



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 HC-WDB or WDB. The HC-WDB 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 HC-WDB is established and receives authority in accordance with the WIOA and is appointed by the Humboldt County Board of Supervisors, hereinafter BOS. The BOS have final authority.

ARTICLE II. PURPOSE AND RESPONSIBILITIES

By its composition, the HC-WDB represents organizations, agencies, and representatives of business. The HC-WDB 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 HC-WDB 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.

MISSION STATEMENT AND GOALS

The HC-WDB 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 good jobs and stay employed

ARTICLE III. THE DUTIES OF THE HC-WDB

It shall be the duty of the HC-WDB to do all the following:

1. **Local Plan:** With approval from the BOS, develop and submit a local workforce development area plan to the Governor of California;
2. **Regional Plan:** Collaborate with the local and regional stakeholders and with approval from the BOS to develop and submit a regional plan;
3. **Workforce Research and Regional Labor Market Analysis:** Conduct research, specified regional market labor analysis, and periodic economic and workforce analyses as a part of the local planning process and to assist the Governor in developing the statewide workforce and labor market information system;
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;
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 economic development strategies, 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 support economic growth in the region;
6. **Career Pathways Development:** Collaborate with secondary and postsecondary education program representatives leading the efforts in the local workforce development area to develop and implement career pathways by aligning training, education and support services;
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;
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;
9. **Program Oversight:** Conduct program oversight for: local WIOA youth, adult, and dislocated workforce development program activities; the local service delivery system; and the use, management, and investment of workforce

development funds to maximize performance outcomes under WIOA through evidenced-based decision-making;

10. **Negotiation of Local Performance Accountability:** Establish, through negotiation with the BOS and the Governor, local performance and accountability measures;
11. **Selection of Operators and Providers:** Competitively designate and certify one-stop operators, identify 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;
12. **Coordination of Education Providers:** Coordinate activities with education and training providers;
13. **Budget and Administration:** Develop a budget for the activities of the HC-WDB consistent with the local workforce development plan and the duties of the HC-WDB under WIOA;
14. **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; and
15. **Additional Duties:** The HC-WDB 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 WIOA and under the direction of the Governing Board.

ARTICLE IV. MEMBERSHIP

1. Composition

The BOS shall ensure the membership of the HC-WDB conforms to all WIOA requirements. The BOS reserves discretionary authority on membership as local economic conditions indicate. As authorized under WIOA, Section 107, membership of the WDB is established to be composed of at least 19 members or more, in the percentages that follow:

- a. Business representatives shall constitute a majority, 51%, of WDB 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). Business members must be in positions with a high degree of policymaking and

hiring authority within the business they represent. Their business must provide employment opportunities with high quality work-relevant training and development in local in-demand industry sectors or occupations.

- b. Representatives of the workforce shall constitute at least 20% of WDB membership, including representatives of labor organizations, which must constitute at least 15% of WDB membership. Labor Union members must be selected from candidates nominated by local labor federations, including a representative of an apprenticeship program. If local labor federations fail to nominate enough members to reach 15% of WDB membership, then the requirement shall be 10% of WDB membership, as stated in California Unemployment Insurance Code Section 14202.

Representatives of the workforce, which must total 20% of WDB membership, 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.

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.

- c. Further required Board membership shall include individuals with optimum policymaking authority, as follows:
- Adult Education/Literacy Representative-Must be nominated by institution or organization
 - Vocational Rehabilitation Representative
 - Higher Education Representative- Must be nominated by institution or organization
 - Wagner-Peyser Representative
 - Public Economic Development Agency Representative
- d. Members may also include additional local area representatives appointed by the BOS, representing:
- Local K-12 education
 - The Board of Supervisors, with an alternate
 - A State elected official (Assembly or Senate) representing Humboldt County, with an alternate

- e. Up to three representatives of community-based organizations or businesses that provide the following:
 - Native American employment development
 - Childcare
 - Employment of people with disabilities
 - Serves youth employment, training or education
 - Trains people with barriers to employment

