

**Southern 14 Workforce
Investment Board, Inc.**

Bylaws

So. 14 Board Approved October 11, 2011

BYLAWS

ARTICLE I

NAME, SERVICE AREA, OFFICE LOCATION

Section 1

The name of this body shall be the Southern 14 Workforce Investment Board, Inc., hereinafter referred to as the 'WIB #26'. The WIB #26 is established by the Workforce Investment Act of 1998; Public Law 105-220.

Section 2

The WIB #26 shall serve the residents of Alexander, Edwards, Gallatin, Hamilton, Hardin, Johnson, Massac, Pope, Pulaski, Saline, Union, Wabash, Wayne and White Counties, also known as Workforce Investment Area #26.

Section 3

The official office location and mailing address shall be 216 Industrial Avenue, Suite C, P.O. Box 186, Carmi, IL 62821.

ARTICLE II PURPOSE

Workforce Investment Board #26 shall strive to advance, through a partnership of the public and business sectors, the training and employment of individuals located in Workforce Investment Area #26. WIB #26 will provide policy guidance for, and exercise oversight with respect to, the Workforce Investment Act of 1998, hereinafter referred to as 'WIA'. Special emphasis shall be placed on service to economically disadvantaged adults and youth, dislocated workers, welfare recipients and other individuals as identified in WIB #26's Local Plan.

ARTICLE III MEMBERSHIP

Section 1

- a. Nominations to the business sector seats on WIB #26 shall be made by business, professional, and trade organizations in the Workforce Investment Area #26. There shall be at least one nomination for each vacancy.
- b. Nominations to the public sector categories of membership shall be made by organizations representing those categories.
- c. The workNet Centers partner seats on WIB #26 shall be filled by the highest-ranking representatives of the local partner agency or his/her designee.

ARTICLE III MEMBERSHIP (continued)

Section 2

WIB #26 shall be appointed by the Chief Elected Officials for Workforce Investment Area #26 in accordance with the following categories:

- a. The business sector, who shall constitute a majority of the membership of the Board and who shall be owners of businesses, Chief Executives or Chief Operating Officers of non-governmental employers, employee of business which create jobs in Workforce Investment Area #26 or other private sector executives who have optimal management or policy responsibility.
- b. Representatives of education, labor, economic development and organizations identified as workNet Centers partners in the Workforce Investment Act and the state criteria developed by the IL Workforce Investment Board.
- c. WorkNet Centers members may represent more than one partner.

Section 3

- a. Members of WIB #26 shall be appointed by the Chief Elected Officials of Workforce Investment Area #26 subject to the provisions of the Workforce Investment Act and pursuant to the policies established by the Governor for the State of Illinois.
- b. If a member resigns prior to the expiration date of his/her term in office, nominations for filling the vacancy shall be made in the same manner as was made for the resigning member to the Chief Elected Officials of Workforce Investment Area #26. Upon appointment, the member shall serve the unexpired term of the member whose vacancy he/she is filling.
- c. The Chief Elected Officials for Workforce Investment Area #26 shall retain the power to appoint members on its own recommendation subject to provisions of WIA and the state criteria developed by the IL Workforce Investment Board.
- d. Members shall be appointed for a three-year term. At the formation of the Board, one-third of the members shall be appointed to a two-year term, one-third to a three-year term, and one-third to a four-year term. Terms of office shall be determined by a drawing. Members may be reappointed to successive three-year terms.

Section 4

- a. Three (3) consecutive absences from regularly scheduled meetings of WIB #26 shall constitute a de facto resignation of the WIB #26 member. *
- b. Should a WIB #26 member cease to represent the category to which they were appointed to fill on WIB #26 through change in status or be unable to perform their duties they shall be removed upon recommendation of the Executive Committee to the Chief Elected Officials.
- c. Members must reside or work within the county of appointment or be responsible for workNet Centers partner programs within that county.

* See Amendments

**ARTICLE IV
BOARD OFFICERS**

WIB #26's (Ad Hoc Nominating Committee) shall present a slate of Officers to the Workforce Investment Board. The Officers shall consist of Chairperson, Vice-Chairperson, and Secretary/Treasurer.

