



## BOARD OF SUPERVISORS AGENDA ITEM REPORT

Requested Board Meeting Date: June 7, 2022

### **Title: Pima County Workforce Investment Board**

#### **Introduction/Background:**

On February 25, 2022, Local Workforce Development Board (LWDB) Pima County Workforce Investment Board (WIB) received the WIOA Title I-A Governance monitoring letter from Arizona Division of Employment and Rehabilitation Services, Quality Assurance and Integrity Administration that identified areas in which the WIB By-Laws needed to be revised to align them with current federal and state requirements. After review of the Workforce Arizona Council (WAC) governance and conflict of interest policies, language was added to the By-Laws to align with the state policy. Due to these changes, CWD staff are reviewing current member conflicts and will notify the BOS should further action be necessary. Additional changes were made to align the By-Laws with current County policies and practices, such as removing the requirement of Pima County Attorney review.

On March 24, 2022 the Workforce Investment Board (WIB) Executive Committee reviewed the amended language and placed on the WIB agenda for the April meeting.

On April 8, 2022 the WIB approved the amended language and voted 14 in favor and 8 opposed to ratify the by-laws and send to the Board of Supervisors for approval.

#### **Discussion:**

The following language was revised, added or amended to align with state policy.

1. Page 2, Add: F. The WIB will conduct its business in an open manner as required by WIOA sec. 107(e), Arizona Open Meeting Law ARS Title 38, Chapter 3, Article 3.1; by making available to the public, on a regular basis through electronic means and open meetings, information about the activities of the WIB.
2. Page 2, Add: 1. Local Plan, "and modifications"
3. Page 2, Add: 3. Workforce Research and Regional Labor Market Information, "Conduct workforce research and regional labor market analysis"
4. Page 3, Add: 7. Proven and Promising Practices, "Lead efforts in Pima County"
5. Page 3, Add: 9. Program Oversight, "In partnership with the BOS ..."
6. Page 4, 1. Business Representatives Add: c. Be appointed from among individuals nominated by local business organizations and business trade associations as per WIOA 107(b) (2) (A) (iii)
7. Page 4, 3. Education Representatives Add to 3.b) When there are multiple institutions of higher education providing workforce investment activities nominations are solicited from those particular entities (WIOA 107(b)(2)(C)(ii)); and
8. Page 4, 5. Core Partner Representatives Add to a) Arizona Employment Service Office under Wagner-Peyser Act (29 U.S.C. 49 et seq.) serving Pima County; and
9. Page 5, C.1.B, Change He or she to "they represent"
10. Page 5, C.3 Add "and Reappointment"
11. Page 5, D. Term of Office, Removed 1. All members serving on the WIB as of October 1, 2015, will retain their

MAY 12 2022 PM 02:41 PCC CLK OF BO

*appointments, providing the criteria set forth in Paragraph IV(C) are met, through March 31, 2016.*

*2. On March 31, 2016: a. One-third of the members will be selected to serve until September 30, 2016;*

*b. One-third of the members will be selected to serve until September 30, 2017; and c. One-third of the members will be selected to serve until September 30, 2018.* Revised to: 1. All members appointed after March 31, 2016, will serve staggered three (3) year terms, unless appointed to fill a vacancy.

12. Page 6, Article V, Add I. Prohibited WIB Members: Must not include members who are staff to the WIB, staff or board members of the One Stop Operator, and/or WIOA Title IB adult, dislocated worker, and youth providers or staff of the grant recipient, administrative entity or fiscal agent.

13. Page 7, Article VI, Add 9. All election materials will be maintained by CWD and available for monitoring by the state administrative entity.

14. Page 9, Article VII, C. 3. Add "... and Article X of these by-laws."

15. Page 10, Article VIII, A. 9. Add "... as described in Article X of these by-laws."

16. Page 10, Article VIII, A. 10. Add "... Director"

17. Page 13, Article X, Add 7. Workforce Arizona Council Policy #1 Governance

18. Page 13, Article X, Add 8. Workforce Arizona Council Policy #8 Conflict of Interest

19. Page 13, Article X, Add B. Conflict of Interest

1. WIB members may not vote on any matter that would provide direct financial benefit to the member or member's immediate family, or on matters of the provision of services by the member or the entity the member represents.

2. WIB members must avoid even the appearance of a conflict of interest. Prior to taking office, WIB members must provide to the WIB Chair and WIB Director a written declaration of all substantial business interests or relationships, they, or their immediate families, have with all businesses or organizations that have received, currently receive, or are likely to receive contracts or funding from the WIOA. Such declarations must be updated annually or within 30 days to reflect any changes in such business interests or relationships.

a. The WIB Director and CWD Deputy Director of Operations reviews the disclosure information in a timely manner and advises the WIB chair and appropriate members of potential conflicts.

