WORKFORCE DEVELOPMENT BOARD
OF SAN LUIS OBISPO COUNTY

BYLAWS

These Bylaws are hereby created by the Workforce Development Board of San Luis Obispo County.

ARTICLE I
Background, Name and Definitions

1.1 **Statutory Authority**. The State of California, pursuant to the Workforce Innovation and Opportunity Act of 2014 ("the Act") has designated the county of San Luis Obispo and the cities within the county of San Luis Obispo as a local area for the system building and delivery of workforce development programs at the local level, and provides funding thereto. Federal and state rules and regulations, promulgated pursuant to the Act, provide for program activities and require that Chairperson of the San Luis Obispo County Board of Supervisors, as Chief Local Elected Official ("CLEO") for the WIOA, to appoint a local Workforce Development Board ("WDB").

1.2 **Name**. The name of the local workforce development board WDB created by the San Luis Obispo County Board of Supervisors is the Workforce Development Board of San Luis Obispo County ("WDB").

1.3 **Board**. The term "Board" or "Board of Directors," as used herein, refers to the local Workforce Development Board of San Luis Obispo County.

1.4 **Member**. The term "Member," as used herein, refers to voting members of the Board, duly appointed by the County of San Luis Obispo Board of Supervisors.

ARTICLE II
Purpose and Function

2.1 **Status**. The WDB is an unincorporated association created pursuant to the Act to act as an advisory body to the chief elected official of the Local Area.

2.2 **Mission**. The WDB is a demand driven organization appointed by the County Board of Supervisors to create and maintain an attractive workforce system with a growing employment market and an appropriately skilled workforce that results in healthy and prosperous economic development for our community.

2.3 **Purpose**. The WDB is and shall exercise the powers and responsibilities of the LWDB as defined by the Act.

a. **Local Plan**: local board, in partnership with the chief local elected official (County Board of Supervisors) shall develop and submit a local plan to the Governor that meets the requirements outlined in Section 108.

b. **Negotiation of Local Performance Accountability**: local board, the chief elected official, and the Governor shall negotiate and reach agreement on local performance accountability measures.

c. **Budget and Administration:**
   - Develop a budget for the activities of the local board
   - Serve as local grant recipient
   - Assist in administration of grant funds
   - Disburse grant fund for workforce investment activities

d. **Workforce Research and Regional Labor Market Analysis**: In order to assist in the development and implementation of the local plan, the local board shall:
   - Carry out analyses of the economic conditions in the region
   - Assist governor with developing statewide LMI system specifically in the collection, analysis and utilization of workforce and labor market information for the region
   - Conduct such other research data collection, and analysis related to the workforce needs of the regional economy that the board deems necessary.

e. **Convening, Brokering, And Leveraging:** local board shall convene local workforce development system stakeholders to assist in the development of the local plan and in carrying out its other functions.

f. **Employer Engagement:** local board shall lead efforts to engage with a diverse range of employers and with entities in the region:
   - Promote business representation on the board
   - Develop linkages with employers
   - Ensure activities meet needs of employers
   - Develop and implement proven and promising strategies to meet employment and skill needs.

g. **Program Oversight:**
   - Conduct oversight of local youth, employment and training and adult workforce investment activities
   - Ensure appropriate use and management of funds.

h. **Selection of Operators and Providers:**
   - Selection of One-Stop Operators
   - Selection of Youth Providers
   - Identification of eligible providers of training services
   - Identification of eligible providers of career services

i. **Career Pathways Development:** local board, with representatives of secondary and post secondary education programs, shall lead efforts in the local area to develop and implement career pathways.

j. **Proven and Promising Practices:**
   - Identify and promote proven and promising strategies for meeting needs of employers and job seekers.
   - Identify and disseminate information on proven and promising practices.

k. **Technology:** Enhance accessibility and effectiveness of services by:
   - Facilitating connections among the intake and case management information systems.
   - Facilitating access to services including in remote areas.
   - Identifying strategies for better meeting needs of persons with barriers to employment.
   - Leveraging resources for services for individuals with barriers to employment.

l. **Coordination with education providers:**
   - Coordinate activities with education and training providers.
   - Review the applications to provide adult educational and literacy activities for consistency with local plans.
   - Replicate cooperative agreements to enhance provision of services to individuals with disabilities and others.

m. **Accessibility for individuals with Disabilities:** The local board shall annually assess the physical and programmatic accessibility in accordance with the provision of the American with Disabilities Act of 1990 of all one-stop centers in the local area.

n. To perform other duties as assigned by the Workforce Development Act, successor legislation or amendments thereto, by the Federal Congress, State of California or the Board of Supervisors.