Section 1

WIB #26 shall have a Chairperson who shall be selected from among the representatives of business. The Chair and slate of Officers shall be elected as follows:

- a. The slate of Officers shall be recommended to WIB #26 and selected based upon a majority vote of the members present at the annual meeting at which the slate is presented.
- b. The annual meeting at which the slate of Officers shall be elected shall take place at the last meeting of the calendar year and the Officers shall take office at the conclusion of the annual meeting.
- c. The Chair shall preside at all meetings of WIB #26 and shall in general, perform all duties incident to the office of Chairperson.

Section 2

- a. WIB #26 shall have one Vice-Chairperson
- b. The Vice-Chairperson shall be from the business sector, shall preside over meetings in the absence of the Chairperson, and shall, in general, perform all duties incident to the office of Chairperson in the absence of the Chair.

Section 3

The Secretary/Treasurer shall be elected from the WIB #26 membership and shall perform those functions common to that office under the direction of the Chairperson.

Section 4

The term of office for the Chairperson, Vice-Chairperson, Secretary/Treasurer, and Standing Committee Chairpersons of WIB #26 shall be for one (1) year. Officers may serve no more than two consecutive terms of office and shall have a minimum of one year intervening time before being reelected to the same office. If the Chairperson resigns, the Vice-Chairperson shall serve the unexpired term of office and a replacement for the Vice-Chairperson shall be elected from the business membership of the board. If a Vice-Chairperson or Secretary/Treasurer resigns his/her position on WIB #26, a replacement shall be elected in the same manner as the original election to office.

ARTICLE V COMMITTEES

Section 1

WIB #26 shall have an Executive Committee consisting of the Officers and the Standing Committee Chairs.

Section 2

There are hereby established the following Standing Committees of the WIB:

- A. Executive
- B. Program/Certification
- C. Marketing/Public Relations
- D. Adult/Dislocated Worker
- E. Youth Council
- F. Planning
- G. Personnel

The purpose and function of each of the Standing Committees is set forth in mission statements as an addendum* to these Bylaws.

Section 3

WIB #26 shall have Standing Committees and Ad Hoc Committees as necessary and as determined by the WIB #26 Chairperson.

- a. The WIB #26 Chairperson shall recommend committee chairs from among the WIB membership to the WIB for their approval.
- b. Each WIB member will actively serve on a committee. The Executive Committee will survey the membership as to their interest and appoint members to the committee.
- c. Non-WIB members may be asked to serve on a committee with voting rights on that committee. Non-WIB members will be approved by the Executive Committee.
- d. Each WIB committee will have a minimum of 51% WIB members except for the Youth Council.

Section 4

The members of the Youth Council shall be appointed by the approval of WIB #26. In addition any member of WIB #26 is eligible to serve on the Youth Council.

* See Amendment

**ARTICLE VI
MEETING PROCEDURES, VOTING RIGHTS**

Section 1

- a. Regular meetings of WIB #26 shall be held monthly at a place to be determined by the members, at such times and as often as they may deem necessary. *
- b. Committee meetings shall be noticed and conducted in the same manner and with the same formality as regular WIB #26 meetings.
- c. All WIB #26 Board and Committee meetings shall be subject to the Sunshine and Open Meetings Laws of the State of Illinois. *
- d. Members shall be afforded a minimum of five (5) calendar days notice prior to meetings. An agenda, minutes from previous meetings and supporting materials will be mailed to each member with the notice.
- e. Minutes shall be kept of all meetings and will be reviewed and approved at the next meeting. Minutes shall be available for review at the WIB #26 office to anyone requesting said minutes after the minutes are approved. Committee deliberations shall be maintained at the LWIB office.
- f. Special meetings of members may be called at any time by the Chairperson or by a petition signed by not less than twenty-five percent (25%) of the membership of WIB #26 setting forth the reason for calling such a meeting.
- g. The public shall be informed of meetings through notice which shall state the purpose of the meeting, the time and place. Special meeting notices shall state the purpose of the meeting and whether is has been called by the Chairperson or by petition.
- h. In order to vote on any matter coming before WIB #26 a quorum must be present. A quorum shall consist of forty percent (40%) of the membership, exempting only the Youth Council which shall have a quorum requirement of twenty (20) members.* In lieu of a quorum the Executive Committee can conduct the business of the board.
- i. Each member shall have (1) vote. Members must be present at meetings to case a vote and may not vote by proxy.

