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BY-LAWS OF THE NORTH CENTRAL ARKANSAS WORKFORCE DEVELOPMENT BOARD

Article I - Purpose

Pursuant to Public Law 113-128, the Workforce Innovation and Opportunity Act of 2014, and Act 907 of 2015, the Arkansas Workforce Innovation and Opportunity Act, a Local Workforce Development Board (LWDB) shall be established for the North Central Workforce Development Area in Arkansas. The purpose of the LWDB shall be to establish policy and direction for the portion of the statewide workforce development system within the North Central area to provide workforce investment activities, through statewide and local workforce development systems. Those systems should increase the employment, retention, and earnings of participants, and increase attainment of recognized postsecondary credentials by participants, and as a result, improve the quality of the workforce, reduce welfare dependency, increase economic self-sufficiency, meet the skill requirements of employers, and enhance the productivity and competitiveness of the Nation.

Article II- Location

The North Central Arkansas Workforce Development Board shall serve the following counties in Arkansas: Cleburne, Fulton, Independence, Izard, Jackson, Sharp, Stone, Van Buren, White, and Woodruff.

Article III- Authority

Section 1 – General Authority

The North Central Arkansas Workforce Development Board shall determine all major policies and procedures. The LWDB shall approve proposals for financial assistance under the regulations governing the administration of grants, monies, or gifts from any source, and shall ensure compliance with the conditions thereof.

The LWDB, or its delegated agent, shall serve as the contracting party with the United States and its respective administrative agencies and with the State of Arkansas, local governmental units and non-profit corporations as appropriate. As the contracting party, the LWDB shall seek all necessary resources for the development, conduct, and administration of all activities determined to be in keeping with the goals of the LWDB and in the public interest.

Section 2 – Specific Responsibilities

The North Central Arkansas Workforce Development Board shall:

- A. Enter into an agreement with the Chief Elected Officials clearly detailing the partnership between the two entities for the governance and oversight of activities under the WIOA.
- B. Develop a budget for the purpose of carrying out the duties of the local board. The budget must be approved by the Chief Elected Officials.
- C. In partnership with the Chief Elected Officials, develop the vision, goals, objectives and policies for the local workforce development area. The vision shall be aligned with both the economic development mission(s) for the local area and the Arkansas Workforce Development Board's goals.
- D. In partnership with the Chief Elected Officials, develop and submit to the Governor, a local strategic plan that meets the requirements in Section 108 of the Workforce Innovation and Opportunity Act.
- E. In partnership with the Chief Elected Officials, conduct oversight with respect to local programs of youth, adult and dislocated worker activities authorized under the WIOA.
- F. In partnership with the Chief Elected Officials, negotiate and reach agreement with the Arkansas Workforce Development Board on behalf of the Governor on local performance accountability measures.
- G. With the agreement of the Chief Elected Officials, designate or certify one-stop operator(s) and terminate for cause the eligibility of one-stop operators.
- H. Select eligible providers of youth activities by awarding grants or contracts on a competitive basis, as well as select a service provider(s) to implement the workforce development activities under the local plan
- I. Identify eligible providers of training services for adults and dislocated workers.
- J. Develop policies for the local workforce development area.
- K. Assist the Governor in developing a statewide workforce and labor market information system.
- L. Coordinate the workforce activities authorized under WIOA with local economic development strategies and develop employer linkages with those activities.
- M. Promote the participation of local private sector employers through the statewide workforce development system.
- N. May solicit and accept grants and donations from sources other than federal funds made available under WIOA if it has been organized in a manner to do so.

- O. Determine the initial eligibility of entities providing a program of training services, renew the eligibility of providers, and consider the possible termination of an eligible training provider due to the provider's submission of inaccurate eligibility and performance information or the provider's substantial violation of WIOA.
- P. Carry out any other responsibilities as required by the Workforce Innovation and Opportunity Act, Section 107 (d) or by the Governor.

