



BYLAWS

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ARTICLE I. NAME AND ESTABLISHMENT

1. **Name:** Under these Bylaws, the name for this organization is the Humboldt County Workforce Development Board, hereinafter HCWDB. The HCWDB was established under Section 107 of the Workforce Innovation & Opportunity Act of 2014, Public Law 803-32, hereinafter referred to as the WIOA.
2. **Establishment:** The HCWDB is established and receives authority in accordance with the WIOA (WIOA Sec. 107(a)) and is appointed by the Humboldt County Board of Supervisors, hereinafter BOS. Final authority lays with the HCWDB in areas detailed in WIOA law. Wherein areas of purview unclear in WIOA law, final authority shall lay with the BOS.

ARTICLE II. PURPOSE AND RESPONSIBILITIES

By its composition, the HCWDB represents organizations, agencies, and representatives of business. The HCWDB shall, in accordance with Section 107 of the WIOA; competitively procure and oversee the local America's Job Center of California (AJCC) as part of the one-stop career system. The HCWDB shall also provide oversight of Humboldt County's comprehensive workforce development system consisting of workforce, education and training, workforce preparation services, regional research, and economic development. The HCWDB shall use its collective expertise to provide recommendations to the Board of Supervisors regarding matters within its jurisdiction, as set forth herein.

MISSION STATEMENT AND GOALS

The HCWDB brings together workforce development, educational, economic development and other employment services in a seamless customer-focused delivery network that enhances access to program services and improves long-term employment outcomes. As AJCC partners, we are committed to administering our independently funded programs as a set of integrated streamlined services to job seekers and employers, by:

- Helping businesses find skilled workers and access other supports services, including education and training, for their current workforce.
- Providing an array of employment and business services and connecting customers to work-related training and education.
- Continuing to align investments in workforce, education and economic development to regional in-demand jobs.

- Reinforcing partnerships and strategies to provide job seekers and workers with high quality career services, education and training, and supportive services needed to get quality jobs and retain employment.

ARTICLE III. THE DUTIES OF THE HCWDB

It shall be the duty of the HCWDB to do all the following:

1. **Local Plan:** In conjunction with the Chief Local Elected Official CLEO, develop and submit a local workforce development area plan to the Governor of California (WIOA Sec. 106(c)(3)(B), 107(d)(1));
2. **Regional Plan:** Collaborate with the local and regional stakeholders and with approval from the BOS to develop and submit a regional plan (WIOA Sec. 106(c)(2));
3. **Workforce Research and Regional Labor Market Analysis:** Continually conduct research which details the region's economic conditions and workforce activities, specify regional market labor analysis, and periodic economic and workforce analyses as a part of the local planning process utilizing key regional stakeholders. Additionally, assist the Governor in developing the statewide workforce and labor market information system (WIOA Sec. 107(d)(2));
4. **Convening, Brokering, and Leveraging:** Convene the local workforce development system stakeholders to assist in the development of the local area plan, and identify non-federal expertise and resources to leverage support for workforce activities (WIOA Sec. 107(d)(3));
5. **Employer Engagement:** Lead efforts to engage with a diverse range of employers, entities in the region, and economic development entities, including coordination with BOS Strategic Plan and Comprehensive Economic Development Strategy, in order to promote the participation of local area and regional private-sector employers, develop effective linkages with employers, support employer utilization of the Humboldt County workforce system, ensure the workforce investment activities meet the needs of employers and staff through proven or promising strategies and support economic growth in the region reflective of the local, regional and state plans (WIOA Sec. 107(d)(4));
6. **Career Pathways Development:** Collaborate with all-level local and certified educational program representatives leading the efforts in the local workforce development area to develop and implement career pathways by aligning training, education and support services for adults and youth (WIOA Sec. 107(d)(5));