3. Prior to a discussion, vote, or decision on any matter before the WIB, if a member or a person in the immediate family of such member, has a substantial interest in or relationship to a business entity, organizations, or property that would be affected by any official WIB action, the member must disclose the nature and extent of the interest or relationship and must abstain from discussion and voting on or in any other way participating in a decision on the matter. All abstentions must be recorded in the meeting minutes and be maintained as part of the official record.

4. It is the responsibility of WIB members to monitor potential conflict of interest and bring it to the WIB's attention in the event a member does not make a self-declaration.

5. In order to avoid a conflict of interest, the WIB must ensure that the workforce service providers for WIOA Title I-B adult, dislocated worker, and youth programs must not employ or otherwise compensate a current WIB member or WIB employee who is employed or compensated by the WIB or its administrative entity, fiscal agent or grant recipient to support the WIB in carrying out its duties.

6. The WIB must ensure that the WIB, its members or its administrative staff do not have any supervisory responsibility for the daily activities of its workforce service providers, workforce system partners or contractors. There must be complete separation between governance functions and

operating functions within an organization including different reporting structures.

7. WIB members or their organizations may receive services as a customer of a local workforce service provider or workforce system partner.

20. Page 14, Article XII, A. Revised from The WIB "Executive Committee," WIB Director, CWD Operations Deputy Director, and the Pima County Attorney's Office must review and be allowed to comment on the proposed amendment prior to it being circulated to the membership. To Read: The WIB "Executive Committee," WIB Director, and CWD Operations Deputy Director, must review and be allowed to comment on the proposed amendment prior to it being circulated to the membership.

21. Page 15, Glossary, Add WAC - Workforce Arizona Council; CWD - Community and Workforce Development

**Conclusion:**

If the By-Laws are approved by the Pima County Board of Supervisors, they will be submitted with the attachment to the Arizona Department of Economic Security Quality Assurance and Integrity Administration to address the findings from the WIOA Title I-A Governance monitoring. If the By-Laws are not approved, Pima County will not be in compliance and may not have access to Federal and State workforce funds.

**Recommendation:**

Pima County staff and the Workforce Investment Board recommend that the Pima County Board of Supervisors as the LCEO approve the revised By-Laws.

**Fiscal Impact:**

NONE

**Board of Supervisor District:**

1                       2                       3                       4                       5                       All

Department: Community & Workforce Development Telephone: 520-724-9638

Contact: Cassie Lundin Telephone: 520-724-9638

Department Director Signature/Date: *Cassie Lundin* 5/9/2022

Deputy County Administrator Signature/Date: *Joan* 11 May 22

County Administrator Signature/Date: *Joan* 5/11/2022

---

## BY-LAWS OF THE WORKFORCE INVESTMENT BOARD OF PIMA COUNTY

---

### ARTICLE I – NAME AND AUTHORITY

- A. The organization will be called “The Pima County Workforce Investment Board.” From time to time it may also be referred to as the “WIB”, “Pima County WIB”, “Local Board”, “Local Workforce Development Board” or “LWDB”
- B. The WIB is authorized, established in accordance with Section 107 of the Workforce Innovation and Opportunity Act (“WIOA”), and guided pursuant to the Workforce Innovation and Opportunity Act (“WIOA”), Public Law 133-128. WIOA was signed into law on July 22, 2014. WIOA replaces and supersedes the Workforce Investment Act of 1998 (“WIA”).
- C. As the chief elected officials, the Pima County Board of Supervisors (“BOS”) has the final authority over the contents of these by-laws and the formal implementation of policy that may be recommended by the WIB.

### ARTICLE II – AREA SERVED

- A. Pursuant to the State of Arizona designation and in compliance with WIOA, the Local Workforce Development Area (“LWDA”) served by the WIB will be all of Pima County, excluding areas under tribal jurisdiction.
- B. The WIB, in cooperation with the BOS, may also provide services and cooperation with other LWDA's in Southern Arizona and, to a lesser extent, throughout the State of Arizona.

### ARTICLE III – VISION AND PURPOSE

- A. The Pima County WIB will pursue its vision of "Quality Jobs • Qualified Workers" through the following goals:
  - 1. Assisting people to obtain jobs in strategic industry sectors.
  - 2. Supporting employers in finding and hiring qualified employees.
  - 3. Engaging underrepresented labor pools by removing barriers to employment.
- B. The Pima County WIB’s purpose as the LWDB and in accordance with WIOA, 20 CFR §679.300 includes the following:
  - 1. Providing strategic and operational oversight in collaboration with the required, additional, and optional partners and workforce stakeholders to help develop a comprehensive and high-quality workforce development system in the local area and larger planning region;
  - 2. Assisting in the achievement of the State's strategic and operational vision and goals as outlined in the Unified State Plan; and
  - 3. Maximizing and continuing to improve the quality of services, customer satisfaction, and effectiveness of the services provided.