2. HC-WDB Nominations

- a. Nominees who are intended to serve as representatives of business in the local area must be nominated by one of the following; an open-membership business organization, business trade association, or an agency board of directors.
- b. The Nominations Committee shall be an ad-hoc committee appointed by the Executive Committee, including two general members of the full WDB. The Committee shall solicit nominations from the entire WDB membership, beginning in the first quarter of the calendar year.
- c. Nominees who are intended to serve as representatives of labor must be nominated by local labor federations.
- d. For other mandated and non-mandated categories, nominees must be nominated by a senior executive from the agency or institution of employment or affiliation.
- e. Written or electronic applications must be submitted to the HC-WDB Executive Director.
- f. HC-WDB nominations can only be approved when there is a quorum at any regularly scheduled meeting.
- g. Voting shall be public according to the open meeting laws of the State of California.
- h. The Executive Committee of the HC-WDB will review applications and determine a recommendation to the full HC-WDB. The HC-WDB will then vote on an action of a formal nomination to be submitted for final approval by the BOS.

3. Executive Committee and Officer Nominations

- a. The Executive Committee shall consist of seven (7) members of the HC-WDB and include; Chair, Vice Chair, BOS seat, At-Large Business seat, At-Large Higher Education seat and 2 At-Large General seats
- b. Of the 4 At-Large seats, the Chair shall appoint one member from the full WDB to serve on the Executive Committee.
- c. The full WDB shall also elect three (3) At-Large members of the Executive Committee, at least one of whom shall be a private business member seat and one being a representative of a higher education institution that provides workforce education and training.
- d. All elected At-Large members shall serve for 2-year terms, commencing on July 1st. Terms should be staggered in order to support continuity on the Executive Committee.
- e. The Chair and Vice Chair seats shall be filled by business representatives.
- f. Chair and Vice Chair terms will commence on July 1 and end on June 30 of the following calendar year.
- g. A HC-WDB member may serve as Chair or Vice Chair for a period no longer than two years.
- h. The Chair elect and Vice Chair elect shall automatically have their membership extended, if necessary, to coincide with their term in the Chair positions.
- i. The Chair shall preside at all meetings of the full WDB and shall preform all duties incidental to the office of Chair.
- j. A lead Executive Committee member will be appointed by the Executive Committee to create a nomination committee and shall include two at-large HC-WDB members.
- k. The Nomination Committee will present the slate of candidates for Executive Committee positions, including the Chair and Vice Chair seats, at the final HC-WDB meeting of the fiscal year and be included on the agenda. The HC-WDB shall be notified of candidates 15 days prior to final WDB meeting of the fiscal year.
- l. Prior to voting the Chair will take nominations from the floor, a quorum must be present to vote.

- m. Officers are determined by a majority vote of eligible voting members of the HC-WDB.

4. Term and Reappointments

- a. HC-WDB appointments and Executive Committee at-large positions will be for a two-year term generally. Terms will start from the date of appointment by the BOS and expire on the June 30th that is closest to a two year term. During a member's first two-year term, June 30th may arrive prior to the end of the two-year period or go beyond the two-year period, depending on appointment date. HC-WDB staff will put the term expiration date of June 30th 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. 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 HC-WDB Vacancies

- i. The HC-WDB or its Executive Committee will review membership vacancies as they occur and assess associated needs with appointing a replacement.
- ii. HC-WDB 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, WDB website.
- iii. Vacant seats must be filled within 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 At-large 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 of both the Chair and Vice Chair, the Business At-Large elected member shall assume the duties of the Chair
- iv. In the event of a vacancy in a position of an At-Large 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. Terminations and Resignations

a. Terminations may be a result of:

- i. A member is not reappointed after completion of term
- ii. A member fails to attend three consecutive HC-WDB meetings. The Executive Committee may reverse a termination due to absence by a vote of two thirds
- iii. A member is unable to represent the categorical seat as appointed
- iv. Removal by action of the BOS

b. Resignation process:

- i. Members must provide written notice of resignation to the HC-WDB Chair and Executive Director
- ii. HC-WDB staff will notify the Humboldt County Board of Supervisors Clerk of the Board, and the HC-WDB

7. Additional Membership Provisions

- a. Membership is by person, not position, including the mandated partners. Each member must be vetted through the WDB 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 HC-WDB meeting using the designated BOS member or appointed BOS alternate. Annually, the BOS will specify the designated BOS HC-WDB member and alternate. The BOS appointed alternate is authorized to vote in the absence of the appointed BOS HC-WDB member.

