

By - Laws

Revised and Approved July 17, 2019

TABLE OF CONTENTS

TABLE OF CONTENTS..... 1

ARTICLE I – ESTABLISHMENT.....2

ARTICLE II – PURPOSE AND RESPONSIBILITIES.....2

ARTICLE III – MEMBERSHIP.....3

ARTICLE IV – OFFICERS.....7

ARTICLE V – BOARD MEETINGS.....8

ARTICLE VI – VOTING RIGHTS.....10

ARTICLE VII – COMMITTEES/TASKFORCES.....11

ARTICLE VIII – STAFF SUPPORT AND PROFESSIONAL ASSISTANCE.....14

ARTICLE IX – AMENDMENTS.....14

ARTICLE X – RESOLUTION OF DISAGREEMENT WITH THE ADMINISTRATIVE
ENTITY/GRANT RECIPIENT.....15

ARTICLE XI – ENACTMENT PROVISION.....15

ARTICLE I – ESTABLISHMENT

The name of the organization shall be the First Planning District Workforce Development Board (WDB) of Plaquemines, St. Bernard and St. Tammany Parishes. Through a Multi-jurisdictional Agreement enacted between the three parishes, the St. Tammany Parish Government will serve as the Chief Elected Official (CEO) to the Board. The Agreement also identifies the St. Bernard Parish Government as the Administrative Entity/Grant Recipient of all WIOA related funds.

ARTICLE II – PURPOSE AND RESPONSIBILITIES

The Workforce Development Board is established in compliance with the Workforce Innovation and Opportunity Act (WIOA) of 2014 (Public Law 113-128). The Board will serve as a strategic convener to promote and broker effective relationships between the CEO, economic development, education and workforce partners. It is with this vision and in partnership with the CEO, that the Board is responsible for the following activities as stipulated in the law:

- A. Developing the four (4) year local Workforce Development Plan and conducting oversight of the One-Stop system and employment and training activities (including youth), under Title I of the WIOA of 2014;
- B. Procuring and selecting the One-Stop system operator with the agreement of the Chief Elected Official;
- C. Identifying eligible training providers and youth providers, including awarding competitive grants/contracts;
- D. Developing policies to ensure effective services through the Career Centers and to accomplish the objectives of WIOA;
- E. Preparing a budget for the purpose of carrying out the duties of the WDB, subject to the agreement of the Chief Elected Official;
- F. Negotiating and reaching agreement on local performance measures with the Chief Elected Official and the Governor;
- G. Conducting workforce research and regional labor market analysis, including leading career pathways development;

- H. Coordinating workforce investment activities with economic development strategies and developing employer linkages to promote industry sector partnerships;
- I. Identifying and promoting promising practices to meet the needs of employers;
- J. Carrying out regional planning responsibilities required by the State and in accordance with WIOA; and
- K. Convening, brokering and leveraging local stakeholders to build system capacity, including developing Memorandum's of Understanding.

The WDB may establish other functions, in related areas, as determined by the Board or required by law.

The WDB will conduct business in an open manner as required by state and federal laws, by making available to the public, on a regular basis through open meetings, information concerning the activities of the Board. This includes information regarding the local plan prior to submission of the plan; information about membership; the development of significant policies, interpretations, guidelines and definitions; the designation and certification of the Career Centers, and the award of grants or contracts to eligible providers of youth activities; and, on request, minutes of formal meetings of the Board.

ARTICLE III – MEMBERSHIP

Section 1. Composition

The WDB's membership shall be generally representative of the population of the service area and shall be based on the diversity of the economic and demographic composition of the tri-parish area to assure equitable representation. The membership of this WDB shall include members from the private and public sectors and conform to the requirements as issued by the State of Louisiana and the U.S. Department of Labor under the WIOA. A majority of the members shall be from the private sector. All members of the board must have optimum policy-making authority within the organizations, agencies, or entities they represent.

Pursuant to applicable law, the Board shall include members from the following categories:

- A. **Representatives of Business-** WIOA Section 107 (b)(2)(A): Are owners of businesses, chief executives or operating officers of businesses, or other business executives with optimum policymaking

or hiring authority; represent businesses that provide employment opportunities in demand industry sectors. Business members shall represent a combination of small, medium and large employers who reflect the local labor market. Employers serving on the Board should communicate the emerging workforce needs of employers in their high-growth, in-demand sectors to the Board.