ARTICLE III
Board of Directors

3.1 **Qualifications**. Each Member of WDB shall be a natural person of majority age and resident of or have his or her place of employment or business in San Luis Obispo County. Selection of Board Members shall be in accordance with the following criteria, subject to any revisions or amendments of the Act and applicable state law establishing the requirements for Board composition:

- Representatives of Business: The majority of the membership of the Board of Directors must be representatives from the private business community, reflect local employment opportunities and growth, and represent a mix of small

employers (fewer than 50 employees) and large employers (50+). The business representatives shall include owners, chief executives or operating officers and others with optimum policymaking and hiring authority. Thirteen (13) seats shall be designated for representatives of business.

- Representatives of Entities Administering Education and Training: A representative of eligible providers administering adult education and literacy activities and a representative of institutions of higher education including community colleges. Whenever possible, one representative should be selected from the publicly funded higher education system and one representative of the K-12 public education system. A single individual may represent multiple entities.
- Representatives of Labor Organizations: Representatives of labor organizations to be nominated by local labor councils, including a representative from an apprenticeship program. At least fifteen percent (15%) of the Board shall be representatives of labor organizations unless the local labor federation fails to nominate enough members. If this occurs, then at least ten percent (10%) of the Board shall be representatives of labor organizations.
- Representatives of Economic Development Organizations: Two representatives of economic development agencies, including private and/or public entities. Consideration should be given to geographically diverse representation.
- Others as determined by the Chief Local Elected Official (Board of Supervisors): to ensure ethnic, gender and geographical representation.
- Representative of the Employment Service EDD/Wagner-Peyser Programs)
- Representative of the Department of Rehabilitation (State of CA)
- Representative of the Small Business Development Center (SBDC)

Members who represent organizations, agencies or other entities must be individuals with optimum policy making authority within the entities they represent. Changes to the initial structure shall maintain business representation at no less than 51% of the total Board membership. Addition or replacement of members shall be accomplished in the same manner as the original appointment.

3.2 **Number and Term of Office**. The Board of Directors shall consist of at least 51% of representatives of the private business sector. WDB members shall serve for fixed and staggered terms. Half of the WDB members' terms shall begin upon appointment of a given year. The second half of the WDB members shall have terms beginning in the year following the appointment of the first half of the members. All appointments and reappointments to the WDB shall be effective from the July 1st immediately preceding the appointment date and shall expire on the June 30th four years later.

3.3 **Resignations**. Any WDB member may resign by submitting written notice to the WDB Chairperson or Secretary. Such resignation shall take effect on the date of receipt of such notice or any later time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any Member shall be deemed to have offered his or her resignation if: (1) the organization he or she represents no longer represents one of the groups specified in Section 2.1; (2) He or she ceases to represent the group for whom that Member was elected as a representative; (3)

there is a change of the employment or status of a Member that substantially alters the Member's qualifications considered in making their initial appointment; or (4) the Member is absent from a significant number of meetings of the Board of Directors.

3.4 **Appointments**. All Members are appointed by the County Board of Supervisors, upon the recommendation of the WDB, arrived at in compliance with the Act and any other rules and regulations promulgated there under. Members appointed to fill a vacancy shall serve the remaining unexpired term of the Member whose position was vacated and shall thereafter be eligible to serve an additional term upon re-appointment.

3.5 **Removal**. Any Member may be removed by the majority of Members then in office with or without cause. A Member who is so removed shall not be granted any rights to a hearing or the right to appeal the removal.

3.6 **Officers**. The presiding officers of the WDB shall be called Chairperson and Vice Chairperson and shall have two year terms of office beginning July 1st and ending on June 30th, two years later.

3.7 **Place of Meeting**. Meetings of the Board of Directors may be held at such place within the County of San Luis Obispo as the Board of Directors may from time to time appoint, or as may be designated in the notice of the meeting.

3.8 **Conduct of Meeting**. The Chairperson shall preside over all WDB Board of Member meetings. In the absence of the Chairperson, the elected Vice Chairperson shall serve as the presiding officer. In the absence of both the Chairperson and Vice Chairperson, the WDB shall, at the beginning of its meeting, designate by majority vote, a Chairperson Pro-Tem to serve as presiding officer of that meeting. A staff person, if any or other designee of the WDB shall serve as Secretary of the WDB and shall be an ex-officio non-voting party to all meetings of the WDB. The Chairperson and the WDB designee shall have the responsibility of preparing the agenda for WDB meetings and the management or business of the WDB. All meetings of the WDB shall be called and conducted in conformity with provisions of the Ralph M. Brown Act of the State of California (the "Brown Act") (CA Government Code §54950, *et seq.*), as amended. Any conflict between these Bylaws and the Brown Act shall be resolved in favor of the latter.