Article IV - Structure and Organization

The appointment of LWDB members shall be made by the Chief Elected Officials (CEO) of the North Central Workforce Development Area. Members of the LWDB shall represent both the public and private sectors, and the members can represent more than one membership category as long as the individual is qualified for each position, as defined below. CEO's shall ensure minority representation on the LWDB. Representatives of business shall constitute a majority (at least 51%) of the LWDB members, and the Chairperson shall be selected from among the business representatives. At least 20% of the LWDB shall be representatives of the workforce within the local area. Other public sector representatives shall be presented as follows: a representative from the Arkansas Department of Workforce Services, a representative from Title II Adult Education and Literacy, a representative from higher education providing workforce investment activities, a representative from Arkansas Rehabilitation Services and a representative from the Arkansas Division of Services for the Blind.

Section 1 – Membership

Members of the board that represent organizations, agencies, or other entities shall be individuals with optimum policymaking authority within the organizations, agencies, or entities. The members of the board shall represent diverse geographic areas within the local area and maintain the proper membership category percentages as detailed below:

- A. At least 51% of the members must be made up of business representatives located in the local workforce development area. Business representatives must be an owner, chief executive officer, chief operating officer, or other business executive with optimum policy-making or hiring authority AND provide employment opportunities in in-demand industry sectors or occupations in the local area.
- B. Not less than 20% of the members of the local board shall be representatives of the workforce within the local area, including:
- At least two representatives of organized labor who have been nominated by local labor federations or for a local area in which no employees are represented by such labor organizations other representatives of employees;
 - At least one representative, who shall be a member of a labor organization or a training director, from a joint-labor management apprenticeship program, or if no such program exists in the area, such a representative of an apprenticeship program in the area, if one exists;

- May include representatives of economic or community-based organizations that have demonstrated experience and expertise in addressing the employment needs of individuals with barriers to employment, including organizations that serve veterans or that provide or support competitive integrated employment for individuals with disabilities.
 - May include representatives of organizations that have demonstrated experience and expertise in addressing the employment, training, or educational needs of eligible youth, including representatives of organizations that serve out-of-school youth.
- C. At least one representative from among nominations made by the Director of the Arkansas Department of Workforce Services (ADWS) to represent WIOA Title III activities for the local area.
- D. At least one representative from among nominations made by the Director of the Arkansas Department of Career Education to represent Title II Adult Education and Literacy activities administered locally.
- E. At least one representative from higher education providing workforce investment activities.
- F. At least one representative from among nominations made by the Director of the Arkansas Rehabilitation Services to represent WIOA Title IV activities for the local area.
- G. At least one representative from among nominations made by the Director of the Division of Services for the Blind of the Arkansas Department of Human Services to represent Title IV activities for the local area.
- H. Optional members may include a representative of an entity in the area that administers programs relating to housing, transportation or public assistance, a representative of a philanthropic organization or any other representative of an entity as the chief elected officials determine to be appropriate.

Section 2 – Nominations to the Board

Nominations are to be sent to the Chief Elected Official in a local area for representation on the local LWDB. Members of the board must be individuals with optimum policy making authority within the organizations, agencies or entities they represent.

- A. Nominations for business representatives shall be made from local business organizations such as business trade associations, chambers of commerce, and economic development agencies. These representatives can include owners of businesses, chief executives or operating officers of businesses and other business executives. Nominees should have optimum policy-making or hiring authority, and represent businesses whose employment opportunities reflect those of the local area.
- B. Labor representatives, included in the workforce category, must be nominated by local labor

federations (or in a local area in which no employees are represented by such organizations, other representatives of employees, such as employee organizations and/or the state AFL-CIO).

- C. Local educational entity representatives must be nominated by regional or local educational agencies, institutions or organizations representing such local educational entities including local school boards, entities providing vocational education, entities providing secondary adult education and literacy activities and postsecondary educational institutions (including community colleges).
- D. State government representatives must be nominated by the director of the respective state agency for which representation is needed.
- E. For all other members, including representatives of community-based organizations and local economic development agencies, the Chief Elected Officials shall consult with the appropriate groups in the local area for possible individuals to serve.

Section 3 – Certification

The North Central Arkansas LWDB membership and composition shall be certified by the Governor once every two years.