- B. **Representatives of the Workforce-** WIOA Section 107 (b)(2)(B) A minimum of 20% of the members of the WDB: Shall include representatives of labor organizations and joint labor-management apprenticeship programs; representatives of community-based organizations with demonstrated experience and expertise of individuals with barriers to employment; and representatives of organizations that have demonstrated experience and expertise in addressing the employment, training, or education needs of WIOA eligible youth.
- C. **Representatives of Education and Training Activities-** WIOA Section 107 (b)(2)(C): Shall include one (1) representative from institutions of Higher Education providing workforce investment activities with priorities on community colleges; and one (1) representative of eligible providers administering adult education and literacy activities.
- D. **Representatives of Governmental and Economic and Community Development-** WIOA Section 107 (b)(2)(D): Shall include the following representatives:
 - One (1) Economic Development representative;
 - One (1) Wagner-Peyser representative;
 - One (1) Vocational Rehabilitation representative; and
 - One (1) Department of Children and Family Services representative.
- E. **Optional members-** WIOA Section 107 (b)(2)(E): May include individuals representing other programs/organizations such as: agencies administering programs relating to transportation, housing and public assistance; philanthropic organizations; other entities the CEO may determine to be appropriate.

Section 2

Nominations and Appointments to Board

The CEO will appoint all members of the board in accordance with the requirements as issued by the State of Louisiana and the Workforce Innovation and Opportunity Act.

- A. The CEO, or their representative, will contact appropriate entities in the state, region and local area to solicit nominations. Vacancies will be filled in the same manner as original appointments.

- B. Private sector appointments shall be made from among nominees solicited from state/regional/local business organizations and business trade associations (e.g. Chambers of Commerce, Economic Development Agencies, etc.)
- C. Business members shall represent a combination of small, medium and large employers who reflect the local labor market.
- D. Public sector appointments shall be made from among nominees solicited from state/regional/local organizations.
- E. The Local Elected Official of each parish shall be provided with a list of nominees from their respective parish for concurrence. Final approval and certification will be made by the CEO to the WDB.
- F. All nomination forms and appointment letters for members will be kept on file in the WDB office.

Section 3

Membership Terms

- A. Members shall be appointed by the CEO for fixed terms and shall serve until their successors are appointed.
- B. One half of the members shall be appointed for two (2) years and one half for three (3) years.
- C. Terms will be staggered to ensure only a portion of memberships expire in a given year.
- D. All members whose term expires must be reappointed in order to serve an additional term.
- E. Board members may be reappointed for a maximum of two (2) additional terms with service not to exceed a total of three (3) terms.

Section 4

Vacancies

- A. All appointments to fill vacancies must follow the same process as that used to initially fill the appointment.
- B. New members must be appointed to fill the same category of membership as that in which the vacancy occurred. However, the new members do not have to be from the same organization or company as the members being replaced.
- C. Vacancies resulting from resignations or removal of mandatory members must be filled within 60 days from the effective date of removal.

Section 5

Termination of Membership

- A. Although membership on the Board is strictly voluntary, members are expected to give due consideration to the impact of their presence or absence on the Board before voluntarily terminating their membership. Members are encouraged to give a minimum of thirty (30) days notice of their impending resignation.

- B. The CEO may remove any appointed members from the board for cause, including:
- Misuse of position
 - Failure to disclose conflict of interest
 - Felony conviction while a member of the Board
 - Refusal to perform or gross neglect in performance of Board duties
 - Other causes as may be determined by the CEO
- C. Resignations
- Voluntary resignations shall be those occurring when a member, for his or her own reasons, elects to leave Board membership and gives due notice of such intent.
 - Involuntary resignations (de-facto resignations) shall occur when a member misses one-half of the regularly scheduled Board or Board Committee meetings in a twelve (12) month period. An involuntary resignation may be set-aside at the request of the member followed by concurrence from the Executive Committee.
 - Individuals serving on the WDB who subsequently retire, or no longer hold the position that made them an eligible board member, may not continue to serve on the Board.

Section 6

Advisory Board Members

The Executive Committee, at its discretion, may appoint additional Advisory Board members to the board for the purpose of including additional partner agencies and other important stakeholders in board activities, information sharing and utilization of knowledge and expertise from other key leaders in the tri-parish area.

- A. The role of Advisory Board members may include, but not be limited to the following: serve as an advocate for the organization to the community it serves, gather input from/serve as a liaison with relevant constituencies, provide feedback to the organization from the community, provide technical expertise, provide an independent/unbiased sounding board, and assist the Board in determining important activities.
- B. Advisory Board members will be non-voting members and will not engage in decision-making related to Board functions. They will not be held to attendance requirements as that of official Board members.