3.9 **Annual Meeting; Election of Officers**. The WDB shall elect, by a majority vote from its membership, its Chairperson and Vice Chairperson. Election shall occur prior to June 30th of each two-year office. The WDB Chairperson and Vice Chairperson shall be from its business sector representatives, and they may succeed themselves if so re-elected.

3.10 **Regular Meetings**. The WDB shall meet four (4) times annually on a calendar basis, unless a majority of the Board of Directors decides to meet at a greater or lesser frequency due to other demands during the calendar year. Regular meetings of the Board of Directors shall be held at such time and place as shall be designated from time to time by resolution of the Board of Directors. At such meetings, the Members shall transact such business as may properly be brought before the meeting. An agenda for a regular

meeting must be posted 72 hours in advance in a location freely accessible to members of the public, and shall state the meeting time and place and contain a brief description of each item of business to be transacted or discussed at the meeting, including items to be discussed in closed session.

3.11 **Special Meetings**. Special meetings of the WDB may be called by the WDB Chairperson or by five or more WDB Members. Written notice of each such meeting shall be sent to, and received by, each Member at least twenty-four (24) hours before the time at which the meeting is to be held. Every such notice shall state the time and place of the meeting and all business to be transacted or discussed at such meeting. If any media have requested notice, written notice must be delivered by personal delivery or other means to ensure receipt at least 24 hours before the time of the meeting. Written notice must also be posted at least 24 hours prior to the special meeting in a location freely accessible to the public.

3.12 **Quorum and Manner of Acting**. A quorum to conduct business of the regular WDB shall be a simple majority of the WDB membership. Once a quorum is established, it sustains through the remainder of the meeting. A quorum may be established by the attendance of a majority of the WDB membership either in person or by teleconference. If teleconferencing, there is a requirement that a majority of WDB members be in the jurisdiction of the agency.
Each Member of the WDB shall have one (1) vote. Action may be taken by a simple majority of those present and voting, providing that a quorum was initially established. The WDB in all its actions and meetings shall be governed by Roberts Rules of Order, Newly Revised, in all cases to which they are applicable and to the extent in which they are not inconsistent with, or in conflict, these Bylaws.

3.13 **Compensation**. The Board of Directors shall not be compensated for their services as such. Refreshments, meals and reimbursement for travel expenses shall not constitute compensation.

3.14 **Attendance**. Unless otherwise excused, all Members shall be required to attend a minimum of three quarters (75%) of all Board of Directors meetings and a minimum of three quarters (75%) of all committee meetings to which the Member is assigned during the course of a full fiscal year to maintain Membership in good standing. Failure to comply with this attendance provision can result in removal from the Board of Directors.

3.15 **Powers; Liability Insurance**. The Board of Directors shall have full power to establish and direct the policies governing the business and affairs of the WDB; and all powers of the WDB, except those specifically reserved or granted by statute or by these by-laws or other governing documents, are hereby granted to and vested in the Board of Directors. The County of San Luis Obispo provides general liability coverage for the WDB and its members for acts and/or omissions arising out of membership on the WDB.

ARTICLE IV
Committees

4.1 **Committee Formation**. The WDB Chairperson, with the approval of the WDB, shall create committees of the WDB. The WDB Chairperson shall appoint committee chairpersons from the WDB membership.

4.2 **Committee Membership**. Executive Committee members, shall be appointed by the WDB Chairperson and include WDB members exclusively. All other committees may be supplemented by non-WDB members deemed appropriate by the WDB Chairperson with the approval of the WDB.

4.3 **Committee Meetings**. Notice and conduct of meetings of all WDB Committees are subject to the Brown Act, with the exception of any advisory committee, task force, or ad hoc committee created under subsection 4.9 hereto which has neither a continuing subject matter jurisdiction nor a fixed meeting schedule.

4.4 **Committee Action**. Action may be taken by a WDB committee by a simple majority of those present and voting. All actions of a WDB committee shall be advisory to the full WDB; however, the WDB may empower a committee to take action on behalf of the WDB for a specific purpose or purposes if at least a two thirds (2/3) majority of a quorum of the WDB vote to approve the empowering of a committee to take such action. Members who are not on such a committee may attend and vote on any delegated action item. WDB committees empowered to take action on behalf of the WDB shall have a quorum requirement of fifty percent (50%), plus one (1), of the authorized Committee members.

4.5 **Standing Committees**. The WDB shall have three (3) standing committees: the Executive Committee, the Youth Committee, and the Business Council.