Section 4 – Vacancies

All vacancies must be filled using the nomination process outlined in Article IV, Section 2 above. Vacancies resulting from resignations or removal of mandatory members must be filled within 60 days. In the event of a vacancy on the board, the CEO's will be notified by email including the category and requirements for a new board member appointment.

Section 5 – Terms of Membership

LWDB members shall be appointed for fixed, staggered terms and shall continue to serve until the appointment of their successor. Members of the LWDB will serve three year terms. When a new member fills a vacant position in which the previous member did not complete a three year term, the new board member will have the same term end date as the previous member. Members may be eligible for reappointment as long as they remain eligible for nomination. Reappointments must be handled in the same process as an original nomination and appointment. Each member should actively participate in LWDB meetings and will serve on committees and/or be assigned individual projects, as necessary. LWDB members who subsequently retire or no longer hold the position that made them eligible board members shall not continue to serve on the local board.

Section 6 – Removal of Members

Members may be removed for good cause by a majority vote of the members present, once a quorum is declared in any regular or special meeting. Good cause may be defined as, but is not limited to, the following:

- A. Unlawful conduct: violation of, or refusal to comply with, pertinent laws and regulations when such conduct impairs the efficiency of the LWDB or brings it into public disrepute; conviction of a crime.
- B. Intoxication, abusive language, or any other disgraceful conduct when such behavior threatens order, safety, health, or public respect for the LWDB or its subgrantees.
- C. Discourtesy to the public while representing the LWDB in any way;
- D. Improper use of position or authority for personal profit or advantage; or
- E. Unexcused absence from three (3) consecutive regular meetings. Members may be notified in writing after their second consecutive unexcused absence. An excused absence is defined as illness, emergency, work conflict or funeral. Appointment of a proxy constitutes attendance and will not be counted as an absence.

Section 7 – Officers, Committees, and Staff

- A. Officers – The officers of the LWDB shall be the Chairperson, the Vice-Chairperson, and the Secretary. Officers shall be selected by a majority vote of the members and shall serve annual terms. The Chairperson shall be selected from representatives of business.
- B. Committees – Standing committees and their chairpersons shall be appointed by the LWDB Chairperson. Such committees shall include, but not be limited to, an Executive Committee, a One-Stop Committee, a Youth Committee, and Serving Individuals with Disabilities Committee as well as any others deemed necessary. Responsibilities shall be assigned to the committees by the members. Committees should include additional individuals appointed by the local board who have the appropriate experience and expertise.
 - The Executive Committee is authorized to act on emergency business during interim periods between regularly scheduled LWDB meetings and their actions are subject to approval by the full LWDB at the next regular meeting. The Executive Committee shall be comprised of the LWDB Chair, Vice-Chair, Secretary, and at least two at-large LWDB members. The committee shall have a business majority and shall be representative of Workforce Center communities in the Local Workforce Development Area. The at-large members are to be appointed by the LWDB Chair.
 - The Executive Committee shall have the authority of the LWDB to act during the interim between full board meetings under the conditions outlined below:
 - a. The Executive Committee will have a majority on any issues that will require LWDB approval at a later date.
 - b. All actions of the Executive Committee will be reported at the next convening LWDB meeting for ratification.
 - The LWDB Chair shall act as the Executive Committee Chair and shall exercise the power of vote on the Executive Committee only as required to constitute a quorum or break a tie vote.