C. Advisory Board members will receive all Board related correspondence and be invited to all regularly scheduled meetings throughout the year. Advisory Board members may be invited to sit on Board committees as well.

ARTICLE IV – OFFICERS

Section 1 Officers

The Board’s officers shall consist of a Chair and Vice-Chair to be elected by a majority vote of the membership.

Section 2 Eligibility for Office

- A. CHAIR – The Chair shall only be selected from among the private-sector members of the Board. The Chair must also have a minimum of one year’s experience on the Board.
- B. VICE CHAIR – The Vice Chair shall only be selected from among the private sector members of the Board.

Section 3 Terms of Office

- A. Terms of office for all officers shall be for two years, provided however that officers may serve until their successors are elected.
- B. Officers and Committee Chairs may serve no more than three (3) consecutive terms in any one capacity, although they may continue as Board members.

Section 4 Duties of Officers

A. CHAIR

- 1. In accordance with the authority normally vested in the Chair of any Board, the Chair shall have the authority and power to preside over all meetings of the Board; to appoint all standing committees and taskforces; to generally perform all duties relative to the Office of the Chair; and to sign all applicable reports, letters, or fiscal documents on behalf of the Board.
- 2. The Board’s Chair shall also serve as Chair of the Executive Committee and shall be an ex-officio member of all standing committees and taskforces.
- 3. The Board Chair shall appoint the Chairs and Co-Chairs for all standing committees and taskforces.

B. VICE CHAIR

- 1. The Vice Chair shall, at the request of or in the absence of the Chair, perform all duties of the Chair.

2. The Vice Chair shall assist the Chair in conducting activities of the Board and may serve as the Chair of any standing committee or taskforce.

ARTICLE V – BOARD MEETINGS

- Section 1 Frequency
The WIB shall hold regular meetings at a date, time and place determined by the Chair and no less than four (4) times per year. Other meetings may be called as needed at the discretion of the Board Chair.
- Section 2 Notice of Meetings
A written or electronic notice of each meeting shall be sent to each member of the Board at least five (5) calendar days prior to the scheduled meeting. The notice shall indicate date, time and place of the meeting. All meetings of the Board shall be publicly announced in advance and open to the public.
- Section 3 Rules
When these Bylaws or State laws pertaining to public meetings do not cover parliamentary procedures, then Robert’s Rules of Order, as revised, shall prevail.
- Section 4 Quorum
There shall be a quorum of any meeting of the Board if there is a simple majority of the current members present. In the absence of a quorum, no official action shall be taken on any item before the Board.
- Section 5 Agenda
A. All items of business before the Board shall be placed on the agenda by the Executive Committee at least five (5) days prior to the scheduled Board meeting.
B. After the Executive Committee finalizes the agenda for any regularly scheduled Board meeting, a copy of the agenda will be electronically transmitted or mailed to each member, along with the meeting notice, at least five (5) calendar days prior to the meeting.
C. A two-thirds vote of the membership present at any meeting shall be required to waive the order of business as presented in the agenda approved by the Executive Committee or to include additional items for consideration and action by the Board. Items not requiring action by the Board may be added to the agenda with the Chair’s (or his or her designee’s) consent at any time during a regularly scheduled or called meeting.

- Section 6 Minutes
- A. Minutes shall be kept of all meetings, which shall be reviewed, amended, corrected as necessary and approved at the next regularly scheduled or called meeting.
 - B. Following approval of the Board, minutes shall serve as the official record of the business transacted at the meetings to which they pertain.
 - C. Copies of minutes shall be provided to each member of the Board prior to the next scheduled or called meeting of the Board.
 - D. Copies of minutes shall be provided to the general public upon request.

- Section 7 Participation in Meetings
- Participation in meetings shall be limited to members of the Board, the Board's staff and other invited guests and speakers unless or due to:
- A. Agenda items requiring participation from individuals or organizations, or other interested parties having an official or vested interest in an item before the Board.
 - B. Agenda items before the Board deemed by the Chair to be relevant, material or of a significant interest to the public to warrant comment or input from any member of the public.

Any unscheduled speakers or individuals other than a Board member or the Board's staff must submit a written request to address the Board to the Chair prior to the meeting being called to order.

- Section 8 Public Access to Board Activities
- The WDB will conduct its business in an open manner as required by WIOA Section 107(e), by making available to the public, on a regular basis through electronic means and open meetings, information about the activities of the Board. This includes:
- A. Information about the local plan, or modification to the local plan, before submission of the plan;
 - B. List and affiliation of local WDB members;
 - C. Selection of One-Stop operator;
 - D. Award of grants or contracts to eligible training providers including providers of youth activities;
 - E. Minutes of formal meetings of the Board; and
 - F. WDB By-laws.