- C. The WIB is established to assist the BOS in strategic planning, oversight and evaluation of the LWDA to reduce unemployment in Pima County and provide a forum for creatively solving local workforce problems.
- D. The WIB will help develop and promote policies and recommend investments that will support the development of an effective and cohesive workforce investment system to maximize return on investment for all stakeholders.
- E. The WIB will develop and maintain strategic and strong relationships with business organizations, chambers of commerce, labor and trade associations, education providers, and others to build a cohesive regional workforce development system meeting the needs of both employers and job seekers.
- F. The WIB will conduct its business in an open manner as required by WIOA sec. 107(e), Arizona Open Meeting Law ARS Title 38, Chapter 3, Article 3.1; by making available to the public, on a regular basis through electronic means and open meetings, information about the activities of the WIB.

**ARTICLE IV – DUTIES AND RESPONSIBILITIES**

- A. In carrying out the duties and responsibilities set forth in WIOA 107(d), 20 CFR §679.370 and 20 CFR 679.310(b); the Workforce Arizona Council (“WAC”) Local Governance Policy; and the Shared Governance Agreement (“SGA”), WIB members must adhere and comply with these and all applicable Federal, State and local laws and regulations. This includes WIOA and associated regulations and any future amendments to and guidance issued regarding the laws and regulations.
- B. In cooperation with Pima County Community and Workforce Development Department (“CWD”) and subject to the approval of the BOS, the WIB will undertake the following duties and responsibilities:
  - 1. Local Plan: Develop the multi-year local workforce development area plan and modification as required by regulation to be submitted by Pima County to the Governor of Arizona.
  - 2. Regional Plan: If Pima County becomes a part of a planning region, collaborate with other local boards and local government leaders, or their designees, to prepare and submit a regional plan.
  - 3. Workforce Research and Regional Labor Market Analysis: Conduct workforce research and regional labor market analysis to include the status of the regional and local economies, labor markets and workforce to assist the BOS in the implementation and funding of programs and the Governor in the development of the statewide workforce and labor market information system.
  - 4. Stakeholder Engagement: Convene and collaborate with local workforce development system stakeholders to ensure the development of an effective local area plan and identify non-federal expertise and resources to leverage support for local workforce development area activities.
  - 5. Employer Engagement: Bring together a diverse range of private and public sector employers, educators and economic development authorities to: promote cooperation with the BOS economic development strategies; develop effective linkages with employers; encourage employer utilization of the ARIZONA@WORK Pima County One-Stop system, a proud partner of the American Job Center network, and programs; and ensure WIB activities meet the needs of current employers and support future growth.
  - 6. Career Pathways: Collaborate with secondary, Title II providers, and post-secondary education institutions to develop and implement programs that lead to careers paying livable wages and opportunities for advancement.

7. Proven and Promising Practices: **Lead efforts in Pima County** to identify and promote the use of proven and promising strategies, initiatives, and practices from across the nation for the development of quality jobs and a workforce to fill the jobs.
  8. Technology: Develop strategies for using technology to maximize accessibility and effectiveness of the local workforce development system for employers, workers, job seekers, and those with barriers to employment. Consult with appropriate CWD staff on intake and case management information systems, remote access to systems, and improving digital literacy skills. Leverage resources and capacity within the system.
  9. Program Oversight: **In partnership with the BOS**, oversee operations and activities at the ARIZONA@WORK Pima County One-Stop, workforce development programs for local youth, adults and dislocated workers. Monitor the use, management and investment of workforce development funds. Based on evidence, suggest changes to improve performance where needed.
  10. Local Performance and Accountability: With the BOS and, when appropriate, the Governor, develop local performance and accountability measures.
  11. Training: Identify qualified adult and youth training providers in numbers and career areas sufficient to maximize consumer choice. Ensure that individuals with disabilities have training opportunities that will lead to competency for employment with livable wages and opportunities for advancement.
  12. Compliance with Law: In execution of its business, the WIB will comply with the WIOA, federal regulations, and policies and directives from the Arizona Department of Economic Security and the WAC.
- C. The process to ensure LWDB members actively participate in convening the workforce systems' stakeholders, brokering relationships with a diverse range of employers, and leveraging support for workforce development activities per WIOA 20 CFR § 679.310 (g) (6) includes:
1. Monthly WIB member Spotlights.
  2. Industry sector convenings at WIB monthly meetings.
  3. WIB members are expected to actively participate on one WIB committee or through a designee.
  4. Stakeholders who are not WIB members are invited to serve on WIB committees.
  5. Small employers and employers in in-demand industry sectors and occupations are represented on the WIB.

