

COUNTY OF SAN BENITO
WORKFORCE DEVELOPMENT BOARD
BYLAWS

Article I. AUTHORIZATION, PURPOSE & FUNCTIONS

Section 1.01 Name/Location

- (a) The name of the organization shall be the Workforce Development Board of San Benito County, hereinafter referred to as “WDB”.
- (b) The principal office of the WDB shall be located at 1161 San Felipe Road and 1111 San Felipe Road, Suite 107 (or as deemed necessary, Hollister, California, or such other place as the directors may designate from time to time.)

Section 1.02 Authorization

- (a) The WDB is established under Section 107(c)(4)(b)(i) of the Workforce Innovation & Opportunity Act of July 22, 2014, hereinafter called the “WIOA.”
- (b) The San Benito County Board of Supervisors, by Resolution No. 2015-66, adopted on September 8, 2015 designated the San Benito County Workforce Development Board as its agent to fulfill the mandates of the WIOA.

Section 1.03 Purpose: The purpose of the WDB is to set policy for the San Benito County workforce Development system in coordination with statewide workforce investment efforts. The local WDB shall promote effective outcomes consistent with statewide goals, objectives, and negotiated local performance.

Section 1.04 Functions: Pursuant to Section 107 of the WIOA, the following are mandated responsibilities of the WDB:

- (a) In partnership with the Board of Supervisors, development of a local plan for the Workforce Development Area;
- (b) Identification of eligible providers of youth activities and the awarding of grants or contracts on a competitive basis, based on recommendations of the Youth Committee;
- (c) Identification of eligible providers of training services;
- (d) In the event that the local America’s Job Center of California operator does not provide intensive services in the local area, identification of eligible providers of intensive services in the local area by awarding contracts;
- (e) Development of a budget for itself for the purpose of carrying out the duties of the WDB under the WIOA, subject to the approval of the Board of Supervisors;
- (f) In partnership with the Board of Supervisors, overseeing the America’s Job Center of California delivery system, employment and training activities and youth activities in the local Workforce Development Area;
- (g) In partnership with the Board of Supervisors, negotiation of local performance measures with the Governor;
- (h) Provision of assistance to the Governor in developing a statewide employment statistics system;
- (i) Coordination of workforce development activities conducted under the WIOA with local economic development strategies and develop employer linkages with such activities;
- (j) Promotion of the participation of private sector employers in the state workforce investment

- system; and
- (k) Compliance with all other applicable laws and regulations when directed by the California Workforce Development Board or its administrative agencies.

Article II. MEMBERSHIP

Section 2.01 Membership: Subsequent to the initial appointments, the number of members may be determined by this organization itself. In this instance, the provisions of federal and state laws regarding membership must be met, but in no event shall the WDB have less than 19.

Section 2.02 Appointment: Members of the WDB are appointed by the Board of Supervisors from nominations by appropriate sources. All members of the WDB shall also be directors of the WDB.

Section 2.03 Nominations

- (a) Nominations to the private sector seats on the WDB shall be made by the business, professional and/or trade organizations in the San Benito County area. The number of nominations made shall be at least 150 percent of the number of appointments to be made.
- (b) Required America's Job Center of California partner members are nominated by their organization. In instances where there is more than one agency that could fulfill the role of a particular mandated America's Job Center of California partner, the decision for which agency will be seated on the WDB will be made by the San Benito County Board of Supervisors, with a recommendation from the WDB's Executive Committee.
- (c) Other members are selected at the discretion of the San Benito County Board of Supervisors.
- (d) While the WDB may establish a committee to review nominations, the appointing authority rests with the San Benito County Board of Supervisors and is not a shared function of the WDB.

