

**BYLAWS
OF THE
WASHTENAW COUNTY
WORKFORCE DEVELOPMENT BOARD**

Article I: Identity

These Bylaws are established on the [date] day of [month and year], for the Workforce Development Board (hereinafter referred to as WDB) of the Washtenaw County Michigan Works! Area (MWA). WDB is organized in accordance with the Workforce Investment Act of 1998, and its subsequent amendments, (hereinafter referred to as WIA) and by the Governor of the State of Michigan and through the Governor’s and Michigan State Legislature’s mandates (the Michigan Works! Service System, and the provisions of the agreement between the WDB and the Chief Elected Official (CEO) in accordance with the provisions above and as indicated in addendum one, attached hereto and made a part hereof.

Washtenaw County is a single government MWA and is the grant recipient/administrative entity for the MWA; Washtenaw County Employment Training and Community Services (ETCS) / Michigan Works! functions as administrative entity and staffs the WDB. The Chief Elected Official is the Chair of the Washtenaw County Board of Commissioners.

Article II: Role and Functions

Section 1: Role

WDB, in partnership with the Washtenaw County Board of Commissioners, shall plan and oversee the local workforce development system that focuses on meeting the needs of businesses for hiring skilled workers and the training, education, and employment needs of the Washtenaw County Community.

The WDB will work in partnership with the Washtenaw County Board of Commissioners, through Washtenaw County ETCS/Michigan Works! by participating in the local development, implementation and evaluation of employment and training activities as detailed in the “Agreement Between the County of Washtenaw, Michigan and the Washtenaw County Workforce Development Board” (Governing Agreement).

Section 2: Function

WDB functions include but are not limited to the following:

- A. Provide policy guidance to the grant recipient/administrative entity on matters pertaining to workforce development programs and system.
- B. Exercise independent oversight over the workforce system managed by the grant recipient/administrative entity, which oversight may include review, monitoring and evaluation thereof.
- C. Review, makes recommendations to, and approves workforce development plans developed by Washtenaw County ETCS/Michigan Works!.

- D. Maintain consolidated office support and a staff structure via a single MWA staff in conjunction with Washtenaw County Board of Commissioners and maximize limited administrative funds.
- E. Solicit the input and participation of the local business community in the provision of program services.
- F. Select target client populations to receive training and services; select mix of training and services to be offered.
- G. Participated in the selection and evaluation of the Executive Director of Washtenaw County ETCS/Michigan Works! by having input pursuant to the Governing Agreement.

Section 3: Coordination/Integration

WDB will, to the maximum extent possible, enhance the involvement of the private sector with related employment and training activities in order to increase the effectiveness of workforce development programs.

Article III: Membership

Section 1: Geographic Representation

The members of the WDB will serve at-large, representing the entire Michigan Works! Area, Washtenaw County.

Section 2: Appointment

WDB shall be made up of twenty-nine (29) members appointed by the Washtenaw County Board of Commissioners in accordance with the WIA and Governing Agreement. Members will be appointed to terms of one, two or three years. WDB membership shall reasonably represent the industrial and demographic composition of the Washtenaw County community.

Section 3: Private Sector Representation

A majority of the members of WDB shall consist of persons who are owners, chief executives, or chief operating officers of private sector organizations and/or companies.

Section 4: Other Members

In addition to private sector membership, WDB shall include membership from the following groups:

- A. Education
- B. Organized Labor Federations
- C. Rehabilitation Agencies
- D. Community-Based Organizations
- E. Economic Development Agencies
- F. Department of Human Services
- G. Veterans

Section 5: Voting

Each member or his/her alternate shall have one (1) vote. Proxy voting is not allowed.

Section 6: Per Diem

WDB members may receive a per diem/transportation payment of \$25.00 as stated in the WDB-LEO agreement and in conjunction with the current policy set forth by the Washtenaw County Board of Commissioners on this matter for the following activities:

- A. Attendance for a committee meeting of the WDB, when the member has been properly appointed to that committee, or subcommittee, the meeting has been called in accordance with the Open Meeting Act, Public Act 267 of 1976, and the meeting has not been canceled twenty-four (24) hours prior to the scheduled time of the meeting and the member has not been notified or said cancellation within twenty-four (24) hours of the scheduled meeting.
- B. Attendance at a meeting of a non-WDB committee, or attendance at a conference or convention as a representative of the WDB/Washtenaw County (for WIA-related matters only) when the member serves by appointment of the Chair of the WDB.
- C. For the purpose of receiving per diems, the member must be present throughout at least half of the meeting for those whose duration of one (1) hour or less and at least one (1) hour for meetings longer than one (1) hour duration.

Section 7: Loss of Membership

A member will forfeit membership on WDB should that member no longer represent the sector from which he/she was originally selected. When a member of the WDB misses three consecutive WDB General Meetings or is absent sixty percent (60%) of the scheduled WDB meetings for the calendar year, the Washtenaw County Board of Commissioners will issue a notice of removal for lack of attendance.

Article IV: Organization

Section 1: Officers

There shall be four (4) officers of the WDB.