7. **Proven and Promising Practices:** Identify, promote, and disseminate proven and promising strategies, initiatives, and practices for meeting the needs of job seekers and employers (WIOA Sec. 107(d)(6));
8. **Technology:** Develop strategies for using technology to maximize the accessibility and effectiveness of the local workforce development system for employers, workers, job seekers and those with barriers to employment; develop intake and case management information systems, remote access and improve digital literacy skills while leveraging resources and capacity within the system (WIOA Sec. 107(d)(7));
9. **Program Oversight:** Conduct program oversight for WIOA core programs and any competitive workforce grants obtained; the local service delivery system; and the use, management and investment of workforce development funds to maximize performance outcomes under the WIOA through evidenced-based decision-making WIOA Sec. 107(d)(8));
10. **Negotiation of Local Performance Accountability:** The local board and CLEO shall establish, through negotiation with the Employment Development Department, local performance and accountability measures (WIOA Sec. 107(d)(9));
11. **Selection of Operators and Providers:** Competitively procure or terminate one-stop operators, as well as eligible adult and youth training providers, and also ensure the provision of opportunities that lead to competitive employment for individuals with disabilities; in conjunction with the State, ensure there are sufficient numbers and types of career and training service providers in a manner that maximizes consumer choice (WIOA Sec. 107(d)(10));
12. **Coordination of Education Providers:** Coordinate activities with education and training providers, review applications for title II applicants to ensure consistency with the Local Plan, make recommendations from that review, and replicate cooperative agreements with local agencies administering plans under title I with respect to efforts that will enhance the provision of services to individuals with disabilities and other individuals, such as cross training of staff, technical assistance, use and sharing of information, cooperative efforts with employers and other efforts at cooperation, collaboration and coordination. (WIOA Sec. 107(d)(11));
13. **Budget:** Develop a budget for the activities of the HCWDB consistent with the local workforce development plan and the duties of the HCWDB under the WIOA which are to be ratified at the final full board meeting of the fiscal year (WIOA Sec. 107(d)(12)(A));
14. **Administration:** The CLEO shall serve as local grant recipient for WIOA funding and is held liable for the responsible use of the funding. As designated by the

CLEO, HCWDB is appointed fiscal agent for operations related to WIOA funding. This does not negate the CLEO's liability of properly used funding. Grant funding shall be disbursed for the purposes of workforce activities as directed by HCWDB pursuant to requirements of title I, and the board may also seek additional funding opportunities outside of federal awards (WIOA Sec. 107(d)(12)(B));

15. **Accessibility for Individuals with Disabilities:** Annually assess the physical and programmatic accessibility of all one-stop centers in the local area in accordance with the Americans with Disability Act of 1990 (WIOA Sec. 107(d)(13)); and
16. **Additional Duties:** The HCWDB shall perform other functions and duties as required by the WIOA, or by State of California implementing legislation or Executive Orders and shall act in accordance with the WIOA.

ARTICLE IV. MEMBERSHIP

1. COMPOSITION

The CLEO shall ensure membership of the HCWDB conforms to all WIOA requirements (WIOA Sec. 107(b)(1)). Membership can also have additional seats than what is stated below as seen fit by the CLEO (WIOA Sec. 107(b)(2)(E)). Members of the Humboldt Board that represent organizations, agencies or other entities shall be individuals with policymaking authority within those organizations, agencies or entities (WIOA Sec. 107(b)(5)). As authorized under the WIOA, Section 107, membership of the HCWDB is established to be composed of a minimum of 19 members or more, in the percentages that follow:

- a. Business representatives shall constitute a majority, 51%, of HCWDB (WIOA Sec. 107(b)(2)(A)) and must include two or more members that represent small business as defined by the U.S. Small Business Administration. Furthermore, business representative seats may reflect the identified major industries and clusters identified in the Humboldt County Comprehensive Economic Development Strategy (CEDS). Their business must provide employment opportunities with high quality work-relevant training and development in local in-demand industry sectors or occupations (WIOA Sec. 107(b)(2)(A)(ii)) and are appointed from individuals nominated by local business organization and business trade associations (WIOA Sec. 107(b)(2)(A)(iii)).