## ARTICLE V – MEMBERSHIP

- A. **Size**: The number of members will:
1. Not be less than the number required to comply with WIOA requirements and fulfill the WIB's duties and responsibilities;
  2. Not be more than forty-five (45); and
  3. Always be an odd number.
- B. **Composition**: The BOS must ensure that the membership conforms to all requirements of the WIOA 107(b), as outlined in the SGA between the CEO and the WIB, and the following:
1. Business Representatives: The majority (at least 51%) of the members must be representatives of both large and small employers in the local area. At a minimum, at least two members must represent small business as defined by the U.S. Small Business Administration. Each of these members must meet the following criteria:

- a. Be an owner, chief executive or operating officer of businesses, or other individual with optimum policymaking or hiring authority; and
  - b. Be from a business which provides employment opportunities in in-demand industry sectors or occupations in Pima County.
  - c. Be appointed from among individuals nominated by local business organizations and business trade associations as per WIOA 107(b)(2)(A)(iii).
2. Workforce Representatives: Workforce representatives must comprise at least 20% of the members:
- a. Labor Representatives. Members must be selected from the following sectors:
    - i. Two (2) or more must be from labor organizations; and
    - ii. One (1) or more must represent a joint labor-management, or union-affiliated, registered apprenticeship program. The member(s) must be a training director or member of the labor organization.
  - b. Specialized Community Based Service Representatives. Workforce Representatives may also be selected from one or more of the following categories:
    - i. From an agency which addresses the education or training needs for individuals with barriers to employment from disabilities;
    - ii. From an agency successful in providing employment or training services to veterans; and
    - iii. From an agency successful in addressing the employment, education or training needs of WIOA eligible youth.
3. Education Representatives: Members must be selected from the following categories:
- a. One (1) or more shall be from an eligible provider administering adult education and literacy activities under Title II; and
  - b. One (1) or more shall be a representative of an institution of higher education providing workforce development activities. When there are multiple institutions of higher education providing workforce investment activities nominations are solicited from those particular entities (WIOA 107(b)(2)(C)(ii)); and
4. Economic Development Representatives: At least one (1) member must be from an entity that undertakes economic and community development activities from the private sector and/or small business development centers.
5. Core Partner Representatives: Members must be selected from the following categories:
- a. One (1) or more must be from the Arizona Employment Service Office under Wagner-Peyser Act (29 U.S.C. 49 *et seq.*) serving Pima County; and
  - b. One (1) or more must be from the Arizona office which provides services under Title I of the Rehabilitation Act of 1973, other than sec. 112 or part C.; and
  - c. One (1) or more must be from an eligible provider administering adult education and literacy activities under Title II.
6. BOS Representatives. The BOS may select additional members from sectors that the BOS believes will improve and enhance the functioning of the WIB.

C. Qualifications: Members of the WIB must meet the following qualifications:

- 1. All business members must have:

11/22/16; Revised 10/03/19;  
8/27/2020; 7/12/2021; 3/1/2022

- a. Optimum policy-making authority – the individual must be able to commit the entity he or she represents to a course of action; and
  - b. Demonstrated experience and expertise in the area **they represent** – the individual is either a workplace learning advisor as defined in WIOA sec. 3(70) or has documented leadership in developing or implementing workforce development, human resources, training and development, or a core program function.
2. Multi-Category Representation by One Member: An individual may be appointed as a representative of more than one of the categories described in Subparagraphs V(B)(1) thru (5), so long as all qualifications are met for each category.
3. Nomination, Appointment and Reappointment:
- a. Business representatives must be nominated by local business organizations or trade representatives.
  - b. Labor representatives must be nominated by local labor federations.
  - c. Education representatives must be nominated by the institution, or in the case of WIOA title II the lead administrator.
  - d. All other representatives will be nominated through solicitation of entities in the areas to be represented.
  - e. The BOS Chair, WIB Chair, WIB Director, CWD Director and CWD Operations Director will review nomination and:
    - i. Confirm eligibility of each nominee;
    - ii. Receive input regarding the nominees from interested parties; and
    - iii. Present the nominee to the BOS for review and, if satisfactory, appointment.
  - f. All members will be appointed by a majority vote of the BOS.

D. Term of Office:

- 1. All members appointed after March 31, 2016, will serve staggered three (3) year terms, unless appointed to fill a vacancy.
- 2. Members appointed to fill vacancies will serve the remaining term of the member's predecessor.
- 3. Members may be reappointed by the BOS for successive terms pursuant to the nomination process outlined in these by-laws.

E. Resignations:

- 1. Resignations must be submitted in writing to the WIB Chair and WIB Director.
- 2. The WIB Director will immediately notify the Clerk of the BOS of the resignation.
- 3. The resignation will be placed on the agenda for the next regularly scheduled WIB meeting and will be effective:
  - a. When acknowledged by the WIB at the meeting, if the resignation will not affect the required composition of the WIB; or
  - b. When a replacement is appointed by the BOS, if the resignation will affect the required composition of the WIB.