ARTICLE VI – VOTING RIGHTS AND CONFLICT OF INTEREST

Section 1 Eligibility and Responsibility
Each official member of the Board shall be eligible to cast one vote, and must vote, on any business of the Board, standing or ad-hoc committees/taskforces to which he or she is assigned, unless a conflict of interest, or appearance thereof, exists as outlined in Article VI, Section 2.

Section 2 Conflict of Interest
Individual board members have the duty to avoid conflict of interest as it relates to Board issues. Any member who has a conflict of interest shall not solicit or influence any other board member, or have any communication related to same with any other board member or staff. A member of a local board may not-

- Cast a vote or participate in any decision-making capacity on any matter under consideration regarding the provision of services by such member (or by an entity that such member represents); or that would provide direct financial benefit to such member or the immediate family of such member.
- Engage directly or indirectly in any business transactions or private arrangement for profit which accrues from or is based upon his or her official position or authority on the Board.
- Participate in the negotiation of or decision to award contracts or grants, the settlement of any claims or charges in any contracts or grants, the certification of any eligible providers or the establishment of any designation of local workforce investment areas or the establishment of any one stop delivery systems, with or for any entity in which he or she has a financial or personal interest.
- Represent or act as an agent for any private interest, whether for compensation or not, in any transaction in which the Board has a direct and substantial interest and which could be reasonably expected to result in a conflict between a private interest of the board member and his/her official board responsibility.
- Utilize any Board equipment, supplies or properties for his or her own private gain or for other than official designated purposes.

All WDB members must acknowledge receipt of the following documents provided by the State Ethics Board:
Ethics Board Docket No. 2009-356
Personal Financial Disclosure “Tier 2.1” (LSA-R.S. 42:1124.2.1)

- Section 3 Abstentions
A. Any member of the Board with a conflict of interest, or appearance thereof, shall abstain from voting on such matters.
B. All abstentions due to conflict of interest, or the appearance thereof, shall be publicly acknowledged and recorded in the minutes.

- Section 4 Proxy or Alternates
In keeping with the spirit of the Government in the Sunshine Law, Board members shall not be able to vote at any meetings by proxy, nor shall alternates be permitted to serve or sit as voting members at any meetings.

ARTICLE VII – COMMITTEES/TASKFORCES

- Section 1 Committees
The Board shall have three (3) standing committees: Executive, Business Engagement and Center Accountability. All committees shall have a chair appointed by the Board chair. Additional committees may be created at the discretion of the Chairman and for the purpose of carrying out board activities.

- A. The **Executive Committee** shall be composed of the Board Chair, Vice-Chair and the Past Chair of the Board and other board members at the request of the Chairman. The Executive Committee is charged with the following responsibilities:
- Recruit potential Board members, and ensure their orientation to the work of the Board.
 - Review and recommend committee projects and offer feedback on initiatives.
 - Organize and coordinate committees and taskforces.
 - Create, review and approve full Board agendas.
 - Communicate with the community and business leaders.
 - Review and recommend adoption of by-laws, budgets and contracts, and Board policies and procedures.
 - Act on behalf of the full board in emergency situations or between full board meetings with approval of board
 - Recommend policies for wisely investing and leveraging existing resources
 - Pursue additional financial, human and in-kind contributions
 - Identify priorities for allocating resources
 - Approve training providers for inclusion on statewide Eligible Training Provider List

- Review monthly financial reports as provided by local Administration
 - Review and recommend budgets
- B. The **Business Engagement Committee** is charged with the following responsibilities:
- Communicate Board purpose and direction to business and community stakeholders
 - Create a consistent flow of information to businesses and community
 - Collaborate with businesses to engage industry leaders in workforce development solutions
 - Broker new relationships with businesses, through various outreach activities
 - Create methodology to gather and disseminate information
 - Develop standardized messaging and documents for communication purposes
 - Gather and analyze existing data from multiple resources
 - Identify workforce trends and recommend workforce improvement priorities
 - Identify emerging workforce issues and community needs
 - Conduct focus groups, survey, studies to collect information
-
- Align with other business organizations to reduce duplication and encourage resource sharing
- C. The **Center Accountability Committee** is charged with the following responsibilities:
- Identify and select service provider(s)/program operator
 - Set service delivery standards and performance benchmarks
 - Establish reporting mechanism to provide feedback on quality and service benchmarks
 - Evaluate customer feedback
 - Develop and review policy standards and protocols for operations
 - Identify deficiencies and corrective action for center activities
 - Assist in development of the local plan, including youth services
 - Recommend local youth employment and training policy and practices, as well as youth providers