Representatives of the workforce shall constitute at least 20% of HCWDB membership (WIOA Sec. 107(b)(2)(B)). Representatives of the workforce, include labor members who may also include representatives of organizations, including community-based organizations (CBO) with experience and expertise in addressing barriers to employment, including organizations that serve veterans, individuals with disabilities, or eligible youth, including out of

school youth (WIOA Sec. 107(b)(2)(B)(iii)). The term community-based organization is defined as a private nonprofit organization that is representative of a community or a significant segment of a community which has demonstrated expertise and effectiveness in the field of workforce investment.

- b. Labor representation shall constitute 15% of the total 20% membership requirement. Labor Union members must be selected from candidates nominated by local labor federations, including a representative of an apprenticeship program (WIOA Sec. 107(b)(2)(B)(i-ii)). If local labor federations fail to nominate enough members to reach 15% of HCWDB membership, then the requirement shall be 10% of HCWDB membership, as stated in California Unemployment Insurance Code Section 14202.
- c. Further required Board membership shall include individuals, as follows:
 - Adult Education/Literacy representative that is nominated by institution or organization (WIOA Sec. 107(b)(2)(C)(i));
 - Vocational Rehabilitation representative (WIOA Sec. 107(b)(2)(D)(iii));
 - Higher Education representative- Must be nominated by institution or organization (WIOA Sec. 107(b)(2)(C)(ii));
 - Wagner-Peyser representative (WIOA Sec. 107(b)(2)(D)(ii));
 - Public Economic and Community Development Agency representative (WIOA Sec. 107(b)(2)(D)(i)); and
 - A Board of Supervisor, with an alternative (WIOA Sec. 107(c)(1)(B)(i)).
- d. Members may also include additional local area representatives appointed by the BOS, representing:
 - Local K-12 education;
 - A State elected official (Assembly or Senate) representing Humboldt County, or designee thereof.
- e. Limited to three representatives of community-based or educational organizations (WIOA Sec. 107(b)(2)(C)(iii)) or businesses that provide the following:
 - Native American employment development;
 - Childcare;
 - Employment of people with disabilities;
 - Serves youth employment, training or education; and/or
 - Trains people with barriers to employment.

2. HCWDB APPLICANTS

- a. Applicants who are intended to serve as representatives of business in the local area may be nominated by one of the following; an open-membership business organization, business trade association, an agency board of directors, or by a sitting HCWDB business member.
- b. Nominees who are intended to serve as representatives of labor must be nominated by local labor federations.
- c. For other mandated and non-mandated categories, nominees must be nominated by a senior executive from the agency or institution of employment or affiliation.
- d. Written or electronic applications must be submitted to the HCWDB Executive Director, or a designee thereof.
- e. The Executive Committee of the HCWDB will review applications and determine a recommendation to the full HCWDB. The HCWDB will then vote on an action of a formal nomination to be submitted for final approval by the BOS.
- f. HCWDB applications can only be reviewed and voted on when there is a quorum, a simple majority of HCBWD members, at any regularly scheduled meeting.
- g. Prior to the vote, the Chair will take nominations from the floor.
- h. Voting shall be public according to the open meeting laws of the State of California.

3. EXECUTIVE COMMITTEE AND OFFICER NOMINATIONS

- a. The Executive Committee shall consist of - nine (9) members of the HCWDB and include; Chair, Vice Chair, BOS seat, Business seat, Higher Education seat, Labor seat and three (3) General seats.
- b. Of the three (3) General seats, the Chair shall appoint one member from the full HCWDB to serve on the Executive Committee. The remaining two seats shall be nominated by the nomination committee.
- c. The Chair and Vice Chair seats shall be filled by business representatives.