Section 2.04 Membership Categories

- (a) Minimum membership under WIOA §107 can be met with 19 members:
 - Majority of business – minimum 2 members must represent small business
 - (10) Business Representatives (51%), minimum 2 members must represent small business (as more specifically defined in WIOA §107(b))
 - (4) Representatives of the Workforce (20%) (as more specifically defined in WIOA §107(b))
 - (1) Adult Education/Literacy Representative (as more specifically defined in WIOA §107(b))
 - (1) Vocational Rehabilitation Representative (as more specifically defined in WIOA §107(b))
 - (1) Higher Education Representative (as more specifically defined in WIOA §107)
 - (1) Wagner - Peyser Representative (as more specifically defined in WIOA §107(b))
 - (1) Economic Development Representative (as more specifically defined in WIOA §107(b))
- (b) Criteria for Membership
 - 1) Representatives of business in the local area shall be appointed from among individuals nominated by local business organizations and business trade associations that reflect employment opportunities of the local area, and shall be owners of businesses, chief executives or operating officers of businesses or other business executives, including human resources executives, or employers with optimum policymaking or hiring authority.
 - 2) Representatives of local educational entities, including representatives of local educational agencies, local school boards, entities providing adult education and literacy activities, and postsecondary educational institutions (including community colleges), shall be selected from individuals nominated by regional or local educational agencies,

- institutions, or organizations representing local educational entities.
- 3) Representatives of labor organizations nominated by local labor federations, including a representative of an apprenticeship program, shall comprise at least 15 percent of WDB members, unless the local labor federation fails to nominate enough members. If this occurs, then at least 10 percent of the WDB members shall be representatives of labor organizations.
 - 4) Representatives of local community-based organizations, including organizations representing individuals with disabilities and veterans, and organizations that serve populations with barriers to employment, such as the economically disadvantaged, youth, farm workers, homeless, and immigrants.
 - i. Representatives from community based organizations that are required America's Job Center of California partners will also be counted as community based organization members.
 - 5) Representatives of economic development agencies, including private sector economic development entities.
 - i. Economic development agency America's Job Center of California partners may each nominate a representative to the WDB and that representative will also be considered to be an economic development category member.
 - 6) Required America's Job Center of California partner members nominated by their organization.
 - 7) Membership of the local WDB may include other individuals or representatives of entities as the San Benito County Board of Supervisors may determine to be appropriate.
 - 8) WDB members may be appointed to represent multiple constituencies on the WDB.

Section 2.05 Authority of Board Members: Members of the local WDB that represent organizations, agencies, or other entities shall be individuals with optimum policy making authority within those organizations, agencies, or entities.

Section 2.06 Term of Appointment: Members shall be appointed to the WDB for terms of three years, with the provision that initial members will be appointed for one, two, and three year terms, in order to provide for the staggered terms required by law. It shall be the decision of the Board of Supervisors concerning which initial member shall be appointed for one, two, or three years, with the provision that the staggered appointments will be divided relatively equally between private sector and public sector members.

Article III. REMOVAL AND RESIGNATION OF MEMBERS

Section 3.01 Removal of Members: The Chairperson may recommend to the WDB the removal of a member for cause or absenteeism. Removal shall require the affirmative vote of two-thirds of the full WDB. The decision of the WDB is final and may not be appealed. The following shall be grounds for removal:

- (a) Removal for Cause: Cause shall be defined as determination by the WDB that the member is unable to effectively represent the categorical seat to which he/she is appointed due to change of employment or status that substantially alters the member's qualifications which were present and considered in making the initial appointment.
- (b) Removal for Absenteeism: Members may be removed from membership on the WDB if the member is absent for more than one-half of the regularly scheduled meetings of the full WDB during a twelve-month program year, or failure to attend three consecutive meetings for executive committee members without prior notification of inability to attend.

Section 3.02 Procedure for Removal

- (a) The Executive Committee shall meet to consider the removal of a member from the WDB.
- (b) The Chair will contact member after 2nd unexcused absence.
- (c) The member in question shall be given written notice by the WDB chair, not less than five days prior to the meeting at which the Executive Committee will vote on his/her removal.
- (d) The member in question shall be given reasonable opportunity to speak before the Executive Committee; however failure to appear before the Executive Committee shall not be an impediment to the removal action.
- (e) The Executive Committee may recommend removal by a majority vote. The Executive Committee Chair shall forward their recommendation to the full WDB for final action.
- (f) The Chairperson shall inform the member in writing of the committee's decision within five (5) calendar days of the meeting.

Section 3.03 Resignation of Membership: Resignation of WDB members should be effected by a written letter of resignation addressed to the Chairperson of the WDB and submitted to CSWD thirty days prior to the effective date of resignation. The Chairperson shall forward the notice to the Board of Supervisors within five days of receipt from the resigning member.