4.6 **Executive Committee**. The Executive Committee shall have and may exercise all of the powers and responsibilities of the full WDB when the WDB is not in session, and shall meet at such time as the Chairperson shall prescribe. The Executive Committee shall review funding, budgets and service outcomes, and recommend actions for the accountability of the WDB expenditures of funds for the Local Workforce Development Activities in San Luis Obispo county. All actions of the Executive Committee shall be reported at the next regularly scheduled meeting of the WDB. The Executive Committee shall consist of the WDB Chairperson, Vice Chairperson, and five (5) additional WDB Members, at least three (3) of which must be from the business sector representatives. The term of membership on the Executive Committee shall be the same as the chairmanship of the appointing Chairperson.

4.7 **Youth Committee**. Membership on the Youth Committee shall include community based organizations with a demonstrated record of success in serving eligible youth. ; . The Youth Committee shall be chaired by a member of the WDB. The Youth Committee

shall provide information and assist with planning, operational, and other issues relating to the provision of services to youth. .

4.8 **Business Council.** Membership on the Business Council shall include business representatives from the Board of Directors who represent both the leading industries and employers in the regional economy and emerging sectors that have significant potential to contribute to job growth in the local area. The Business Council shall make recommendations for the Business Service Plan to the Board of Directors in an effort to increase employer and industry involvement in the activities of the WDB and integrate local business involvement with workforce initiatives and industry sector strategies. The Business Council shall ensure that recommendations and decisions on business services are data-driven and informed by local labor market intelligence.

4.9 **Task Forces and Ad Hoc Committees.** The WDB Chairperson, with the consent of the WDB, shall also be able to create and appoint task forces or ad hoc committees, which shall serve on a short term basis, as needed, to further the attainment of the organization's mission.

ARTICLE V
Staffing and Support

5.1 **Offices**. The WDB and Administrative Entity share material support necessary for both to properly discharge their responsibilities under the Workforce Development Act and other relevant federal and state legislation.

5.2 **Support Staff**. Administrative Entity shall provide support staff to the WDB to assist the WDB in discharging its obligations under the law. Support staff may include, as necessary, clerical, administrative, and legal staff. Administrative Entity will consult and cooperate with the WDB in determining the type and number of staff necessary to support the WDB.

5.3 **Program Administration**. The WDB shall not operate any programs itself.

ARTICLE VI
Conflict of Interest

6.1 **Voting Restriction**. No member of the WDB shall cast a vote or participate in the discussion of any matter which has a direct bearing on services to be provided by that member or his/her immediate family or his/her agent, or any organization which such member directly represents, or on any matter which would financially benefit such member or his/her immediate family member or any organization such member

represents. Members must declare their conflicts for the official record. However, members of the WDB may vote on the Local Strategic Plan.

6.2 **Actual or Perceived Conflict**. WDB members shall avoid organizational conflict of interest, and they and their personnel, employees, or agents shall avoid personal conflict of interest or appearance of conflict of interest in awarding financial assistance, and in the conduct of procurement activities involving funds under the Act.

6.3 **Disclosure Obligation**. Members of the WDB shall comply with the intent of the California Political Reform Act of 1979 (commencing with Section 87300 of Chapter 7, Title IX, of the California Government Code) and any other conflicts of interest or financial disclosure requirements the state may require.

ARTICLE VII
Miscellaneous

7.1 **Effective Date**. These Bylaws shall become effective upon approval by the Board of Supervisors of the County of San Luis Obispo following adoption by a majority vote of the WDB membership and shall remain in effect, as amended, until dissolution of the WDB.

7.2 **Amendments**. Amendments to these Bylaws may be approved by a two-thirds (2/3) affirmative vote of the WDB members present at any regular meeting of the WDB. Amendments proposed to these Bylaws must be received by the WDB membership no less than five (5) working days prior to their consideration by the WDB. The WDB may make amendments to these Bylaws without approval by the Board of Supervisors as necessary to conform to current laws, regulations, state mandates, and customary regional practices.

7.3 **Construction**. In the event any conflict arises between these Bylaws and the provision of the Act, applicable State law, and or other implementing regulations, the legal provisions of law and regulations shall prevail, except as the Bylaws represent allowable discretion by the Board of Supervisors of the County of San Luis Obispo and WDB in interpretation and implementation of law and regulation.

Adopted by the Workforce Development Board of San Luis Obispo County on _August 16, _____,2015.

WORKFORCE DEVELOPMENT BOARD OF SAN LUIS OBISPO COUNTY

By _____

Name: Carl Dubay

Title: Chairperson

Approved by the County Board of Supervisors on _____, 2015.

COUNTY OF SAN LUIS OBISPO

A public entity in the State of California

By: _____ Dated: _____

Chair, Board of Supervisors

ATTEST

By: _____ Dated: _____

County Clerk and Ex-Officio Clerk
of the Board of Supervisors

APPROVED AS TO FORM AND LEGAL EFFECT:

COUNTY COUNSEL
Rita Neal

By: _____ Dated: 9/14/15

Deputy County Counsel