- d. A lead Executive Committee member will be appointed by the Executive Committee to create a nomination committee and shall include two at-large HCWDB members.
- e. The Nominations Committee shall be an ad-hoc committee appointed by the Executive Committee, including two general members of the full HCWDB. The Committee shall solicit nominations from the entire HCWDB membership, beginning in the first quarter of the fiscal year
- f. The Nomination Committee will develop a slate of candidates for nomination to the following Executive Committee positions: the Business seat, Higher Education seat, two (2) General seats, Labor seat, Chair and Vice Chair.
- g. The full HCWDB will be notified of the candidate slate 15 days prior to the final meeting of the fiscal year.
- h. The Nomination Committee will present the proposed slate of candidates at the final full HCWDB meeting of the fiscal year.
- i. The full HCWDB shall elect six (6) members of the Executive Committee. These seats shall be comprised of the Business seat, Higher Education seat, two (2) General seats, Chair and Vice Chair.
- j. The representative of the labor agency on the Executive Committee will be elected by the full HCWDB labor representatives.
- k. Prior to voting, the Chair will take nominations from the floor.
- l. Nominations can only be reviewed and voted on when there is a quorum at any regularly scheduled meeting.
- m. All elected members shall serve for two (2) -year terms, commencing on July 1. Terms should be staggered in order to support continuity on the Executive Committee.
- n. Officers are determined by a majority vote of eligible voting members of the HCWDB.

4. TERM AND REAPPOINTMENTS

- a. HCWDB appointments and Executive Committee at-large positions, with exception of chair and vice chair, will be for a two-year term generally. Terms

will start from the date of appointment by the BOS and expire on June 30 two years later. During a member's first two-year term, June 30 may arrive prior to the end of the two-year period or go beyond the two-year period, depending on appointment date. HCWDB staff will put the term expiration date of June 30 as close as possible to match the two-year period. In some cases, members may be terminated or reappointed earlier than the full two years or beyond the full two years. Once a member is reappointed, the term will be on the appropriate two-year term schedule.

- b. Chair and Vice Chair terms are one-year appointments which commence on July 1 and end on June 30 of the following year.
- c. A HCWDB member may serve as Chair or Vice Chair can be reappointed for a period not to exceed two years.
- d. Unless staff are notified, the Chair and Vice Chair's term shall automatically renew to its second term at the completion of its first. The Chair elect and Vice Chair elect shall automatically have their membership extended, if necessary, to coincide with their term in the Chair positions.
- e. At the conclusion of a member's term, the member's position shall be treated as a vacancy, with the current member having the option to request consideration for appointment to an additional term. Reappointment requests will be considered along with any other nominations received for that vacancy.

5. VACANCIES

a. General HCWDB Vacancies

- i. The HCWDB or its Executive Committee will review membership vacancies as they occur and assess associated needs with appointing a replacement.
- ii. HCWDB staff will report vacancies to the Humboldt County Clerk of the Board on behalf of the BOS. The Clerk of the Board will publicly post the vacancy on the public notice bulletin board located outside the 5th Street entrance of the Humboldt County Courthouse. The vacancy will also be posted on the County of Humboldt, HCWDB website.
- iii. Vacant seats must be filled within ninety (90) days.

b. Officer Vacancies

- i. In the event of a vacancy in the position of the Chair, the Vice Chair shall assume the duties of the Chair. In the event of a vacancy in the position of Vice Chair, the Business member of the Executive Committee shall assume the role of Vice Chair for the remainder of the term.
- ii. The Vice-Chair shall preside in the absence or vacancy of the Chair, and perform such duties as delegated by the Chair.
- iii. In the event of a vacancy, or absence, of both the Chair and Vice Chair, the Business member shall assume the duties of the Chair.
- iv. In the event of a vacancy in a position of an Executive Committee member, the Chair shall appoint a replacement to serve out the designated term of that position. The Chair has the option of appointing members for different term lengths in order to achieve or maintain staggering of terms.

6. ATTENDANCE

- a. Members shall attend meetings of the Humboldt Board and committees to which they are appointed.
- b. The Executive Committee shall routinely review member attendance.
- c. An excused absence shall be recorded in the minutes when a member or designee notifies the Chair of the Board and/or the Executive Director, or a designee thereof, of the intended absence by 5 p.m. of the day before the scheduled Board or Committee meeting indicating good and sufficient reason for the absence. Except that if the absence is due to illness occurring during the 24 hour period, the absence shall be deemed excused if the Chair of the Board and/or the Executive Director is notified of the illness prior to the roll call for the meeting.
- d. Members of the Board shall not miss more than three (3) consecutive committee and full meetings of the HCWDB unless the absences are excused or more than five (5) consecutive committee and full meetings even if some or all of those absences are excused, except that the board may grant the member a leave of absence upon prior request.
- e. A notice will be provided to board members who are close to their attendance limitation.

