activities and outcomes designed to further Yavapai County workforce development goals as outlined in the local plan.
 - D. Evaluate the appropriate use, management, and investment of funds to maximize performance outcomes under WIOA § 116. Use of available funds will be outlined in the local plan. The WDB will report to the BOS as the Fiscal Agent no less than one time per program year, or more frequently if requested by the BOS, the status of the expenditure of funds allocated to Yavapai County for Youth workforce investment activities authorized under WIOA § 129(c), Adult and Dislocated Worker/Rapid Response employment and training activities under WIOA § 134(c) and performance outcomes of the entire ARIZONA@WORK Yavapai County service delivery system.
 - E. The WDB, in coordination with the BOS:
 1. Shall designate or certify one-stop operators as described in WIOA § 121(d) and in accordance with 20 CFR §§ 678.600 through 678.635 and applicable state policies;
 2. May terminate for cause the eligibility of such operators as defined within the WDB Bylaws.
 3. The WDB shall procure contracts or obtain written agreements utilizing WDB approved procurement policies; the BOS shall conduct financial monitoring of the Program Operator and ensure audits of service providers are complete. The program operation shall conduct independent audits and present final reports to the WDB for review and comment on an annual basis.
 - F. Yavapai County Finance Department serves as the Fiscal Agent of the WDA. The one-stop operator prepares and submits expenditure reports for the County for review and approval to drawdown funds from DES.
 1. The fiscal agent shall maintain fiscal oversight of contracted 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 WAC.
 - G. **CONFLICT OF INTEREST - FIREWALLS:**
 1. The WDB Bylaws Article XVI (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 to include:
 - BOS serves as the Fiscal Agent and annually monitors the expenditures of WIOA Title 1-B through annual audits.

- The WDB has appointed a Director. The WDB Director serves as the primary staff for the WDB and carries out duties and responsibilities as defined in WIOA §107 (f).
 - The WDB Director reports to the WDB with regular updates to the Yavapai County Manager.
 - The WDB retains contractual services to develop and evaluate any requests for proposals for Yavapai County services from outside parties to ensure appropriate firewalls are in place.
2. The WDB will select one or more vendors to provide WIOA Title I services including One Stop Operator, and other WIOA Title I services, as described below, through a procurement process.
 - The Program Operator is responsible for direct Title 1-B services and One Stop operations.
 - The Program Operator oversees direct services for Youth, Adult and Dislocated Worker services and performs duties associated with direct service operations and program compliance.
 - The Program Operator works under the assignment of the BOS at the recommendation of the WDB.
 - The Program Operator's staff does not serve on the WDB and does not perform any board functions.
 - Separately, the Program Operator performs duties as outlined in the One Stop Operator agreement in addition to One Stop program coordination and cross training for system partners. This is accomplished through the One Stop Committee where all Partners are members.
 - The One Stop Operator reports to the WDB.
 3. All staff and members of the WDB are required by the BOS to sign an annual Conflict of Interest statement and declare any potential or perceived conflicts. Appearance or acts of conflict are monitored at every meeting of the WDB.

Section 4: Effective Date, Termination, Amendments, Change or Election

1. **Effective Date:** This Agreement shall take effect upon signature of both parties and shall remain in effect until terminated in accordance with this Section or until the **WIOA** is otherwise amended, repealed, dissolved or no funds are appropriated to the program.
2. **Termination:** Either party may terminate this Agreement by giving a 90 day's written notice to the other party. The Parties, by mutual written agreement, may terminate or cancel this agreement at any time for any reason.
3. **Amendments:** Amendments to this agreement shall be presented by the party proposing the amendment to the other party who shall approve or deny the proposed amendment within 90 days. If no action is taken to approve or deny the amendment within 90 days or proposal, it shall be deemed denied. Amendments and modifications will require a majority vote of the BOS and WDB respectively.
4. **Change of Membership:** An election of new board members to the BOS or a WDB Chairman will not require a new Governance Agreement.

Section 5: General Terms.