F. **Vacancies:**

1. A member's position is deemed vacant when:
  - a. Resignation is accepted;
  - b. A vacancy defined in A.R.S. § 38-291 occurs;
  - c. As required by these by-laws;
  - d. By operation of law; or
  - e. Upon removal from office.
2. The WIB Chair will notify the WIB Director when a vacancy occurs.
3. WIB Director will notify the Clerk of the BOS of the vacancy.
4. Positions will be filled in compliance with these by-laws. In addition:
  - a. If needed to maintain the required composition of the WIB, the BOS will fill the vacancy within 120 days with an individual that meets the same membership requirement as the outgoing member.
  - b. If the required composition of the WIB is not affected by the vacancy, the BOS may fill the position at its discretion.
5. Appointment to fill a vacancy, other than by the expiration of a member's term, will be for the unexpired portion of outgoing member's term.

G. **Removal:**

1. All members serve at the pleasure of the BOS and may be removed for any reason.
2. A member will be removed if the member:
  - a. Fails to attend meetings as required by these by-laws; or
  - b. Fails to comply with the laws and policies set forth in Article X of these by-laws.
3. WIB Chair, in consultation with the WIB Director and CWD Operations Deputy Director, may recommend that the BOS remove a member if the member:
  - a. No longer possesses the qualifications of membership which were the basis for the member's initial appointment and the member is not qualified to fill a different slot;
  - b. Fails to represent the WIB in a manner deemed appropriate;
  - c. Is absent for three (3) consecutive meetings without submitting a written leave of absence to the WIB Board Development Committee; or
  - d. Fails to actively participate in meetings.

H. **Compensation:** Members are not entitled to compensation or to reimbursement for travel expenses for duties performed for the WIB.

I. **Prohibited WIB Members:** Must not include members who are staff to the WIB, staff or board members of the One Stop Operator, and/or WIOA Title IB adult, dislocated worker, and youth providers or staff of the grant recipient, administrative entity or fiscal agent.

**ARTICLE VI – OFFICERS**

A. **Officers:** The officers will be:

11/22/16; Revised 10/03/19;  
8/27/2020; 7/12/2021; 3/1/2022

1. Chair;
2. First Vice-Chair (Performance and Accountability);
3. Second Vice-Chair (Planning);
4. Third Vice-Chair (Board Development); and
5. Fourth Vice-Chair (Youth Council).

**B. Election and Terms of Office:**

1. One individual will be elected by the membership for each designated office.
2. Each officer will serve a two (2) year term.
3. Elections will be held at the last regularly scheduled meeting before July 1 of each year.
4. Terms of office will begin on July 1 of the year in which the officer is elected.
5. The Chair:
  - a. Must be from the Business Representative group;
  - b. Will be elected by majority vote of the Business Representatives of the WIB;
  - c. May serve no more than two (2) consecutive terms.
  - d. Will be elected in years ending in even numbers.
6. The First Vice-Chair:
  - a. Must be a member of the private sector groups;
  - b. Will be elected by majority vote of the WIB Executive Committee; and
  - c. Will be elected in years ending in even numbers.
7. The Second Vice-Chair:
  - a. Must be a member of the private sector groups;
  - b. Will be elected by majority vote of the WIB membership in attendance on the date of the election; and
  - c. Will be elected in years ending in odd numbers.
8. The Third and Fourth Vice-Chairs:
  - a. May be from any of the representative groups;
  - b. Will be elected by a majority vote of the WIB membership in attendance on the date of the election; and
  - c. Will be elected in years ending in odd numbers.
9. All election materials will be maintained by CWD and available for monitoring by the state administrative entity.

**C. Duties of the Chair: The Chair will:**

1. Preside over all regular, special, and Executive Committee meetings of the WIB;
2. Serve as Chair of the Executive Committee;
3. Encourage the best and broadest participation possible from all WIB members;
4. Provide guidance to WIB Director for the preparation of WIB meeting agendas;

5. In consultation with the WIB Director, appoint chairs of committees, except as defined in these by-laws, and all committee members;
6. Represent the WIB as appropriate;
7. Assign and delegate duties to Vice-Chairs, within their discipline, as needed; and
8. After the conclusion of the term in office, mentor the incoming Chair regarding WIB operations and activities.

**D. Duties of the First Vice-Chair (Performance and Accountability):** The First Vice-Chair will:

1. In the absence of the Chair, perform all duties of the Chair;
2. Fulfill the assignments of the Chair, delegating to the membership as appropriate; and
3. Serve as the Chair of the WIB Performance and Accountability Committee.

**E. Duties of the Second Vice-Chair (Planning):** The Second Vice-Chair will:

1. In the absence of the Chair and First Vice-Chair, perform all duties of the Chair;
2. Fulfill the assignments of the Chair, delegating to the membership as appropriate; and
3. Serve as the Chair of the WIB Planning Committee.

**F. Duties of the Third Vice-Chair (Board Development):** The Third Vice-Chair will:

1. In the absence of the Chair, First Vice-Chair and Second Vice-Chair, perform all duties of the Chair;
2. Fulfill the assignments of the Chair, delegating to the membership as appropriate; and
3. Serve as the Chair of the WIB Board Development Committee.