- f. The HCWDB Executive Committee may reverse any board member terminations which are the result of attendance.

7. TERMINATIONS AND RESIGNATIONS

a. Terminations may be a result of:

- i. A member is not reappointed after completion of term.
- ii. A member's violation of the Conflict-of-Interest Policy or laws or failure to complete or declare applicable financial disclosures per Form 700.
- iii. When the member ceases to be representative of the constituency for which appointment was made.
- iv. For the member's failure to meet attendance requirements (See Attendance Section).

b. Resignation process:

- i. Members must provide written notice of resignation to the HCWDB Chair and Executive Director
- ii. HCWDB staff will notify the Humboldt County Board of Supervisors Clerk of the Board and HCWDB of resignations and associated vacancies.

8. ADDITIONAL MEMBERSHIP PROVISIONS

- a. Membership is by person, not position, including the mandated partners. Each member must be vetted through the HCWDB application and approval process.
- b. Each member shall have equal voting privileges, with each seat representing one vote.
- c. Proxy votes by representatives or members are not allowed.
- d. No member shall vote on any matter which:
 - i. Poses the appearance of a conflict of interest to that member or his/her business or organization.

- ii. Would financially benefit such member or his/her business or organization.
- e. A member of the BOS shall have one vote at any HCWDB meeting using the designated Chief Local Elected Official (CLEO) member or appointed alternate. Annually, the BOS will specify the designated BOS HCWDB member and alternate. The CLEO appointed alternate is authorized to vote in the absence of the primary CLEO member.

9. PROCEDURES FOR DEALING WITH CONFLICTS OF INTEREST

- a. If a member believes (s)he is in a potential conflict situation, (s)he should so advise the Chair, refrain from any discussion on the matter involving the conflict and register an abstention on any subsequent vote.
- b. Should the member participate in the discussion and/or vote on the matter, and it is later determined that a conflict situation existed; any agreements resulting from this involvement may be considered invalid. The HCWDB Chair, whose decision shall then be presented to the HCWDB for further action, shall initially make consideration of validity. Such action might include ratification of the agreement under such conditions as would make the agreement valid.

ARTICLE V. STAFF

The HCWDB receives Executive Director and other staff support from the County of Humboldt County Administrative Office, Office of Economic Development as defined in the HCWDB staffing agreement.

ARTICLE VI. MEETINGS

- 1. Regular quarterly meetings will be scheduled and announced at the last HCWDB meeting of each fiscal year for the following year. Special meetings may be called at the discretion of the Chair, as needed.
- 2. Regular monthly meetings will be scheduled between quarterly full board meetings for the HCWDB Executive Committee. On the months the full HCWDB is to meet, the Executive Committee will not meet.
- 3. All meetings of the HCWDB and its committees shall be called and held pursuant to the provisions of the Ralph M. Brown Act (Gov. Code Section 54950 et seq.).

4. Agendas and minutes of regular, Executive Committee and special HCWDB meetings shall be provided to members and, upon request, the public in a timely fashion. Simplified agendas will be posted online and at the site of each meeting pursuant to the Ralph M. Brown Act (Gov. Code Section 54950 et seq.).
5. Alternative technology such as telephone or video or digital conferencing, may be used at HCWDB board and committee meetings as permitted by the Brown Act.
6. The Chair shall preside at all meetings of the full HCWDB and shall perform all duties incidental to the office of Chair.

ARTICLE VII. EXECUTIVE COMMITTEE

1. The Executive Committee, a standing committee of the full HCWDB, shall act on behalf of the full board on all matters of necessity between HCWDB meetings. That authority shall include:
 - a. Analyzing information from standing and ad hoc committees and coordinating their work.
 - b. Setting agendas for HCWDB meetings.
 - c. Authorizing the HCWDB Chair to sign time-sensitive documents when full HCWDB approval is not feasible.
 - d. Reversal of automatic termination of HCWDB member terms for administrative purposes set forth in Article IV of these bylaws.
 - e. Participation on ad hoc committees as needed.
 - f. Review and make recommendations on major projects, including but not limited to new program initiatives, substantial changes to existing programs, and significant financial expenditures.
2. The Executive Committee shall report its actions to the full Board at each regular full Board meeting.
3. A maximum of three (3) standing committees and/or ad hoc committees may operate at any one time.