- A. **Non-discrimination.** The Parties shall comply with State Executive Order 2009-09, the pertinent provisions of which are incorporated into this Agreement by reference, and which mandate, in part, that all persons, regardless of race, color, religion, sex, age, national origin or political affiliation, shall have equal access to employment opportunities, and all other applicable State and Federal employment

laws, rules and regulations, including the Americans with Disabilities Act. The Parties shall take affirmative action to ensure that applicants for employment and employees are not discriminated against due to race, creed, color, religion, sex, national origin or disability.

- B. Implied Contract Terms. Each provision of law and any terms required by law to be in this Agreement are a part of this Agreement as if fully stated herein.
- C. Compliance with Law. The Parties shall comply with all applicable laws, statutes, ordinances, codes, rules and regulations, and lawful orders of public authorities in performing this Agreement.
- D. Material Change in Law or Regulation. Any changes in the governing laws, rules, or regulations that do not materially affect the Parties' obligations under this Agreement will apply but do not require an amendment. In the event of adoption of legislation, regulations, or instructions or the initiation of an enforcement action by a governmental agency, any of which materially affects the legality of this Agreement or the relationship among the Parties hereto, either Party may propose amendments to this Agreement to bring this Agreement into conformity with such laws. If the Parties are unable to reach agreement on the renegotiation of this Agreement within thirty (30) days of the initiation of negotiations, then either Party may terminate this Agreement upon written notice to the other Party.
- E. Severability/Unenforceable Provisions. In the event that any of the provisions of this Agreement are held to be unenforceable or invalid by any court of competent jurisdiction, the validity and enforceability of the remaining provisions shall not be affected and effect shall be given to the intent manifested by the provisions held enforceable and valid.
- F. Construction of Agreement. In construing this Agreement, whenever required by the context, each number shall include the plural, each gender shall include all genders, and unless the context otherwise requires, the word "individual" shall include a corporation, company, partnership, firm, association or society, as well as a natural person.
- G. Supersedes Prior Agreements. This Agreement shall supersede and replace all prior agreements and understandings, oral or written, between the Parties regarding shared governance.

IN WITNESS THEREOF, the parties hereto have affixed their signatures to this Agreement on the dates written below.

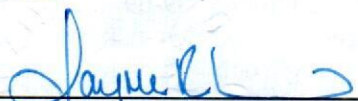
**YAVAPAI COUNTY BOARD
OF SUPERVISORS**

By 
Mary Mallory, Chairman

**YAVAPAI WORKFORCE
DEVELOPMENT BOARD**

By 

ATTEST


Jayme Rush, Clerk of the Board

Attachment A

WIOA Membership Requirements

the requirements of the provision involved, gross negligence, or failure to comply with accepted standards of administration.

29 USC 3122.

Certification.

SEC. 107. LOCAL WORKFORCE DEVELOPMENT BOARDS.

(a) **ESTABLISHMENT.**—Except as provided in subsection (c)(2)(A), there shall be established, and certified by the Governor of the State, a local workforce development board in each local area of a State to carry out the functions described in subsection (d) (and any functions specified for the local board under this Act or the provisions establishing a core program) for such area.

(b) **MEMBERSHIP.**—

(1) **STATE CRITERIA.**—The Governor, in partnership with the State board, shall establish criteria for use by chief elected officials in the local areas for appointment of members of the local boards in such local areas in accordance with the requirements of paragraph (2).

(2) **COMPOSITION.**—Such criteria shall require that, at a minimum—

(A) a majority of the members of each local board shall be representatives of business in the local area, who—

(i) are owners of businesses, chief executives or operating officers of businesses, or other business executives or employers with optimum policymaking or hiring authority;

(ii) represent businesses, including small businesses, or organizations representing businesses described in this clause, that provide employment opportunities that, at a minimum, include high-quality, work-relevant training and development in in-demand industry sectors or occupations in the local area; and

(iii) are appointed from among individuals nominated by local business organizations and business trade associations;

(B) not less than 20 percent of the members of each local board shall be representatives of the workforce within the local area, who—