- The LWDB Chair shall refer to the Executive Committee such business, which in the LWDB Chair's judgement, may require action or approval of the LWDB. All action of the Executive Committee shall be reported to the LWDB at its next meeting following such action and such reports shall become part of the minutes of that meeting.
 - The One Stop Operations Committee is a standing committee to provide information and assist with operational and other issues relating to the one-stop delivery system and may include as members representatives of the one-stop partners.
 - The Youth Committee is a standing committee to provide information and to assist with planning, operational, and other issues relating to the provision of services to youth. A standing committee designated under this section shall include community-based organizations with a demonstrated record of success in serving eligible youth.
 - The Disabilities Committee is a standing committee to provide information and to assist with operational and other issues relating to the provision of services to individuals with disabilities, including without limitation issues relating to compliance with Section 188 of the Workforce Innovation and Opportunity Act, Pub. L. No. 113-128, if applicable, and applicable provisions of the Americans with Disabilities Act of 1990, 42 U.S.C. § 12101 et seq., regarding providing programmatic and physical access to the services, programs, and activities of the one-stop delivery system, as well as appropriate training for staff on finding employment opportunities for individuals with disabilities, including providing the appropriate supports and accommodations to employment for individuals with disabilities.
 - Ad hoc committees may be appointed on a short term basis by the Chairperson to address issues of concern to the board which require research, planning, and recommendations of specific workforce, community, or economic development needs of the area.
- C. Staff - The LWDB will utilize the staff of White River Planning & Development District, Inc. in the necessary conduct of business.

Article V - Meetings

Section 1 – Meetings

- A. The North Central Arkansas Workforce Development Board meetings shall occur as needed, but at minimum frequency of at least once a quarter of each calendar year. The meetings shall be called by the Board Chairman, a majority of the Chief Elected Officials or the Chairman of the Chief Elected Officials.
- B. A minimum of nine (9) days' notice of all meetings shall be given to each member of the Board. All meeting materials shall be hand delivered, mailed, emailed or by phone to the members with the meeting notice and the agenda. Special called meetings shall serve in the manner describe above with no less than 24-hour notice before such meeting.

- C. All meetings of the Board will be held at a place and time reasonably accessible to all Board members.
- D. All meetings will be conducted in an open manner and operate under the "Sunshine provision" of WIOA and adhere to "FOIA" regulations.
- E. North Central Arkansas Workforce Development Board members may participate in a meeting of the Workforce Development Board or committee by telephone or similar communication device or by Web-based video. Such participation in a meeting shall be deemed present in person at such meeting.
- F. Only members, proxies, staff or invited guests listed on the agenda will be allowed to address the Board. Invited guests will be allowed to speak near the end of the meeting. Any other individual desiring to participate in the meeting must notify the Chairman before the meeting of the subject he/she wishes to address and shall be limited to a 5-minute presentation, unless granted by the Chairman to extend it.

Meetings will be publicly announced in advance and shall be open to the public. The LWDB's rules of conduct for meetings will be Robert's Rules of Order. In the case of conflict between Robert's Rules and these bylaws, or between Robert's Rules and a special rule adopted by the LWDB, the bylaws or special rule shall prevail.

Section 2 – Quorum

A quorum of the LWDB shall be a majority of the total membership. A quorum shall be necessary for the transaction of any official business.

Requirements for a proxy are as follows:

- a) If the alternative designee is a business representative, he or she must have optimum policy-making AND hiring authority.
- b) Other alternative designees must have demonstrated experience and expertise and optimum policy-making authority

Board members who are unable to physically attend are encouraged to participate through teleconference. In the event board members are present by teleconference, their attendance by teleconference will be recorded in the minutes.

Section 3 – Agenda

An agenda shall be prepared by the Chairperson to reflect the principal business of each LWDB meeting. Any member may request that an item be added to the agenda by making a written request two weeks prior to the scheduled meeting date.

Section 4 – Open Meetings

Meetings of the LWDB shall be open to the public except for discussions of personnel matters, which may be deemed by the LWDB to require executive sessions.

The local board shall make available to the public, on a regular basis through electronic means and open meetings, information regarding the activities of the local board. This includes but not limited to information regarding the local plan prior to submission of the plan, board membership, the designation and certification of one-stop operators, the award of grants or contracts to eligible providers of youth workforce investment activities, and minutes of formal meetings of the local board.

Section 5 – Voting & Conflict of Interest

The LWDB shall meet the minimum conflict of interest standards set forth in the provisions of Arkansas Code Annotated (A.C.A) § 21-8-1001, §21-8-1002, §21-8-101 and §21-8-304. A potential conflict does not exist if the financial gain or loss affects to the same degree all people in the Local Workforce Development Area or a large class of people with which the member is associated.

A member of the LWDB shall not:

- A. Vote on a matter under consideration by the LWDB:
 - 1. Regarding the provision of services by the member or by an entity that the member represents; or
 - 2. That would provide direct financial benefit to the member or the immediate family of the member;or
- B. Engage in another activity determined by the Governor to constitute a conflict of interest as specified in the state plan.

Article VI - Official Records

Section 1 – Official Records

The LWDB shall maintain official minutes of regular and special meetings which shall bear the signature of the Chairperson. In addition, an official membership list shall be maintained and kept current.

Section 2 – Budgets and Other Records

An annual budget and an adequate accounting system will be developed for funds received by the LWDB. An annual audit of all accounts or records of the LWDB will be made by a qualified, independent auditor to be completed within 120 days after the end of the fiscal year, or as otherwise required by the LWDB. The LWDB may maintain any other records deemed necessary by the LWDB. The Chairperson and Secretary shall have the authority to sign all legal covenants of the LWDB.

Section 3 – Funds Disbursement

Funds of the LWDB shall be disbursed only by order of the LWDB or its designated agent.

Section 4 – Bonding

The LWDB shall require those who are authorized to receive and disburse funds on its behalf to be adequately bonded.

Article VII - Compensation

Members of the LWDB shall not receive any salary or wages for their services, but may be reimbursed for any out-of-pocket, allowable expenses incurred on behalf of the LWDB, including reimbursement for mileage to attend official LWDB meetings or other travel directly associated with duties assigned by the LWDB. Travel costs will be reimbursed per the current federal travel regulations or as approved by the LWDB.

Article VIII – Amendments

Amendments to the North Central Arkansas Workforce Development Board By-Laws will be made by the CEO's in the interest of the Board.

Article IX Resolution of Disputes

Any complaint or dispute arising out of business conducted by the LWDB involving policy or procedure shall be subject to resolution under the following procedure. The complaint or dispute shall be brought before the Executive Committee at either a regular meeting or a specially called meeting. If the Executive Committee cannot mutually resolve the matter, it shall be presented to the LWDB for a deciding vote.

Article X – Nepotism

LWDB members shall not engage in the practice of nepotism. The LWDB shall not employ a member of the family of a LWDB member, a subrecipient employee family member, or governing board family member. An exception applies when a member of an employee's family is elected to the LWDB after the employee is hired. (No termination of employees shall occur for persons employed under a previous policy.) If federal and/or state statutes, regulations, affirmative action and equal employment opportunity plans allow for the waiver of this restriction, the LWDB may choose to concur and waive this restriction on a case-by-case basis upon the formal authorization of the full board enacted by a majority vote.

For the purposes of this policy, the term “relative” shall include the following relationships: relationships established by blood, marriage or legal action. Examples include the employee's: spouse, mother, father, son, daughter, sister, brother, mother-in-law, father-in-law, sister-in-law, brother-in-law, son-in-law, daughter-in-law, step parent, stepchild, aunt, uncle, nephew, niece, grandparent, grandchild or cousin. The term also includes domestic partners (a person with whom the employee's life is interdependent and who shares a common residence) and, a daughter or son of an employee's domestic partner.

Article XX- Workforce Stakeholders Convening

The local Board is composed of local businesses, labor, partner agencies, and other key stakeholders to create a diverse and functional group. North Central has made concerted efforts to develop partnerships and alliances through the Chambers of Commerce, AEDC and educational institutions at all levels, economic development, business and industry, the CEO's, apprenticeship and labor organizations in our workforce develop area.

Various methods used for convening stakeholders may include:

- Quarterly local Board meetings
- Quarterly CEO meetings
- Local Board committee meetings
- One-Stop partner meetings
- Federal, State and local training
- Active engagement with business and industry during chamber meetings and events
- Sector meetings
- Monthly WIOA State Director's meetings
- Regional WIOA Director's meetings
- Recruiting events
- Arkansas Workforce Centers tours and meetings

Approved by the NCAWDB on:

6/15/2022

Gayle Cooper, NCAWDB Chairperson:

Gayle Cooper