

WORKFORCE DEVELOPMENT BOARD 16

**BELMONT, CARROLL, HARRISON, AND JEFFERSON COUNTIES**

# **Bylaws**

## ARTICLE I

### Name and Creation

1. The name of this Board will be the Belmont, Carroll, Harrison and Jefferson Counties / Area 16 Workforce Development Board, hereinafter referred to as the “Board”.
2. The Board was created by the appointments from the County Commissioners of Belmont, Carroll, Harrison and Jefferson Counties, under the authority granted to them by the State of Ohio through the Workforce Innovation Opportunity Act.

## ARTICLE II

### Purpose and Authority

Section 1 Purpose of Bylaws

The purpose of these Bylaws is to set forth guidelines for the establishment and operation of the Board as required by the Workforce Innovation Opportunity Act. Further, these Bylaws will also set forth guidelines for the establishment of the County Committees, Sub-Committees, and AD HOC Committees of the Board.

Section 2 Purpose of the Board

The purpose of the Board will be to establish a workforce development system that responds to the needs of its local customers; to increase the employment, retention, earnings, and occupational skill attainment of customers, and the productivity and competitiveness of the local economy; to have a highly skilled and well-educated workforce that enhances the region’s competitive advantage in economic development.

Section 3 Authority

It will be the responsibility of the Board to provide policy guidance for, and exercise oversight with the respect to activities under the Workforce Development Plan for its Workforce Area, in partnership with Belmont, Carroll, Harrison and Jefferson County’s Board of Commissioners.

## ARTICLE III

### Board Membership

Section 1 Membership

The Board will consist of membership as outlined in the Workforce Innovation Opportunity Act of 2014, Federal Regulations, and the Ohio Revised Code. Each county will have a minimum of 5 members on the Board. The Board will consist of no less than 51% business members.

Section 2 Terms of Office

All Board members are appointed by and serve at the pleasure of the Belmont, Carroll, Harrison, and Jefferson County’s Board of Commissioners. Each term will be for a 2-year period, beginning on July 1. Appointed Board Members may send a Substitute Representative from their place of business, or affiliation, no more than two (2) meetings per calendar year. Officers, as defined in Article V, Section 1, may not send a Substitute Representative. Substitute Representatives attendance will count toward the Board Members required attendance as defined in Article III, Section 4. Board Members must inform WDB16 in advance of any meeting, who they will be sending as a Substitute Representative.

Section 3 Attendance

A roll call vote will be taken at each meeting of the Board.

Section 4 Board of Resignation or Removal

Any members may resign at any time by giving written notice to the Chairperson of the Board and the president of the Board of County Commissioners that created his/her appointment. Resignation is effective upon receipt of the letter. In addition, any member may be removed, either with or without cause, by a decision of the county’s Board of Commissioners, with the recommendation of the majority of the Board. In the event that any member appointed to the Board has been absent for more than 51% of the regularly scheduled Board meetings in any calendar year, the Chairperson may forward a recommendation for removal to the county’s Board of Commissioners.

In the event of the resignation or death of a member, or removal of any member by the County Commissioners, the Board of County Commissioners may appoint a new member to fill the vacancy. The new member will complete the vacated member’s term and must be reappointed at the end of the term.

Section 5 Compensation

Members serve without compensation. However, members may be reimbursed for reasonable expenses during the course of Workforce Development Board activities. Compensation will be reimbursed by each individual county according to local county policy.

Section 6 Powers and Responsibility

The Board has the power to:

1. Administer and manage the affairs of the Board.
2. Perform all other activities authorized by the Workforce Innovation Opportunity Act of 2014, and the Federal Regulations.
3. The Board shall review and recommend for approval to the Council of Government all grant applications prior to submission. In the event that the full Board cannot meet prior to the application deadline for any particular grant application, such review and recommendation shall be performed by the Executive Council.
4. The Board shall review and recommend for approval to the Council of Government all contracts within the Area.

## ARTICLE IV

### Meetings

#### Section 1 Regular Meetings

The Board will hold no fewer than four (4) regular meetings per program year (July 1 through June 30).

Section 2 Special Meetings

Special meetings of the Board may be called at any time by the Chairperson of the Board, the Council of Government (COG), or by the Workforce Development Agencies in agreement with the Chairperson of the Board.

Section 3 Notice of Meetings

Notice of the time, place, and purpose of any regular meeting of the Board will be served upon each member of the Board, either personally, by telephone, by postal mail, or by email, not less than seven (7) calendar days before such meeting. Notice of a special meeting is served as provided in this paragraph, but no less than four (4) calendar days before such meetings. All members are required to respond to meeting notices, regarding their attendance, by the means specified in the notice.

Section 4 Quorum

At each meeting of the Board, a minimum of seven (7) members, with at least two (2) counties present, constitutes a quorum for the transaction of business.

Section 5 Vote

Each member of the Board is entitles to one vote, and any act of the majority of the Quorum present and voting at a Board meeting constitutes an act of the Board.