(i) shall include representatives of labor organizations (for a local area in which employees are represented by labor organizations), who have been nominated by local labor federations, or (for a local area in which no employees are represented by such organizations) other representatives of employees;

(ii) shall include a representative, who shall be a member of a labor organization or a training director, from a joint labor-management apprenticeship program, or if no such joint program exists in the area, such a representative of an apprenticeship program in the area, if such a program exists;

(iii) may include 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) each local board shall include representatives of entities administering education and training activities in the local area, who—

(i) shall include a representative of eligible providers administering adult education and literacy activities under title II;

(ii) shall include a representative of institutions of higher education providing workforce investment activities (including community colleges);

(iii) may include representatives of local educational agencies, and of community-based organizations with demonstrated experience and expertise in addressing the education or training needs of individuals with barriers to employment;

(D) each local board shall include representatives of governmental and economic and community development entities serving the local area, who—

(i) shall include a representative of economic and community development entities;

(ii) shall include an appropriate representative from the State employment service office under the Wagner-Peyser Act (29 U.S.C. 49 et seq.) serving the local area;

(iii) shall include an appropriate representative of the programs carried out under title I of the Rehabilitation Act of 1973 (29 U.S.C. 720 et seq.), other than section 112 or part C of that title (29 U.S.C. 732, 741), serving the local area;

(iv) may include representatives of agencies or entities administering programs serving the local area relating to transportation, housing, and public assistance; and

(v) may include representatives of philanthropic organizations serving the local area; and

(E) each local board may include such other individuals or representatives of entities as the chief elected official in the local area may determine to be appropriate.

(3) CHAIRPERSON.—The members of the local board shall elect a chairperson for the local board from among the representatives described in paragraph (2)(A).

(4) STANDING COMMITTEES.—

(A) IN GENERAL.—The local board may designate and direct the activities of standing committees to provide information and to assist the local board in carrying out activities under this section. Such standing committees shall be chaired by a member of the local board, may include other members of the local board, and shall include other individuals appointed by the local board who are not members of the local board and who the local board determines have appropriate experience and expertise. At a minimum, the local board may designate each of the following:

(i) A standing committee to provide information and assist with operational and other issues relating

WAC Local Board Membership Requirements

decertification.

4. If a LWDB is decertified, the Governor reserves the right to:
 - a. Require a new LWDB be appointed for the LWDA pursuant to a reorganization plan developed by the Governor, in consultation with the CEOs.
 - b. In consultation with the CEOs, redesignate a local workforce development area.

IX. LWDB CONDUCTS BUSINESS OPENLY: The LWDB must conduct its business in an open manner by making available to the public, on a regular basis through electronic means and open meetings, information about the activities of the LWDB). The LWDB also must comply with Arizona's Open Meeting Law (A.R.S. Title 38, Chapter 3, Article 3.1) and Sunshine Provision, and post the required information on the State's ARIZONA@WORK website (<https://arizonaatwork.com>) either by direct download or linkage to the LWDB website.

The required information includes:

- a. Information about the Local Plan, or modification to the Local Plan, before submission of the plan;
- b. List and affiliation of LWDB members;
- c. Selection of one-stop operators;
- d. Award of grants or contracts to one stop operators, fiscal agents, service providers, eligible training providers;
- e. Minutes of formal meetings of the Local WDB; and
- f. LWDB Bylaws.

X. LWDB MEMBERSHIP: The Council requires the following composition for each LWDB:

- A. The majority of the members of the LWDB must be representatives of business in the LWDA. 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:
 1. Be owners of businesses, chief executives or operating officers of businesses, or other business executives or employers with optimum policymaking or hiring authority;
 2. 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; and
 3. Be appointed from among individuals nominated by local business organizations

and business trade associations;

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.

An *in-demand industry sector or occupation* means:

- a. 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
- b. 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 State or LWDB, as appropriate, using State and regional business and labor market projections, including the use of labor market information.