**G. Duties of the Fourth Vice-Chair (Youth Council):** The Fourth Vice-Chair will:

1. In the absence of the Chair, First Vice-Chair, Second Vice-Chair, and Third Vice-Chair, perform all duties of the Chair;
2. Fulfill the assignments of the Chair, delegating to the membership as appropriate; and
3. Serve as the Chair of the WIB Youth Council Committee.

**H. Removal of Officer:** An officer may be removed from office for cause with a vote of at least two-thirds (2/3) of the appointed members.

## ARTICLE VII – MEETINGS

**A. Public Meetings:**

1. All regular and special meetings of the WIB, its standing committees, special committees, and workgroups, will be conducted and announced in compliance with Arizona Open Meeting Law, A.R.S. § 38-431 *et seq.* Remote, telephonic, or web-based meetings and attendance will be permitted. Arizona Open Meeting Law, A.R.S. § 38-431 states that a meeting is a gathering, in person or through technological devices of a quorum of a public body at which they discuss, propose or take legal action, including deliberations. A.R.S. § 38-431(4). This includes telephone and e-mail communications.
2. Where these by-laws and other applicable law do not provide adequate procedure for the conduct of a meeting, Robert’s Rules of Order will be used as a guide.

3. Meeting Schedule:

a. Regular meetings.

- i. The WIB will meet a minimum of six (6) times each federal fiscal year (July 1 – June 30).
- ii. Standing committees will meet a minimum of four (4) times each federal fiscal year (July 1 – June 30).
- iii. The Executive Committee will establish the annual calendar for regular meetings each June. The calendar of these meetings will be posted on the WIB’s web page no later than July 1 of each year.

b. Special Meetings.

- i. The Chair, or the Executive Committee by majority vote, may call special meetings of the WIB or of committees as deemed necessary.
- ii. The WIB may, by majority vote of those in attendance at a regular meeting, vote to hold a special meeting.
- iii. Special meeting notices will be posted no later than 24 hours in advance.

B. Quorum:

1. A simple majority of the appointed members will constitute a quorum for the transaction of WIB and committee business.
2. Failure to establish a quorum within twenty (20) minutes of the scheduled time for a meeting will result in cancellation of the meeting.
3. If quorum, once established, is lost, no further business may be conducted and the meeting must be adjourned.

C. Voting:

1. Each member, including the Chair, is entitled to one (1) vote on all matters before the WIB and any committees upon which the member serves.
2. Members must be present at a meeting in order to cast a vote. Members will not be permitted to delegate any duties to proxies or alternates for regular WIB meetings.
3. No member may cast a vote for any item which has a direct bearing on the organization with which the member is associated or employed or when the member has a conflict of interest under WIOA, A.R.S. § 38-503, and Article X of these by-laws. Such conflicts must be declared on the record.
4. Except for the reasons set forth in paragraph 3 above, abstention from voting is not encouraged. If a member does abstain, the abstention is not counted as either a vote for or against the measure.
5. Unless required otherwise in these by-laws or by law, a simple majority of the members present will carry the action.
6. At the request of any member, or at the discretion of the Chair, a roll-call or ballot vote may be taken for any action of the WIB.

D. Attendance:

1. Every member is expected to attend all regularly scheduled meetings of the WIB and any committees upon which the member serves. Remote, telephonic, or web-based meetings and attendance will be permitted. Arizona Open Meeting Law, A.R.S. § 38-431 states that a meeting is a gathering, in person or through technological devices of a quorum of a

public body at which they discuss, propose or take legal action, including deliberations.  
A.R.S. § 38-431(4). This includes telephone and e-mail communications.

2. Unexcused absences for three (3) consecutive meetings may result in a recommendation to the BOS that the member be removed from the WIB.

## **ARTICLE VIII – COMMITTEES**

### **A. General:**

1. All committees established by the WIB will comply with and be conducted pursuant to the Arizona Open Meeting Law, including the taking and preparation of minutes, and these by-laws.
2. All members are encouraged to actively participate on a committee.
3. The WIB Chair, in consultation with WIB Director, will determine the appropriate membership number for a committee.
4. Members of each committee will, to the greatest extent possible, possess expertise in the topic areas or tasks of the committee.
5. Except as set forth in these by-laws, the WIB Chair will appoint the Chair of any committee. The committee chair's term will coincide with the term of the WIB Chair.
6. All actions of a committee are advisory to, and not binding upon, the WIB.
7. The Chair of each committee will, in consultation with the WIB Chair and WIB Director, set the agenda for committee meetings.
8. Any member who works or contracts with or represents the ARIZONA@WORK Pima County One-Stop may not serve on any committee that oversees the ARIZONA@WORK Pima County One-Stop system.
9. No member will serve on any committee whose activities and oversight may present a conflict of interest for the member **as detailed in Article X of these by-laws**.
10. A member may resign from a committee by giving written notice to the committee Chair and WIB **Director**. The resignation will be effective upon acceptance by the WIB Chair.