Section 6 Public Nature of Meetings

All meetings of the Board, its committees and sub-committees, at which Board businesses is conducted are in public, an adequate notice to the public will be given of such meetings. The Chairperson has the discretion to determine if and which non-board members present may participate in public meetings of the Board. All records and data utilized by the members in the conduct of business of the Board will, upon request, by made available to the public at no cost.

**ARTICLE V**

**Officers**

Section 1 Officers

The officers of the Board are: Chairperson and Vice Chairperson of the Board, Secretary, Treasurer and Past President. Officers are selected from the Board voting members and must be business representatives. Officers are elected by the Board membership and serve one (1) year terms. No Board member shall serve in any one office for more than two (2) consecutive years.

Section 2 Resignation and Removal

The Board officers may resign from office at any time by giving written notice of such resignation to the Board and to the resident Board of County Commissioners. Officers may be removed from office, either with or without cause by a simple majority of the voting members of the Board. The officers may resign from their respective office and still remain on the Board.

Section 3 Chairperson of the Board

The Chairperson of the Board presides at meetings of the Board. He or she appoints the members to all committees, except as provided in these Bylaws. The Chairperson shall serve as a member of all committees. The Chairperson may delegate duties as the Chairperson deems appropriate.

Section 4 Vice Chairperson of the Board

In the absence of the Chairperson, or in the event of his/her inability to act, or if that office is temporarily vacant, the Vice Chairperson exercises all of the powers and performs all of the duties of the Chairperson. The Vice Chairperson has such additional powers and performs such duties as may be assigned by the Board.

Section 5 Executive Council

An Executive Council shall be formed to review grant applications and provide approval between regularly scheduled meetings. The Executive Council shall also have authority to review and approve business that cannot be held until the next regularly scheduled Board meeting. Every effort shall be made to conduct business before the full Board, but in the event of opportunities that arise, specifically related to funding that cannot be held, the Executive Council shall meet to review and provide tentative approval. Any Executive Council action shall be reviewed with a Board vote at the next regularly scheduled Board meeting.

The Executive Council shall be composed of the WDB Chair, Vice Chair, past WDB Chair, and 4 other members appointed by the WDB Chair. Members shall serve a two (2) year term on the Executive Council. Total Executive Council composition shall be 51% business. Four (4) members, with at least two (2) counties present, constitute a quorum for the transaction of business.

Section 6 Absence of Chairperson and Vice Chairperson at a Meeting

In the absence of the Chairperson and Vice Chairperson at a meeting, the members making up a quorum may appoint an individual to Chair the meeting. The appointment is only for chairing that scheduled meeting.

**ARTICLE VI**

**Committees**

Section 1 Standing Committees

Standing Committees are established on a permanent basis. All reports and actions taken by Standing Committees must be approved by the Board. The following committees have been established:

* Area 16 Youth Council
* Executive Council

Section 2 AD HOC Committees

The Chairperson of the Board may appoint or authorize the appointment of other committees as may be deemed necessary or appropriate to carry out the purposed of the Board. The Board must approve all reports and actions taken by AD HOC Committees prior to implementation.

Section 3 Committee Chairperson

The Chairperson of the Board will appoint and remove members of the Standing or AD HOC Committees as deemed appropriate.

Section 4 Appointment of Committee Chairpersons

The Chairperson of Standing Committees and AD HOC Committees are appointed by the Chairperson.

Section 5 Meetings

The Committee Chairpersons will determine regular meeting schedules for their committees in consultation with the Board Chairperson. All action items must be provided four (4) days in advance of the Board meeting in which they are to be addressed, unless otherwise approved by the Board Chairperson.

**ARTICLE VII**

**Conflict of Interest**

Section 1 Conflict of Interest

A nongovernmental member of the Board must neither cast a vote on, not participate in, any decision-making capacity on the provision of services by such member (or any organization which the member represents), nor on any matter which would provide any direct financial benefit to that member, a member of his/her immediate family, or the organization he or she may represent. When a member abstains from voting due to a conflict of interest, the minutes will reflect the abstention and the reason for the abstention for being due to a conflict of interest or potential conflict of interest. Both governmental and nongovernmental members of the Board must adhere to the Ohio Ethics Law, O.R.C.102, et.al.

Section 2 Abstaining from a Vote

Whenever a matter to be voted upon by a Board member or committee member would involve him/her in a conflict of interest, he or she will declare the conflict of interest to the Board Chairperson or committee chairperson prior to the next meeting or to the entire Board or committee during the meeting. Following such announcement, the Board or committee member will abstain from both decision-making and voting on such matter.

Section 3 Raising Question of Conflicts of Interest

Whenever a Board member or committee member has cause to believe that a matter to be voted upon would involve any other Board member or committee member in a conflict of interest, he or she may raise such question with the Board Chairperson or committee chairperson prior to the next meeting, or with the entire Board or committee during the meeting. The question so raised will be decided by a majority vote of the Board or committee members present, excluding any Board or committee member present who has been disqualified from discussion or voting on the issue because of his/her own conflict of interest. If a conflict of interest is found to exist, the Board member or committee member will abstain from both decision-making and voting on such matter.

**ARTICLE VIII**

**Representation**

Section 1 Legal Representation

The County Risk Sharing Authority is the legal counsel for the Board and Board members as provided by agreement #CO-0500.

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