**ARTICLE VII
CODE OF CONDUCT**

- A. No Board member shall participate in the selection or in the award of a contract supported by grant funds if a conflict of interest, real or apparent, is involved.
- B. A Board member has the responsibility to report when a potential conflict of interest exists. He or she may declare the conflict or ask the Chair to rule on the application of the Code of Conduct.
- C. A conflict of interest exists when an organization submits a bid and a Board member or a family member, as defined below, is employed by that organization or has a financial interest in that organization. When such a conflict of interest exists, either real or apparent, the Board member shall not make a motion, second a motion, rate any proposal or vote on the selection of bidders. The Chair shall rule on the application of the Code of Conduct.

* See Amendment

ARTICLE VII CODE OF CONDUCT (continued)

- D. Family members are defined as: father, mother, brother, sister, son, daughter, spouse, aunt, uncle, niece, nephew, stepparent, stepchild, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law.
- E. No Board member shall accept gratuities, favors, or anything of monetary value from current or potential providers or vendors.
- F. Board members who violate the Code of Conduct can be removed from the Board in accordance with the Bylaws regarding removal from office.

ARTICLE VIII AMENDMENTS

These Bylaws may be amended or replaced by an affirmative vote of two-thirds of the quorum present, after notice, which shall specify or summarize the changes/proposes to be made. Such notice shall be made no less than five (5) days prior to the meeting at which such amendment of repeal is acted upon.

ARTICLE IX GENERAL PROVISIONS

Section 1

When parliamentary procedures are not covered by these Bylaws, Robert's Rules of Order, Revised, shall prevail.

Section 2

Meetings of the WIB and its committees shall be open to the public in accordance with the requirements of the Open Meetings Act and the Sunshine provisions of the Workforce Investment Act.

Section 3

Participation in meetings shall be limited to members of WIB #26, with the following:

- a. Agenda items that call for reports or participations by nonmembers.
- b. At the discretion of the Chairperson and with the consent of WIB members, comment or other participation by nonmembers which is relevant or material to the matter under consideration before the group.
- c. There shall be a 'Public Comments' item regularly scheduled at all meetings at which the Chairperson may recognize members of the public.

Section 4

Nothing in these Bylaws shall be construed to take precedence over federal, state or local laws or regulations or to constrain the rights or obligations or the units of the local elected officials or governments party to the consortium agreement.

* See Amendment

ARTICLE X
ENACTMENT PROVISION

These Bylaws shall become effective after approval by a two-thirds vote of the quorum present at a duly called meeting. Meeting notice shall be provided to the WIB #26 membership. Said notice shall be made no less than five (5) days prior to the meeting at which these Bylaws are enacted.

AMENDMENT
ARTICLE III SECTION 4 (a)

Absence from six (6) scheduled meetings of WIB #26 within a twelve (12) month period commencing February 1st of each year shall constitute a de facto resignation of the WIB #26 member.

Passed by 2/3 vote of the quorum present of the Southern 14 Workforce Investment Board on July 10, 2001.

AMENDMENT
ARTICLE III SECTION 4 (a)

Absence from two (2) scheduled meetings of the full board of WIB #26 within a twelve (12) month period commencing December 1st of each year shall constitute a de facto resignation of the WIB #26 member.

Passed by 2/3 vote of the quorum present of the Southern 14 Workforce Investment Board on October 11, 2011.

**AMENDMENT
ARTICLE V SECTION 2**

Board Committee Responsibilities

EXECUTIVE COMMITTEE

This committee is composed of the Board Chair, Board Officers and Board Committee Chairs. The Executive Committee reviews the agenda, backup and recommendations prior to submission to the full Board. The Executive Committee also considers items which do not fit under the authority of any other committee.