These are:

- A. Chair
- B. Vice-Chair – Workforce and Economic Development
- C. Vice-Chair – Education and Youth Services
- D. Vice-Chair – Community Services

Section 2: Selection

The Officers shall be elected by the WDB to a one-year term of office at the first regular meeting of the WDB after the annual appointment of new board members by the Washtenaw County Board of Commissioners. The Chair, by law, shall be chosen from among members representing the private sector only. In the event of a vacancy in an Officer position, an election will be held and a new Officer will complete the vacated term.

Section 3: Duties

The Chair shall preside at all WDB meetings and appoint members to committees. The chair shall have the right to vote on matters as a member of the WDB. In the event the Chair is absent from a meeting, the chair will elect from the vice-chairs a representative in the Chairs absence.

Section 4: Executive Committee

There shall be an Executive Committee composed of the officers of the WDB and the Chairs of each standing committee, the CEO and/or the CEO's designee and a labor representative, and the immediate past Chair. The Executive Committee will perform two (2) functions: to meet when urgent action is required by the WDB but circumstances do not permit a special meeting to be called; and to provide coordination, and broad guidance to the work of the WDB.

- A. When circumstances require an emergency meeting, the Executive Committee is authorized to meet at such times as may be determined by the WDB Chair and act on behalf of the WDB. All actions taken by the Executive Committee shall be reported to the WDB in writing and this communication shall be mailed to the members within two working days following the action of the Executive Committee. The action will be ratified by the full board at the next full session of the WDB.
- B. The Executive Committee will provide coordination and broad guidelines to the WDB in areas similar to the following examples:
 1. Recommend Bylaws for the WDB, including procedures for selecting a Chair and other officers, as well as determination of the size of the WDB;
 2. Make recommendations for the standardization of procedures for initiating, evaluating and monitoring programs, and for orientation and in-service training of the WDB;
 3. Recommend the use of subcommittees and/or technical advisory committees.
 4. Initiating long-range planning for WIA AND OTHER MANDATED WORKFORCE DEVELOPMENT PROGRAMS, in the Washtenaw County Service Delivery Area.

Section 5: Standing Committees

Each member of the WDB, except the Chair of the WDB, shall belong to at least one of the standing committees. Each committee shall perform all planning, evaluation and monitoring functions for the program(s) for which it is responsible. The Chair of the WDB shall appoint the Chair and members of each standing committee. Each standing committee shall meet at least once per calendar year, and its Chair shall report its proceedings and recommendations to the WDB at its next regularly scheduled meeting.

No quorum rule is applicable to standing committees in order for the transaction of business.

- A. Unique Functions. The unique responsibilities of each of the standing committees shall be as follows:
 1. Program Design and Evaluation Committee: This Committee Shall

- a. Oversee the design and operation of the Workforce Development Board's strategic and operational planning cycle using labor market and workforce development data;
 - b. Work closely with ETCS administrative staff in the development of workforce development program strategies;
 - c. Review and recommend action plans and funding applications;
 - d. Recommend target groups served and overall program design for ETCS;
 - e. Monitor achievement of performance standards and program outcomes;
 - f. Be involved in ongoing monitoring process, including design of performance reports tailored to the WDB's needs;
 - g. Review action taken by administrative staff on audit and monitoring reports.
2. Communications and Marketing Committee: This Committee Shall
- a. Assist in the development and implementation of a communications and marketing team to help create a consistent and valuable message to our community about what the activities of the WDB/ETCS/Michigan Works Agency.
3. Employers Committee: This Committee Shall
- a. Organize the work of manufacturing employers, workforce and economic development, and transitioning of Employment services to the Workforce Development Board;
 - b. Recommend policy regarding issues which concern manufacturing employers, workforce and economic development matters, needs assessments and reorganization of transitioning issues;
 - c. Develop policy for the One-Stop Center;
 - d. Organize the development of an economic development summits;
 - e. Assess policy regarding issues that deal with manufacturing employers, workforce and economic development.
4. Education Advisory Group (EAG): This Committee Shall

- a. Provide oversight and input into all School-to-Work activities and School-to-Work related activities;
 - b. Recommend policy regarding issues that deal with all EAG issues and EAG-related issues;
 - c. Review and recommend action on plans;
 - d. Coordinate the work of appropriate advisory groups;
 - e. Monitor and evaluate School-to-Work activities and programs.
5. Nominating Committee: This Committee Shall
- a. Make recommendations for the nomination of officers and committee chairs. The Nominating Committee does not carry the rights and privileges of the Executive Committee.
6. Proposal Review Committee: This Committee Shall
- a. Oversee procurement of service providers/vendors for training purposes and other contracted services;
 - b. Review and adhere to County's procurement policies and monitor efficiency of same;
 - c. Oversee timely release of Request for Proposals (RFPs) and review of submitted proposals;
 - d. Assume overall integrity of procurement process and monitors for conflicts of interest.
7. Strategic Planning Committee: This Committee Shall
- a. Develop policy recommendations for defining the workforce needs of the community, and implementing strategies accordingly.
 - b. Make recommendations for performance improvement.
 - c. Lead the quality initiatives of the WDB.