8. 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 HC-WDB Chair, whose decision shall then be presented to the HC-WDB 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 HC-WDB receives Executive Director and other staff support from the County of Humboldt County Administrative Office, Office of Economic Development.

ARTICLE VI. MEETINGS

1. Regular meetings (at least semi-annually) will be scheduled and announced at the beginning of each fiscal year. Special meetings may be called at the discretion of the Chair, as needed.
2. All meetings of the HC-WDB and its committees shall be called and held pursuant to the provisions of the Ralph M. Brown Act (Gov. Code Section 54950 et seq.).
3. Agendas and minutes of regular and special HC-WDB meetings shall be provided to members and, upon request, the public in a timely fashion.
4. Alternative technology such as telephone or video or digital conferencing, may be used at HC-WDB board and committee meetings as permitted by the Brown Act.

ARTICLE VII. COUNCILS AND COMMITTEES

1. The HC-WDB shall have an Executive Committee, the membership of which shall include the HC-WDB Chair and Vice-Chair; the Board of Supervisors member as selected by the BOS; and four (4) at large members, per Article IV sections 2 & 3. One at large member is appointed by the HC-WDB Chair. The remaining three at large members are elected by the HC-WDB membership, at least one coming from the private sector and one from the higher-education sector.
2. The Executive Committee shall act on behalf of the full board on all matters of necessity between HC-WDB meetings. That authority shall include:
 - a. Analyzing information from standing and ad hoc committees and coordinating their work
 - b. Setting agendas for HC-WDB meetings
 - c. Authorizing the HC-WDB Chair to sign time-sensitive documents when full HC-WDB approval is not feasible
 - d. Reversal of automatic termination of HC-WDB member terms for administrative purposes set forth in Article IV of these bylaws
 - e. Participation on ad hoc committees and workgroups as needed
3. Work of the HC-WDB as identified in the strategic plan shall engage HC-WDB members through workgroups or ad-hoc committees, defined as follows:

- a. The HC-WDB or Executive Committee designates a workgroup 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 workgroup.
- b. Staff organizes and facilitates workgroups. HC-WDB members may serve as chair should the workgroup elect to have a chair to best accomplish the outcomes.
- c. HC-WDB members may Chair a workgroup, as best serves accomplishing the charge of the workgroup.
- d. Workgroups do not have formal membership requirements, though at least one Executive Committee member participates on each workgroup. HC-WDB members participate on a volunteer basis.
- e. A maximum of three (3) workgroups may operate at any one time.
- f. Workgroups shall report their results and recommendations to the Executive Committee and/or the Full HC-WDB via members or staff.
- g. Workgroups may meet at the call of the HC-WDB Chair or the committee Chair.
- h. Work-group membership shall not constitute a majority of the membership of the HC-WDB.

ARTICLE VIII. ADOPTIONS AND AMENDMENTS

1. These bylaws are hereby adopted upon two-thirds (2/3) vote of the HC-WDB membership present at a meeting at which this item has been noticed and a quorum has been established.
2. 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 HC-WDB 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.
3. Adoptions or amendments of these bylaws may be proposed by any voting HC-WDB member. Such adoptions or amendments must be presented in writing.

ARTICLE IV. GENERAL PROVISIONS

1. The HC-WDB shall utilize Robert'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 HC-WDB policies will be voted upon at a regularly scheduled HC-WDB meetings.
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 HC-WDB shall constitute a quorum.
6. These bylaws shall be reviewed and approved by the HC-WDB every two years in alignment with the start of the calendar year.

HUMBOLDT COUNTY WORKFORCE DEVELOPMENT BOARD

By: _____ Date: _____
Dena McCullough, HC-WDB Chair

ATTESTED

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