ARTICLE VIII. HCWDB STANDING COMMITTEES

1. Work of the HCWDB as identified in the strategic plan shall engage HCWDB members through standing committees (WIOA Sec. 107(b)(4)), defined as follows:
 - a. Standing committees are anticipated to complete their designated task on a continual basis.
 - b. The HCWDB or Executive Committee designates a standing committee by (1) defining a set of specific outcomes, (2) determining a specific timeframe for deliverables, and (3) designating an Executive Committee member to participate on the standing committee.
 - c. Staff organizes and facilitates the standing committee. HCWDB members may serve as chair should the workgroup elect to have a chair to best accomplish the outcomes.
 - d. Standing committees do not have formal membership requirements, though at least one Executive Committee member participates on each standing committee, and the total participants cannot meet quorum. HCWDB members participate on a volunteer basis.
 - e. Standing committees shall report their results and recommendations to the Executive Committee and/or the Full HCWDB via members or staff.
 - f. Standing committees may meet at the call of the HCWDB Chair or the committee Chair.
 - g. Standing committees shall align its operations and functions as defined by the Ralph M. Brown Act (Gov. Code Section 54952(b) et seq.).

ARTICLE IX. HCWDB AD HOC COMMITTEES

1. As seen fit by the HWDB, ad hoc committees may be formed by board action and shall meet the following guidelines:
 - a. Ad hoc committees are formed for specific tasks and are anticipated to last a limited period of time.

- b. The board action forming an ad hoc shall include the purpose of the ad hoc, its length of time in number of meetings and deliverables anticipated to result from the ad hoc.
- c. Staff organizes and facilitates the ad hoc committee. HCWDB members may serve as chair should the workgroup elect to have a chair to best accomplish the outcomes.
- d. Standing committees do not have formal membership requirements, though at least one Executive Committee member participates on each standing committee, and the total participants cannot meet quorum. HCWDB members participate on a volunteer basis.
- e. A maximum of three (3) ad hoc committees may operate at one time.
- f. Should the ad hoc need additional time than what is set in the initial board motion, HCWDB may extend the ad hoc's term.
- g. Ad Hoc committees shall report their results and recommendations to the Executive Committee and/or the Full HCWDB via members or staff.

ARTICLE X. ADOPTIONS AND AMENDMENTS

- 1. Amendments of these bylaws may be proposed by any voting HCWDB member. Such amendments shall be submitted in writing.
- 2. These bylaws are hereby adopted upon two-thirds (2/3) vote of the HCWDB membership present at a meeting at which this item has been noticed and a quorum has been established.
- 3. These bylaws may be amended, in part or in whole, by two-thirds (2/3) vote of the members present and voting at a regularly scheduled HCWDB meeting, at which a quorum has been established. Proposed additions and/or deletions to the bylaws must be provided to members at least fifteen (15) days before the meeting at which they are subject to vote.

ARTICLE XI. GENERAL PROVISIONS

- 1. The HCWDB shall utilize Rosenberg's Rules of Order as a framework to conduct its business.

2. Nothing in these bylaws shall be construed to take precedence over federal, state or local laws or regulations.
3. All HCWDB local policies will be voted upon at a regularly scheduled HCWDB or Executive Committee meetings with ratification by HCWDB.
4. For purposes of these bylaws, “fiscal year” shall be defined as July 1 through June 30.
5. A simple majority of the members of the HCWDB shall constitute a quorum.
6. These bylaws shall be reviewed and approved by the HCWDB every two years in alignment with the fiscal year.

HUMBOLDT COUNTY WORKFORCE DEVELOPMENT BOARD

By: _____ Date: _____
Dennis Leonardi, HCWDB Chair

ATTESTED

By: _____ Date: _____
Clerk of the Board, County of Humboldt