B. Additional Functions. The WDB may assign responsibility for programs operated under any additional funding sources to one of the above-described committees.

Section 6: Special Committees

The Chair of the WDB, as he/she deems it appropriate, may designate a special committee(s) to carry out a specific assignment. Special committee(s) shall be given a specific charge and shall be discharged when their task is completed.

Article V: Staff and Administration

Section 1: Staff

Staff support for the work of the WDB will be provided through the Director of the Washtenaw County Employment Training and Community Services Group at a level commensurate with the responsibilities of the WDB, and in accordance with the provisions of the Governing Agreement.

Section 2: Special Meetings

The WDB will communicate with staff members who have been designated by the Director of Washtenaw County ETCS/Michigan Works! to coordinate WDB activities.

Section 3: Administrative and Fiscal

Washtenaw County ETCS/Michigan Works! will act as the administrative and fiscal unit for all activities for the WDB. The WDB will neither receive nor distribute funds.

Article VI: Meetings

Section 1: Regular Meetings

At the first regular meeting after the annual appointment of new members by the Washtenaw County Board of Commissioners, the WDB shall set a day and time for the regular bi-monthly meeting of the WDB during the next 11 months.

Section 2: Special Meetings

At the discretion of the Chair, or upon written request of seven (7) or more members of the WDB, a special meeting of the WDB may be called, provided that written notice is mailed to each member at least seven calendar days prior to the day on which the special meeting shall be held. The written notice must state the time, place, and purpose of the meeting, and the business of the special meeting must be confined to the items described in the notice.

Section 3: Quorum and Voting

No official WDB or EAG business may be conducted in the absence of a quorum. To constitute a quorum, 50 percent of the total membership at the time of the meeting must be in attendance. Vacancies do not count towards a quorum.

Section 4: Conflict of Interest

No member of the WDB shall cast a vote on any matter, which has a direct bearing on services to be provided by that member or any organization that such member directly represents or on any matter that would financially benefit such member of any organization such member represents. However, all members of the WDB may vote on the WIA and other mandated workforce development programs, Plan.

Section 5: Conduct of Meetings

The current edition of The New Robert's Rule of Order, (c. 1989), will be the official document governing the conduct of meetings and the WDB and all its committees except as it may conflict with these Bylaws, special rules of order the WDB may adopt; WIA and other mandated workforce development programs, and federal or state regulation.

Section 6: Compliance with Open Meetings Act

The WDB will abide by the provisions of the State of Michigan’s “Open Meetings Act.” All meetings of the WDB and its committees will be open to the public. A notice of the date, time and place of meeting will be posted in advance.

Participation in meetings of the WDB or its committees shall be limited to members of the WDB except in the following cases:

- A. Non-members specifically invited to give information to the WDB; and
- B. Non-members who desire to address the WDB and who are recognized for that purpose by the Chair at appropriate points during the meeting.

Section 7: Minutes

Minutes of all WDB meetings shall be duly recorded and made available to all interested persons within a reasonable time after the adjournment of each meeting. WDB members shall review, amend as necessary, and approve the minutes by formal action at the next meeting of the WDB.

Article VII: AMENDMENT of Bylaws

Section 1: Amendments

The WDB shall have the authority to amend or repeal these Bylaws at any meeting by the affirmative vote of two-thirds of the members present; provided that a copy of any proposed amendment is mailed to each member at least seven (7) calendar days prior to the date of the meeting at which the changes are to be considered. The WDB may revise the proposed changes as they are debated at the meeting, but may not alter any other section of the Bylaws not specified in the notice of meeting.

Definitions

The terms below shall have the following definitions as used in these bylaws.

1. Michigan Works Area (MWA) is a geographical section of the State for which WIA and other mandated Workforce Development programs; funds are designated to operate programs under WIA AND OTHER MANDATED WORKFORCE DEVELOPMENT PROGRAMS. Washtenaw County ETCS/Michigan Works! represents the MWA of the County of Washtenaw.
2. Chief Elected Official (CEO) is the highest elected representative of the political territory included in the MWA. Since Washtenaw County is a single government MWA, the CEO is the Chair of the Washtenaw County Board of Commissioners.
3. WIA Plan is the plan for the operation of the WIA programs within the MWA required to be developed, reviewed, and approved by the WDB and the CEO.
4. Governing Agreement is the agreement between the County of Washtenaw Michigan/ Local Elected Official (LEO) and Washtenaw County Employment Training & Community Services (ETCS) and the Washtenaw County Workforce Development Board (WDB) and the Washtenaw County Community Action Board (CAB) and the Ypsilanti Gateway Community & Economic Development Corporation (YGCEDC). Its purpose is to foster partnerships between local businesses from the private sector, consumers, education, government, public sector organizations, labor, community-based organizations, and community leadership in Washtenaw County. Each partner shall provide the specific knowledge, expertise and capabilities needed to effect community development, a reduction in poverty, unemployment and increased self-sufficiency, employee productivity to achieve overall economic well-being for the Washtenaw County community. This agreement will define the roles and responsibilities of each partner.