Section 3.04 Vacancies: Vacancies created by the removal or resignation of members shall be filled for the remainder of the member's term using the provisions described in ARTICLE II.

Article IV. DUTIES OF MEMBERS

Section 4.01 Attendance: Members shall attend meetings of the WDB and of committees to which they are appointed. For each member's term of service to the WDB, he/she shall designate a proxy to attend meetings in the unexpected or unavoidable absence of the seated member. The proxy will participate as a voting member and shall formally represent the same sector or seat occupied by the seated member. Proxy designations will be reviewed by the Executive Committee. If a new proxy needs to be designated during the member's term, the member shall make the request in writing to the Chair. The Executive Committee shall routinely review member attendance at WDB and committee meetings.

Section 4.02 Notification of Absence: Members shall notify the Chairperson of the WDB or staff of any expected absence for a meeting by 5:00 PM of the day before the meeting, indicating good and sufficient reasons for the absence. Such notification may be direct or through staff of the WDB.

Section 4.03 Service on Committees Each member of the WDB shall serve on committees as necessary.

Article V. MEETINGS AND ACTIONS

Section 5.01 Schedule of Regular Meetings

- (a) The WDB shall hold regular quarterly meetings at 3:00 P.M. on the second Tuesday of the first month of each quarter.
- (b) Alternate dates for regular meetings may be set either by the Chair of the WDB, if ten (10) working days' notice is provided to all members, or by a majority vote at a duly constituted meeting.
- (c) Regular meetings may be canceled either by the Chair of the WDB or by a majority vote at a duly constituted meeting.
- (d) Subcommittees will meet as often as required to fulfill their responsibilities, at least one time

per year.

Section 5.02 Public Meetings: All meetings of the WDB and Committee shall be open to the public, and noticed in conformance with the Ralph M. Brown Act (Gov. Code §54950, et seq.).

Section 5.03 Meeting Minutes: The Secretary or staff shall record in the minutes the time and place of the meeting, members who are present, official acts of the WDB, and the number of votes of members, ayes, noes, and abstentions. When requested by a member, his or her dissent or approval, and reasons, shall be recorded. When a member abstains due to a conflict of interest, his or her abstention and the reasons shall be recorded in the minutes. The minutes shall be presented for approval at the succeeding regular meeting.

Section 5.04 Notice of Meetings: Notice of full WDB meetings will be publicly noticed at least 72 hours in advance of the meetings, and shall be further provided as specified in Section 5.07 below, in compliance with the Brown Act. Emergency meetings shall be noticed in compliance with the Brown Act.

Section 5.05 Agendas: The agenda for the WDB and Youth Committee regular meetings, special meetings, and meetings of standing committees shall specify the time and place of the meeting and shall contain a brief description of each item of business to be transacted at the meeting, including items to be discussed in closed session. Copies of the agenda and board packet shall be sent electronically to members of the WDB or Youth Committee (or to standing committee members in the case of a committee meeting); and shall be posted and distributed in compliance with the Brown Act. Agenda packets will be mailed to board members who may not have access to the internet or members of the public who request a copy of the agenda packet.

Section 5.06 Public Testimony: Every agenda for a regular meeting shall provide an opportunity for members of the public to directly address the WDB regarding any matter within the WDB's jurisdiction that is not on the agenda, as well as an opportunity to address the WDB regarding any item on the agenda during the WDB's discussion of each agenda item, pursuant to Brown Act requirements.

Section 5.07 Special Meetings: A special meeting of the WDB may be called by the Chairperson, or the Board of Supervisors, or by a majority vote of the Executive Committee, or upon written request of a majority of the WDB members. Notice of special meetings shall be delivered to members personally, by mail or electronically in compliance with the Brown Act. The Notice shall state the time, place, and the business to be considered. Special meetings shall be called and conducted in accordance with the Brown Act.

Section 5.08 Quorum: For purposes of conducting a meeting of the full WDB or the Executive Committee, a quorum of the WDB or Executive Committee shall be any number over fifty (50) percent of the total number of members who have been duly appointed to the WDB or Executive Committee, provided that at least half of the private sector members are present. At meetings of other committees, a quorum shall consist of a simple majority of the membership of the committee. The use of technology such as phone and web-based meetings may be used to ensure members actively participate in meetings, consistent with the requirements of the Ralph M. Brown Act (the Brown Act), California Government Code section 54950—54963.