### **B. Executive Committee:** The Executive Committee will:

1. Be made up of the officers of the WIB;
2. Provide strategic leadership and direction for the WIB;
3. Report to the full membership, all action taken by the committee;
4. Elect the Vice-Chair;
5. In consultation with the WIB Director, make recommendations for membership on standing and other committees, ensuring compliance with the requirements of the WIOA, federal regulations, and policies and directives from the Arizona Department of Economic Security and the Workforce Arizona Council; and
6. Perform other duties as the WIB deems necessary.

### **C. Standing Committees:**

1. General:
  - a. There will be four (4) standing committees: The Performance and Accountability Committee; the Planning Committee; the Board Development Committee; and the Youth Council.

- b. Non-WIB member standing committee members, will be voting members of the standing committee.
2. Performance and Accountability Committee: The Performance and Accountability Committee will:
    - a. Be chaired by the First Vice-Chair;
    - b. May include One-Stop partners as members;
    - c. Review the performance of all agencies receiving funding under the WIOA;
    - d. Oversee the development of Requests for Proposals (“RFP”) for WIOA services;
    - e. Review and evaluate requests for the Eligible Training Provider List (“ETPL”);
    - f. Oversee the performance of Eligible Training Providers;
    - g. Provide information and assist with operational and other issues relating to the One-Stop delivery system.
    - h. Perform other activities assigned by the WIB Chair; and
    - i. Report to the WIB Chair and full membership, all actions taken by the committee.
  3. Planning Committee: The Planning Committee will:
    - a. Be chaired by the Second Vice-Chair;
    - b. Review local economic factors to provide guidance for WIB activities;
    - c. Develop strategic plans to meet the workforce needs of local employers;
    - d. Develop strategic plans to further training opportunities for workers that coincide with the workforce needs of local employers;
    - e. Perform other activities assigned by the WIB Chair; and
    - f. Report to the WIB Chair and full membership, all actions taken by the committee.
  4. Board Development Committee: The Board Development Committee will:
    - a. Be chaired by the Third Vice-Chair;
    - b. Recruit potential WIB members focusing on:
      - i. WIOA composition requirements for the WIB;
      - ii. Education and expertise; and
      - iii. Connections to the community.
    - c. Provide orientation to new members.
    - d. Perform other activities assigned by the WIB Chair; and
    - e. Report to the WIB Chair and full membership, all actions taken by the committee.
  5. Youth Council: The Youth Council will:
    - a. Be chaired by the Fourth Vice-Chair;
    - b. Have a least two (2) members from community-based organization with a demonstrated record of success in serving eligible youth and other individuals with appropriate expertise and experience who are not members of the WIB;
    - c. Reflect the needs of the local area;

- d. Have committee members who are appointed for their experience and expertise and who will bring their expertise to help the committee address the employment, training, education, human and supportive service needs of eligible youth including out-of-school youth;
- e. Have members who may represent agencies such as education, training, health, mental health, housing, public assistance, and justice, or be representatives of philanthropic or economic and community development organizations, and employers;
- f. Have members who include parents, participants, and youth;
- g. Establish and maintain partnerships with local employers and organizations that provide services to youth in order to develop youth into successful members of the community;
- h. Provide information and assist with planning, operational, and other issues relating to the provision of services to youth, which shall include community-based organizations with a demonstrated record of success in serving eligible youth;
- i. Provide information and assist with operational and other issues relating to the provision of services to individuals with disabilities;
- j. Assist with finding employment opportunities for individuals with disabilities;
- k. Perform other activities assigned by the WIB Chair; and
- l. Report to the WIB Chair and full membership, all actions taken by the committee.

**D. Other Committees:**

- 1. The WIB Chair, the Executive Committee by majority vote or the WIB by majority vote may establish other committees as deemed necessary to assist the WIB in carrying out its duties.
- 2. Each committee will be active for as long as necessary to accomplish the specific purpose of the committee.
- 3. Members will serve on the committee until the committee is dissolved or for the term of the WIB Chair, whichever is shorter.

**ARTICLE IX – CONFLICT RESOLUTION**

The Executive Committee will promptly and fairly resolve any disputes, conflicts, or disagreements that threaten the functioning of the Board in the manner deemed most appropriate to the situation. The complaint will be submitted to the Executive Committee in writing for mediation. All impacted Executive Committee members must recuse themselves if a party to the conflict. If stated recusals result in the lack of a quorum, the remaining members of the Executive Committee will recruit a standing committee member to fulfill the role for purpose of mediation. All decisions by the Executive Committee are final unless requiring legal review. Decisions will be documented in writing to the impacted parties.