Responsibilities include:

1. Serve as liaison to elected officials
2. Link with other community Boards
3. Coordinate agendas of other committees
4. Develop a Committee/Board dispute resolution policy
5. Decision making capacity between WIB meetings
6. Review and revise bylaws periodically with Board approval

PROGRAM/CERTIFICATION COMMITTEE

Accountability and / or Performance IU

Reviews monitoring and audit reports of both the organization and its Service Providers. If the Board has provided for the evaluation of its programs, the evaluations would also be properly brought before this committee. The committee may consider the elements of what is monitored as well as evaluated along with the results. Appropriate to this committee would also be reports relating to the organization's success in meeting federal and state performance standards.

Finance

Oversees the development of the budget, tracks accountability for funds, and reviews major grants. The Finance Committee may perform the responsibilities described for Accountability and Performance above. If not covered by the Executive Committee, they may make recommendations on the division of funds between workNet Centers/core services, intensive services and training, including individual training accounts.

Program Development

Reviews requests for proposals specification elements, new grants, hear contractor performance reports and make recommendations regarding new services to be implemented.

WorkNet Centers

Makes recommendations regarding the number of workNet Centers, budget appropriations, coordinates the negotiation and approval of workNet Centers agreements, agrees to workNet Centers partners not mentioned in the legislation, reviews workNet Centers performance including customer satisfaction, and other issues related to workNet Centers implementation.

**AMENDMENT
ARTICLE V SECTION 2**

Board Committee Responsibilities (Continued)

MARKETING/PUBLIC RELATIONS

Marketing

Oversees development and implementation of a marketing plan. This may encompass public relations, employer relations, and outreach to the community.

Public Relations

Approves public relations and marketing strategies. May approve, review or recommend the purchase of public relations services to the full Board. May review publications, press releases, annual reports and send spokespersons to other community business organizations to represent the Board.

PERSONNEL

This committee may review personnel policies, including incentive and bonus plans, pay and classification studies for staff. This committee may provide interview panelists for new position hires.

ADULT / DISLOCATED WORKER

Adult/ Dislocated Worker Programs include dislocated worker and other adult programs. This committee may review training provider applications, requests for proposals, and contracts for special segments of the population. Reviews that part of the workforce development plan describing services to the above target groups.

YOUTH COUNCIL

"Blends" all youth workforce preparation programs and activities, especially Education to Careers consortiums in each workforce investment area. This council provides leadership for the development of services and programs which benefit all youth and contribute to a comprehensive workforce development system for Illinois. The committee will review those parts of the Local Plan which address youth services and make recommendations on the funds to be devoted to year round activities. The committee is responsible for coordinating youth services and recommending Service Providers to the Board. It provides oversight of youth programs.

PLANNING

This committee reviews the creation and development of employment statistics, labor market information and demand occupations for the local area. May set a wage rate applicable to occupations for which training will be offered, oversee job fairs and business services funded by the Board including fee for service, fund raising, retreats and planning.

**AMENDMENT
ARTICLE VI
MEETING PROCEDURES, VOTING RIGHTS**

Section 1

- a. Regular meetings of WIB #26 shall be held quarterly (March, June, September, December) at a place to be determined by the members.

Passed by 2/3 vote of the quorum present of the Southern 14 Workforce Investment Board on October 11, 2011.

AMENDMENT
ARTICLE VI SECTION 1 (c)

“All WIB #26 Board and Committee meetings shall comply with the Sunshine provisions of the Workforce Investment Act as described under Section 661.307 of the Final Rules and Regulations which read as follows:

Sec. 661.307 how does the Local Board meet its requirement to conduct business in an open manner under the “sunshine provision” of WIA Section 117(e)? The Local Board must conduct its business in an open manner as required by WIA section 117(e), by making available to the public on a regular basis through open meetings, information about the activities of the Local Board. This includes information about the Local Plan prior to submission of the plan, information about membership; the development of significant policies, interpretations, guidelines and definitions, and on request, minutes of formal meeting of the Local Board.

Passed by 2/3 vote of the quorum present of the Southern 14 Workforce Investment Board on February 11, 2003

AMENDMENT
ARTICLE VI SECTION 1 (h)

In order to vote on any matter coming before WIB #26 a quorum must be present. A quorum shall consist of forty percent (40%) of the membership. In lieu of a quorum the Executive Committee can conduct the business of the Board.

Passed by 2/3 vote of the quorum present of the Southern 14 Workforce Investment Board on July 13, 2004