

BY-LAWS
CHAUTAUQUA COUNTY WORKFORCE INVESTMENT BOARD

ARTICLE I – NAME

The name of the organization is the Chautauqua County Workforce Investment Board hereinafter referred to as WIB Inc. dba Chautauqua Works. These By-Laws govern the Board of Directors of the WIB Inc. dba Chautauqua Works, which also serves as the mandatory Chautauqua County Workforce Development Board per section 107 of the Workforce Innovation and Opportunity Act (WIOA) and as outlined in the Chief Elected Official Agreement signed in June, 2015.

ARTICLE II - PURPOSE

The purposes and object of the Workforce Investment Board shall include the following:

It shall be the purpose of the Board to provide oversight, administer, monitor and provide policy guidance for the county-level Workforce Development System so as to enable the provision of a quality, integrated Workforce Development System as mandated by New York and Federal laws, as the same may be amended within the counties of Chautauqua County.

It shall further be the purpose of the Workforce Investment Board to administer, monitor, and develop policy in a manner to ensure that skilled workers are available to local employers, help job seekers and the underemployed to find work, prepare students and youth for local job market, foster economic development and create a world class workforce enabling Chautauqua County workers and employers to compete successfully in the global economy.

To receive and administer funds to consolidate, coordinate, and improve employment, training, literacy, youth development and vocational rehabilitation programs.

To do any other lawful thing incidental to, connected with or useful, suitable or proper for the furtherance or accomplishment of the foregoing purposes or any other lawful purpose permitted by the laws of the State of New York.

ARTICLE III - MEMBERSHIP

The Board may establish such other classes of membership including friends, associates or partnerships as it deems appropriate and grant to such other classes of membership such rights and duties as will assist the Board in the achievement of its goals and objectives.

ARTICLE IV -BOARD STRUCTURE

The Board shall consist of not less than nineteen (19) and not more than twenty-three (23) members. The Chief Elected Officer shall appoint each member in accordance to State and Federal mandates of representation. (Workforce Innovation and Opportunity Act Section 107(b)(2)).

Representation required under WIOA Sec. 107(b)(2).

1. Election of a Chairperson, who shall be a business representative;
2. A majority of the members must be business representatives;
3. 20% of the members must be workforce representatives (which must include two organized labor representatives and one apprenticeship representative; and may include representatives from Community Based Organizations and organizations with experience serving youth);
4. One Title III Wagner -Peysner representative;
5. One Title II Adult Education and Literacy representative;
6. One Higher Education representative;
7. One Economic and Community development representative; and
8. One Title IV Vocational Rehabilitation representative.
9. CEO or designee from each county

All members shall be nominated and appointed in conformance with WIOA Sec. 107(b) (1) and (2).

Members may represent more than one constituency.

TERMS

Each member will be appointed to a three (3) year term with the term beginning on July 1 and running through June 30 of the following year. The terms will be staggered across the board so as to maintain continuity of decision-making and balance private sector representation. Members may serve more than one term and are responsible to submit their names for re-appointment to the Nominating Committee of the Board.

REMOVAL OF MEMBERS

The Personnel/Nominating Committee shall monitor attendance and other related Board member activity on a yearly basis. In the event that the removal of a board member is warranted, the Personnel/Nominating Committee will make a recommendation for action to the Board. The Board, by majority vote, may remove any member.

RESIGNATION

Any Board member may resign at any time by giving written notice to the Board Chair and the appointing authority. The nominating process described above shall fill the unexpired term of the member resigning.

ATTENDANCE

It is essential for all Board members to attend both regular and special meetings, in order to effectively and efficiently carry out the responsibilities of the Board. Board members may be excused from attendance by notification of the Chair of the Board or designated staff member prior to the date of the meeting. Three unexcused absences shall constitute grounds for the Chair of the Board or designated staff member to confer with the member as to their intent and commitment to continue as a member of the Board. If absences continue to be an issue, the matter will be referred to the Personnel/Nominating Committee for their action.

QUORUM

A quorum shall exist when 50% plus one of the standing members are in attendance. If this condition is not met, a quorum does not exist.

ACTION OF THE BOARD

Unless otherwise required by law, if a quorum is present at the time of a vote, the vote of a majority of the members shall be the act of the Board. Each member present shall have one (1) vote. The Chair does not vote unless it is necessary to break a tie.

The Executive Committee may confer to carry on routine business of the Board and shall at all times have full authority to act in the absence of a quorum at regularly scheduled and publicized meetings of the Board, provided that the resolution is approved by a quorum of the Board at the next scheduled meeting.

An action of the Board may be approved by a written resolution signed by a majority of duly appointed members without a meeting, provided that the resolution is approved by a quorum of the Board at the next scheduled meeting.

NOTICE OF MEETINGS OF THE BOARD, ADJOURNMENT

Regular meetings of the Board shall be held upon five (5) days prior notice to all members, at such a time and place, as it shall from time to time be determined. Special meetings of the Board shall be held upon notice to all Board members and may be called by the Chair or by written request of (2) members. A majority of the members present, whether or not a quorum is present may adjourn any meeting to another time and place.

VIDEOCONFERENCING ACTION AND ADOPTION OF RESOLUTIONS

Any one or more members of the Board or any committees thereof may participate in a meeting of the Board or such committee by means of a video conference allowing all persons participating in the meeting to hear and see each other at the same time. Participation by such means shall constitute presence in

person at the meeting. All sites used for video-conferencing must have public access and be included as meeting sites in the public notice.