**ARTICLE X – CONFLICT OF INTEREST AND ETHICS**

**A. Members must be familiar with and comply with:**

- 1. The Conflict of Interest and Ethics provisions of the WIOA;
- 2. Arizona Conflict of Interest Laws, A.R.S. § 38-502 *et seq.*;
- 3. Pima County Board of Supervisors Policy C 2.1 -- Workplace Ethics, Conduct and Compliance;

4. Pima County Board of Supervisors Policy D 21.2 – Prevention of Sexual Harassment;
5. Pima County Board of Supervisors Policy D 21.3 – Prevention of Workplace Harassment; or
6. Pima County Board of Supervisors Policy D 23.1 – Preventing, Identifying and Addressing Workplace Bullying.

7. Workforce Arizona Council. Policy #1 Governance

8. Workforce Arizona Council. Policy #8 Conflict of Interest

#### **B. Conflict of Interest:**

1. WIB members may not vote on any matter that would provide direct financial benefit to the member or member's immediate family, or on matters of the provision of services by the member or the entity the member represents.
2. WIB members must avoid even the appearance of a conflict of interest. Prior to taking office, WIB members must provide to the WIB Chair and WIB Director a written declaration of all substantial business interests or relationships, they, or their immediate families, have with all businesses or organizations that have received, currently receive, or are likely to receive contracts or funding from the WIOA. Such declarations must be updated annually or within 30 days to reflect any changes in such business interests or relationships.
  - a. The WIB Director and CWD Deputy Director of Operations reviews the disclosure information in a timely manner and advises the WIB chair and appropriate members of potential conflicts.
3. Prior to a discussion, vote, or decision on any matter before the WIB, if a member or a person in the immediate family of such member, has a substantial interest in or relationship to a business entity, organizations, or property that would be affected by any official WIB action, the member must disclose the nature and extent of the interest or relationship and must abstain from discussion and voting on or in any other way participating the in a decision on the matter. All abstentions must be recorded in the meeting minutes and be maintained as part of the official record.
4. It is the responsibility of WIB members to monitor potential conflict of interest and bring it to the WIB's attention in the event a member does not make a self-declaration.
5. In order to avoid a conflict of interest, the WIB must ensure that the workforce service providers for WIOA Tile I-B adult, dislocated worker, and youth programs must not employ or otherwise compensate a current WIB member or WIB employee who is employed or compensated by the WIB or its administrative entity, fiscal agent or grant recipient to support the WIB in carrying out its duties.
6. The WIB must ensure that the WIB, its members or its administrative staff do not have any supervisory responsibility for the daily activities of its workforce service providers, workforce system partners or contractors. There must be complete separation between governance functions and operating functions within an organization including different reporting structures.
7. WIB members or their organizations may receive services as a customer of a local workforce service provider or workforce system partner.

#### **ARTICLE XI – STAFF SUPPORT**

Pima County, through CWD, will provide the following services for the WIB:

- A. Prepare and disseminate all notices, as required by law or these by-laws.
- B. At the direction of the WIB Chair and the WIB Director, prepare and disseminate the WIB agenda, associated materials and other necessary communications.

- C. Take minutes at WIB meetings. In compliance with Arizona Open Meeting Law, a draft of the minutes will be available and posted no later than three (3) business days after each meeting.
- D. Maintain the records of the WIB for the time periods required under applicable federal or state law.
- E. Prepare reports and provide other information to the WIB, as requested.
- F. Prepare a monthly program report summarizing County activities under WIOA for the Executive Committee.

#### **ARTICLE XII – AMENDMENT OF BY-LAWS**

- A. The WIB “Executive Committee,” WIB Director, and CWD Operations Deputy Director, must review and be allowed to comment on the proposed amendment prior to it being circulated to the membership.
- B. The proposed amendment is provided to the WIB members at least 14 calendar days prior to the meeting at which the amendment will be considered.
- C. The WIB may, by vote of a majority in attendance at a WIB meeting, request that the BOS amend the by-laws.
- D. Any amendment will become effective when approved by the BOS.

#### **ARTICLE XIII – SEVERABILITY**

If any part of these by-laws is declared unconstitutional or null and void for any reason, the validity of the remaining portions will not be affected by such declaration.

#### **ARTICLE XIV – ENACTMENT**

These by-laws will become effective upon adoption by a majority vote of the WIB and approval of the BOS and will remain in effect, as amended pursuant to Article XII, until dissolution of the WIB.

## GLOSSARY

**Arizona Conflict of Interest Law** A.R.S. § 38-503

**Arizona Open Meeting Law** A.R.S. § 38-431 *et seq.*

**BOS** Pima County Board of Supervisors

**WIA** Workforce Investment Act of 1998

**WIB** Pima County Workforce Investment Board

**WIOA** Workforce Innovation and Opportunity Act, Public Law 133-128 and applicable regulations in Title 20, Code of Federal Regulations. 20 CFR Part 679 Subpart C applies specifically to WIB.

**WAC** Workforce Arizona Council

**CWD** Community and Workforce Development

---