Section 5.09 Voting: Each member of the WDB or Youth Committee shall have one (1) vote. Every decision or act made by a majority of the WDB or Youth Committee members present at any meeting where a quorum is present shall be regarded as the official action of the WDB or Youth Committee. Members choosing to abstain from voting on specific actions will not affect majority requirements and their abstention will be counted as support of the majority vote.

Section 5.10 Procedure: All members may make motions and vote except as restricted by ARTICLE

VI of these Bylaws. All questions shall be decided by a majority vote of those members present. Members shall not be allowed to vote by proxy or secret ballot.

Section 5.11 Official Records: All official records of the WDB shall be kept and maintained at the principal office designated in these Bylaws. Records to be kept include but are not limited to budgets, contracts, grant proposals, request for proposals, agenda notices, meeting minutes for the WDB and all standing committees and/or ad hoc committees having and exercising any of the authority of the WDB, and WDB correspondence. All official records of the WDB are subject to the California Public Records Act (Gov. Code §6250 et seq.) and are open to inspection by the general public at all times during normal business hours.

Article VI. CONFLICT OF INTEREST

Section 6.01 Voting

- (a) All members of the WDB and its committees shall comply with the California Political Reform Act (Gov. Code §81000 et seq.) and the San Benito County Conflict of Interest Code in conducting the WDB's official business. In addition to complying with all requirements of the Political Reform Act and County's Conflict of Interest Code, no member of the WDB, or any of the WDB's committees, shall vote on a matter under consideration by the local WDB regarding the provisions of services by such member (or by an entity that such member represents); or that would provide a direct financial benefit to such member or his/her immediate family member.
- (b) In addition to complying with all requirements of the Political Reform Act and County's Conflict of Interest Code, no member shall participate in the discussion concerning any portion of a plan, a contract, a subcontract, or any other matter, which may provide financial benefit to the member or immediate family of the member or to an organization represented by the member or immediate family of the member including participation as a director.
- (c) Membership on an advisory board is not deemed to be representation for purposes of this restriction.

Section 6.02 Disclosure: In order to avoid a conflict of interest or the appearance of such conflict, each member shall disclose his or her financial interests, in compliance with the County's Conflict of Interest Code (Form 700) and any conflict of interest code adopted by the WDB. To prevent fines being imposed, Form 700 **MUST** be completed within 30-days of appointment to the board and a "Leaving Office" must be completed within 30-days of vacating WDB membership either by resignation or term expiration. If not completed WDB member may incur fines \$10 per day, up to \$100 for none compliance and up to \$5000.

Section 6.03 Record of Abstention: Minutes of meetings shall record the abstentions of members who are prohibited from voting due to a conflict of interest.

Article VII. OFFICERS

Section 7.01 Officers & Duties: Officers of the WDB shall consist of:

- (a) Chairperson – The WDB Chairperson shall be a private business representative and shall be the presiding officer of the WDB and of the Executive Committee. The WDB chairperson shall be a voting member of the WDB and the Executive Committee, and shall serve as an ex-officio, non-voting member of all standing committees. The WDB Chairperson's duties shall include:
 - 1) Presiding at WDB meetings, deciding points of order, announcing all business, entertaining motions, putting motions to vote, and announcing vote results;

- 2) Appointing all committee chairpersons and committee members;
 - 3) Recommending to the Executive Committee removal of committee chairpersons and members.
- (b) Vice Chairperson - The WDB Vice-Chairperson shall perform the duties of the Chairperson in his/her absence and shall serve as the Chairperson of the Programs/Planning Committee.
- (c) Treasurer – The WDB Treasurer shall serve as the Chairperson of the Audit/Evaluation Committee.
- (d) Secretary – The WDB Secretary shall keep minutes of meetings in the absence of staff

Section 7.02 Terms of Office: Officers’ terms shall be for one year beginning on the July meeting of the full WDB. In the event an officer of the WDB resigns or is removed from the WDB or from office, the position that officer held shall be declared vacant and the unexpired term shall be filled by the WDB following the election procedure set forth in Article VII Section C.