- B. Not less than 20 percent of the members of each LWDB must be representatives of the workforce. These representatives:
 1. 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);
 2. 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;
 3. 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
 4. 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. The balance of membership for each LWDB must include:
 1. At least one eligible provider administering adult education and literacy activities under WIOA title II. When there is more than one LWDA provider of adult education and literacy activities under title II, nominations are solicited from

- those particular entities;
2. At least one representative from an institution of higher education providing workforce development activities, including community colleges. When there are multiple institutions of higher education providing workforce development activities nominations are solicited from those particular entities; and
 3. At least one representative from each of the following governmental and economic and community development entities:
 - a. Economic and community development entities;
 - b. The state Employment Service Office under the Wagner-Peyser Act (29 U.S.C. 49 et seq.) serving the LWDA; and
 - c. The programs carried out under title I of the Rehabilitation Act of 1973, other than section 112 or Part C of that title.
- D. In addition to the representatives enumerated above, the CEO may appoint other appropriate entities in the LWDA, 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 LWDA; and
 4. Other appropriate individuals as determined by the CEO, provided the individuals meet all other board member eligibility requirements established in this policy.

XI. OTHER LWDB REQUIREMENTS

- A. **Policymaking Authority of LWDB Members:** Members of the LWDB that represent organizations, agencies, or other entities shall be individuals with optimum policymaking authority within the organizations, agencies, or entities. Optimum policymaking authority is defined as an individual in leadership, management, supervisory positions, or individuals nominated in writing by select entities, who can reasonably be expected to speak affirmatively on behalf of the entity they represent and to commit that entity to a chosen course of action. Such authority is limited for the purpose of membership on the LWDB, and does not supersede an entity's fiscal authority requirements and policymaking approval process.
- B. **Prohibited LWDB Members:** The LWDB must not include members who are staff to the LWDB, staff or board members of the one stop operator, and/or WIOA Title IB adult, dislocated worker, and youth providers, or staff of the grant recipient/administrative entity or fiscal agent.
- C. **Authority to Hire LWDB Staff:** WIOA grants the LWDB authority to hire a director and other staff to assist in carrying out the functions of the LWDB.
 1. LWDBs must 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 LWDB.

2. The LWDB director and staff must be subject to the limitations on the payment of salary and bonuses described in WIOA.
 3. In general, LWDB staff only may assist the LWDB to fulfill its functions.
- D. **Diverse Geographic Areas Represented:** The members of the LWDB shall represent diverse geographic areas within the LWDA.
- E. **Represent Multiple Entities:** An individual may be appointed as a representative of more than one entity if the individual meets all the criteria for representation for each entity.
- F. **LWDB Chair:** The members of the LWDB must elect a chairperson from among the business representatives on the board.
- G. **Voting Privilege:** All required board members must have voting privilege. The CEO may convey voting privileges to non-required members.
- H. **Standing Committees:** The LWDB may establish and direct the activities of standing committees to provide information and assist the Board in carrying out its responsibilities. Such standing committees must be chaired by a member of the LWDB, may include other members of the LWDB, and must include other individuals appointed by the LWDB who are not LWDB members and who the LWDB determines have appropriate experience and expertise.

Standing committees may include each of the following:

1. A standing committee to provide information and assist with operational and other issues relating to the one-stop delivery system, which may include representatives of the one-stop partners.
2. A standing committee to provide information and to assist with planning, operational, and other issues relating to the provision of services to youth, which must include community-based organizations with a demonstrated record of success in serving eligible youth.
3. A standing committee to provide information and to assist with operational and other issues relating to the provision of services to individuals with disabilities. This includes issues relating to compliance with WIOA section 188, if applicable, and applicable provisions of the Americans with Disabilities Act of 1990 (42 U.S.C. 12101) programmatic and physical access to the services, programs, and activities of the one-stop delivery system, as well as appropriate training for staff on providing supports for or accommodations to, and finding employment opportunities for, individuals with disabilities.
4. The LWDB may designate other standing committees in addition to those specified in items 1-3 of this section.
5. LWDBs may designate an entity in existence as of the date of the enactment of WIOA, such as an effective youth council, to serve as a standing committee as