- Review and evaluate partnership development activities
- Assist with operational issues relating to services to individuals with disabilities

- Section 2 Committee/Taskforce Membership
- A. All members shall be appointed to at least one committees/taskforces by the Board Chair.
 - B. Each committee/taskforce shall have a Chair which shall be appointed by the Board Chair.
 - C. Membership on committees/taskforces shall not necessarily be limited to Board members, but may include stakeholders with relevant experience.
 - D. Non-board members participating on committees/taskforces shall have the same voting rights and responsibilities as Board members in the same capacity, but in respect to only the work of the committee.
 - E. The Board Chair is an ex-officio member of all committees/taskforces, yet his/her attendance shall not be considered in establishing a quorum.
- Section 3 Terms of Membership of Committees/Taskforces
- A. Each Board member shall constantly serve on a committee for the duration of their membership.
 - B. The term of membership for any ad-hoc taskforce shall be until abolishment of the committee by the Chair.
- Section 4 Committee/Taskforce Meetings
- A. To the extent possible, or as determined necessary by the Board or Committee chair, each standing committee/taskforce shall meet on a regularly scheduled basis in order to carry out the committee’s responsibilities.
 - B. Each committee/taskforce with current items of business requiring official action by the Board, shall meet sufficiently in advance of the scheduled Board meeting to allow the Executive Committee time to place on the agenda.
- Section 5 Committee Agendas and Minutes
- A. All committee/taskforce meetings shall have a written agenda, which will be provided to members in advance of the meeting, if possible, and be made available to the public.
 - B. Minutes will be recorded and kept of all committee/taskforce meetings, which shall be reviewed, amended or corrected and approved or disapproved at the next scheduled meeting of the committee/taskforce.

- C. Upon approval by the committee/taskforce, the minutes shall serve as the official record of the business conducted at the meeting to which they pertain.
- D. Copies of the minutes shall be provided to each committee/taskforce member prior to their next scheduled meeting. Copies shall be provided to the public upon request.

Section 6 Committee/Taskforce Recommendations and Decisions

- A. Committees and/or taskforces exists as advisory/recommending units to the Board, and have no greater authority than the authority granted by the Board.
- B. Committee/Taskforce recommendations or decisions will be presented to the Executive Committee by the Committee/Taskforce Chair or his/her designee, for inclusion on the agenda for the next scheduled Board meeting.
- C. All committee recommendations must be voted on by the full Board membership at an official meeting. Committees have no authority to make any decisions on behalf of the full Board.

ARTICLE VIII – STAFF SUPPORT AND PROFESSIONAL ASSISTANCE

Section 1 Staff Support

The Board and its committees/taskforces shall be provided administrative, clerical and technical support by the Board’s staff. It shall be the Executive Directors responsibility to assure such support is available as necessary or as requested by any Committee/Taskforce Chair.

Section 2 Professional Assistance

If determined necessary, the Board may hire professional consultants, including legal counsel, to assist in carrying out its responsibilities.

ARTICLE IX – AMENDMENTS

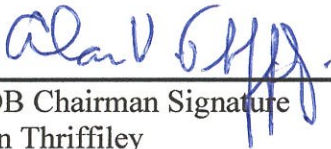
These bylaws shall only be amended or repealed by an affirmative vote of two-thirds of the membership voting thereon after written information specifying and summarizing the proposed changes has been given to the entire membership. Such written notice shall be made no less than eight (8) days prior to the meeting at which such amendment or repeal is placed on the agenda.

ARTICLE X – RESOLUTION OF DISAGREEMENT WITH THE ADMINISTRATIVE ENTITY/GRANT RECIPIENT

In the event of a disagreement between the Board and the Administrative Entity/Grant Recipient (St. Bernard Parish Government), the Executive Committee shall be empowered to act on behalf of the Board to negotiate the matter to agreement.

ARTICLE XI – ENACTMENT PROVISION

These bylaws shall become effective upon approval of the Board. Approval for enactment shall require two-thirds vote of the membership voting thereon, after notice to the membership. Said notice shall be made no later than ten (10) days prior to the meeting at which they are placed on the agenda. These bylaws shall not be construed to take precedence over Federal, State or local laws or regulations.



WDB Chairman Signature
Alan Thriffiley



Date