ARTICLE V -EXECUTIVE AND STANDING COMMITTEES

The Board, by resolution adopted by the entire Board, may designate from among its members, membership to the following Standing Committees and Youth Council. Each committee will have a chair and a recorder, responsible for professionally conducting the business of the committee. The Board may amend responsibilities of the following committees by resolution or as an action of the Board. Balance of private sector representation will be sought in each committee

Executive Committee

- The Executive Committee shall consist of the Chair, Vice-Chair, Treasure, Secretary and the Parliamentarian.
- The Chair will serve as Chair of the Executive Committee.
- The Executive Committee will propose legal counsel to the WIB as needed.
- Responsible for the development and oversight of all one-stop operations. Includes operations and facilities when necessary.
- Responsible for the oversight of performance standards, One-Stop certification, and system integration.

Finance and Audit Committee

- Responsible for the oversight and monitoring of the fiscal integrity of all funds under the control of the Board.
- Responsible to seek and develop funds necessary to achieve the goals of the Workforce Development plan adopted by the full Board
- The Finance/Audit Committee will propose the appointment of the independent auditor for full Board approval as needed.

Youth Committee

- Establishes policy to guide youth programs, allocates resources available through WIB to youth programs and initiatives, and monitors performance standards set by Youth Committee.

Disabilities Committee

- Establishes guidance to the local American Job Centers' disabilities programs, initiatives, and services.

Personnel/Nominating Committee - Adhoc

- Responsible to propose a slate of candidates for officers.
- The Personnel/Nominating Committee will monitor and address Board member attendance and other Board related activities.
- Responsible for the recommendations of and review of nominations of new Board members for submittal to the CEO for consideration and approval.
- Responsible to review any personnel policies regarding WIB staff.

Training Committee - Adhoc

- Responsible for recommending priorities and policies on training to WIB, including but not limited to self-sufficiency definition, ITA guidelines, demand list.
- Responsible to recommend policies and programs to support the business customers including but not limited to customized training, and business customer performance measures including satisfaction and market penetration.

ARTICLES VI -OFFICERS

Unless, otherwise provided for in the law, the Board will elect a Chair, Vice-Chair, a Secretary and a Treasurer, and any other officers as it may determine, who will have such duties, powers, and functions as are hereafter provided.

ELECTIONS

It shall be the responsibility of the designated Nominating Committee to recommend for Board consideration a slate of Officer candidates as needed. The Board will receive written notification of the slate at least ten days before the scheduled Board meeting to elect officers. Board members will be afforded the option of mailing a certified vote for the officers to be received no later than 5:00 p.m. the day before the scheduled Board meeting. Officers will be duly elected with simple majority of voting Board members if a quorum exists inclusive of certified mail in votes.

REMOVAL, RESIGNATION, SALARY

Any officer elected or appointed by the Board may be removed by the Board. In the event that the removal of an officer is indicated the process described in Article III shall be invoked. In the event of the death, resignation, or removal of any officers, the Nominating Committee shall develop a recommended candidate for Board consideration to fulfill the unexpired term of said officer. The salaries of all officers shall be fixed by the Board, and are so fixed at naught unless modified by subsequent resolutions approved by the Board.

CHAIR

The Chair shall preside at all meetings of the Board. He/she shall execute all authorized deeds, instruments, documents, and contracts on behalf of the Board and in its name, all of which shall be binding upon the Board. The Chair shall serve as an ex-officio member on each Standing Committee of the Board. The Chair, by law, must represent the private sector and will serve a two-year term, with the option to be re-elected for an additional term. The Chair will appoint any adhoc committees as needed. The Chair will appoint a Board Parliamentarian.

VICE CHAIR

During the absence or disability of the Chair, the Vice Chair, shall have all the powers and functions of the Chair. The Vice Chair will serve with the intended goal of serving as the next Chair, and therefore must hold a board position

representative of the private sector. The Vice Chair shall be duly authorized by the Board to execute all contracts, checks, drafts, notes and orders for the payment and receipt of money which shall be duly authorized by the Board.

TREASURER

The Treasurer shall have the care and custody of all the funds and securities of the Board and shall report to the Board on a regular basis as to the financial status of the funds under the authority of the Board. The Treasurer shall be duly authorized by the Board to execute all contracts, checks, drafts, notes and orders for the payment and receipt of money which shall be duly authorized by the Board.

SECRETARY

The Secretary shall submit to the Board the minutes of the Board and of any special meetings. Upon Board approval the Secretary is responsible to certify the amended minutes. He/she shall attend to the giving and serving of all notices, correspondence as may be assigned by the Board and perform all duties incidental to this office.

ARTICLE VII – RULES OF PROCEDURE

Except as otherwise provided herein, Roberts Rules of Order (latest edition) shall determine matters of procedure at all Board meetings. The Chair appoints a Parliamentarian to facilitate questions raised at the Board meetings regarding by-laws and board action. A two-thirds majority vote of those present and voting at a regular or special meeting where a quorum exists may suspend any rule of procedure.

ARTICLE VIII – INDEMNIFICATION

Any person acting on behalf of the Board in attaining its purposes and within the bounds of his/her authority to do so shall be indemnified against any claims, settlements, or judgments, as well as any reasonable legal costs associated with such claim, settlements, or judgments as provided for by the statutes of the State of New York. Specifically included herein are officers and members.

ARTICLE IX– AMENDMENTS

The By-laws may be adopted, amended or repealed by the members at any time at a special or regular meeting at which a quorum exists upon a three-quarters (3/4) vote of the members present.

Adopted: March 2006
Revised: October 2012
Revised: October 2015
Revised: December 2015

Signed: _____
Chair, Workforce Investment Board **Date** _____

Chair, Personnel/Nominating Committee **Date** _____