Section 7.03 Election of Officers: Each year a Nominating Committee will be appointed by the WDB Chairperson at the April meeting to propose a slate. Once the Nominating Committee has proposed a slate of officers, other nominations may be made from the floor during the WDB meeting at which the slate is presented. The election will take place at the last regular meeting before the July meeting.

Article VIII. COMMITTEES

Section 8.01 General Committee Provisions: The WDB shall have four standing committees as designated in Section B of this Article. All standing committee meetings shall be subject to the provisions of the Brown Act.

Section 8.02 Standing Committees:

- (a) **Executive Committee:** The membership of the committee shall be seven. The Executive Committee of the WDB shall be appointed by the Chairperson of the WDB and shall consist of the WDB Chairperson, who shall also preside over the Executive Committee, three business members, and three non-business members. The Executive Committee shall be empowered to act for the WDB in all matters, except setting policy and removal of members. This shall include acting upon committee recommendations. The Executive Committee may also contribute to the following:
- 1) Preparation of draft and final plans, including budgets;
 - 2) Preparation and issuance of requests for proposals;
 - 3) Evaluation of proposals;
 - 4) Incorporation of selected proposals into a service plan;
 - 5) Recommendation on award of contracts to service providers;
 - 6) Identification of eligible intensive service and training providers;
 - 7) Recommendation on local policy.
- (b) **Business Services Committee:** A Business Services Committee shall be established and composed of WDB members as directed by the WDB Chair. Responsibilities of the Business Services Committee shall include:
- 1) Develop and make recommendations for the Business Service Plan to the Board of Supervisors in an effort to increase employer engagement in the activities of the WDB;
 - 2) Submit the Business Services Plan along with the local workforce development and regional Strategic Plan to the State of California Workforce Development Board (CWDB);

- 3) Conduct Labor Market Intelligence (LMI) Analysis;
 - 4) Provide oversight of Rapid Response Program services;
 - 5) Champion the Certified Work Ready Communities (CWRC) Initiative – WorkKeys; and
 - 6) Report back to the full WDB on issues as directed by the full WDB on a bi-annual basis.
- (c) **Audit/Evaluation Committee:** The number of committee members shall be not less than four and not more than seven. The WDB Treasurer shall chair the Audit/Evaluation Committee. The remaining membership shall be balanced between private sector and non-private sector members at the discretion of the WDB Chairperson with the advice of the Treasurer. The duties of the Audit/Evaluation Committee include:
- 1) Establishing standards for financial controls and reporting for funds expended within the jurisdiction of the WDB.
 - 2) Reviewing and negotiating local performance measures and evaluating contractors' performance.
 - 3) Annually reviewing reports and/or monitoring(s) and advising the WDB regarding actions to be taken.
- (d) **AdHoc/Other Committees:** From time to time the WDB may establish special program committees to accomplish specific projects. The need for such committees and their composition and structure will be determined by the full WDB or the Executive Committee.

Article IX. Youth Committee:

Section 9.01 Youth Committee

- (a) A Youth Committee shall be designated as a standing committee of the SBCWDB in accordance with the WIOA and be comprised of members in compliance with WIOA and the local workforce development area needs;
- (b) Responsibilities of the Youth Committee shall include, but not limited to the following:
 1. Develop the portions of the local plan relating to eligible youth activities;
 2. Recommend eligible providers of youth activities to be awarded grants or contracts on a competitive basis by the SBCWDB to carry out the youth activities under WIOA Section 129(c);
 3. Conduct monitoring and evaluation of youth services, activities and grants or contracts funded by the WIOA and other grant funding procured by SBCWDB;
 4. Inform, assist and make recommendations to the Executive Committee and the full SBCWDB in developing and overseeing a comprehensive youth program and eligible providers for those programs;
 5. Foster integration and collaboration of youth activities in the local workforce development area;
 6. Report back to the full SBCWDB on issues as directed by the full SBCWDB
- (c) The Youth Committee shall elect its chair from the SBCWDB members pursuant to Workforce Services Directive WSD15-03.
- (d) Members of the Youth Committee shall be appointed by the WDB and shall include:

