

# **SANTEE-LYNCHES WORKFORCE INVESTMENT BOARD BY-LAWS**

## **ARTICLE I: NAME AND PURPOSE**

- A. The name of this organization shall be the Santee-Lynches Workforce Investment Board, herein referred to as the WIB.
  
- B. The purpose of the Santee-Lynches WIB shall be to provide policy guidance for, and exercise oversight over, activities funded under the Workforce Investment Act of 1998 (WIA) (PL105-220) in partnership with local elected officials for the four (4) county workforce investment area of Sumter, Clarendon, Lee and Kershaw counties. The WIB shall determine the process, authorize the preparation of a Strategic Workforce Investment Act Plan for youth and adults, shall select service provider grant recipients and an administrative entity to implement the Strategic Plan in accordance with procedures established by the WIB. The WIB shall provide for coordination and collaboration with other employment/training sources within the region to facilitate strategic objectives of the WIB.

## **ARTICLE II: MEMBERSHIP**

- A. Appointment: Members of the WIB shall be appointed by their respective county governing bodies. Appointments shall be made in accordance with applicable State criteria conforming to the federal legislation. All vacancies or succeeding appointments will be made in a like manner.
  
- B. Categories of Membership:
  - 1. Private Sector: Not less than fifty-one percent 51% of the membership at all times shall

represent the private sector as defined in the federal legislation. These members shall be, at the time of appointment, owners of business concerns, chief executives or chief operating officers of similar non-governmental employers, or other private sector executives who have substantial management or policy making responsibilities and a declared interest in workforce training and employment. Should a board member's employment change to a public sector position, the board member must resign. He/she may be re-appointed by his/her County Council should there be a public sector vacancy in his/her county.

2. General Sector: The balance of the membership of the WIB, shall be representatives of education agencies, rehabilitation agencies, economic development agencies, the public employment service, organized labor, and community-based organizations as mandated in the federal legislation, and other such agencies, governmental bodies, and organizations as the WIB deems appropriate.
- C. Number: The total membership of the board shall not exceed thirty-six (36). The assigned distribution of WIB membership shall be in the same ratio as the population of the four counties, according to the latest official census data, with the provision that each county shall have a minimum of four (4) Board members.
- D. Term of Appointment: The term of appointment shall be for three (3) years except that initial appointments shall be staggered, one-third (1/3) for a period of three (3) years, one-third (1/3) for a period of two (2) years, and one-third (1/3) for a period of one (1) year. Thereafter, all appointments shall be for a three-year term, except to fill a

vacancy. Each vacancy shall be filled to complete the unexpired term. Regardless of the date of appointment, the first term of all members shall be deemed to have begun as of July 1, 2001, and new terms shall begin as of July 1 of each year thereafter. Any vacancy in the membership of the WIB shall be filled in the same manner as the original appointment.

- E. Resignations: WIB members may resign by written notice to the Chairperson and their respective county governing bodies to take effect upon a specified date. The respective county governing bodies shall appoint an individual to complete the unexpired term of the resigning member.

### **ARTICLE III: MEETINGS AND ATTENDANCE**

- A. Schedule of Regular Meetings: The WIB shall meet a minimum of six (6) times per year. Committee meetings will be held at the direction of the Committee Chairperson. Additional special meetings may be called at any time by the action of the full board, the Chairperson, or upon written request of not less than one-third (1/3) of the total WIB members.
- B. Notice of Meetings: Written notice (in the format of an agenda) of each meeting of the WIB stating the place, date, and hour of the meeting shall be given to each WIB member, personally or by mail, not less than ten (10) days prior to the meeting. The same notice of WIB meetings shall be provided to the consortium member-county elected officials. WIB meetings shall be open to the public, except when the WIB convenes in *executive session* in accordance with the Freedom of Information Act requirements. *No votes may be taken during an executive session.* All conclusions arrived at by consensus must be acted upon in public session.

- C. Agenda: A WIB agenda outlining issues will be made public and supportive documentation will be included in mail-out packages to board members no later than ten (10) days prior to the meeting. The published agenda items may consist of tentative recommendations from staff, notices from WIB members and other requests after consultation with the Chairman. All appropriate notifications will be made to the media in accordance with the Freedom of Information Act.
  
- D. Attendance: Members of the WIB shall be expected to attend all meetings of the WIB and assigned committee meetings. Members shall miss no more than (3) board meetings/committee meetings annually unless excused by WIB Chair/Vice Chair. Absences will be excused for business or at the discretion of the WIB Chair/Vice Chair. WIB members must call, respond to email, or fax **prior** to the WIB meeting. A resignation will be tendered upon member's inability to participate in business of the WIB. WIB members will still be considered absent when a representative attends a WIB meeting in accordance with this paragraph. A report on attendance of their respective appointees to the WIB will be provided to County Councils semi-annually.
  
- E. Quorum: Board/Committee members present shall constitute a quorum for the purpose of transacting business, as long as one-third (1/3) are present.

#### **ARTICLE IV: VOTING**

- A. Voting Authority: Votes shall be cast only by the WIB/Committee members present. Persons representing WIB members and other visitors may participate in discussion only upon recognition by the Chairperson, but may neither make motions nor vote on issues before the WIB.

- B. Conflict of Interest: No member of the WIB shall make a motion or vote on any matter which has a direct bearing on services to be provided by that member, or any other local public or private organization, or State agency which such member directly represents. No member of the WIB shall engage in any activity, including participation in the selection, award or administration of a subgrant or contract supported by WIA funds if a conflict of interest, real or apparent, would be involved. Each such conflict of interest shall be declared by the member prior to any discussion; that member must also excuse himself/herself during the board's discussion and must abstain during any vote that may result. This action shall be so recorded in the official minutes.
- C. Orientation: No member shall cast a vote unless he/she has participated in orientation to the responsibilities of the Workforce Investment Board. The Administrative Staff will provide orientation.
- D. Time Sensitive Matters: There may be rare time sensitive issues that require WIB action. At the recommendation of the WIB Chair, the Executive Committee will determine through conference call or email ballot whether immediate action is necessary. Upon majority vote, the Executive Committee will advise staff on action to be taken, and staff will forward action to Board members via email. Members will cast their vote immediately via email or fax back to staff. If WIB vote passes, action will be posted on [www.slworkforcedev.org](http://www.slworkforcedev.org) within 5 days to assure transparency of WIB related issues. If vote passes by majority, staff will move forward based on Executive Committee direction and this action will be part of the next WIB meeting for public record. This will not serve as a regular meeting for by-laws purposes.

## **ARTICLE V: OFFICERS**

- A. Chairperson: The Chairperson of the WIB shall be a representative of the private sector and shall be elected annually by a majority vote of the members of the WIB. The Chairperson's term will be limited to 2 consecutive terms. The Chairperson will conduct WIB/Executive Committee meetings.
- B. Vice-Chairperson: The Vice-Chairperson of the WIB shall be a member of the private sector and shall be elected annually by a majority vote of the members of the WIB. The Vice-Chairperson shall perform the duties of the Chairperson in the event of the Chairperson's absence or disability. The Vice-Chairperson's term will be limited to 2 consecutive terms. The Vice-Chairperson will conduct WIB/Executive Committee meetings in the absence of the WIB Chairperson.
- C. Ex-Officio: The immediate past Chairman of the WIB will serve as an officer of the Executive Committee and conduct meetings in the absence of both the WIB Chairperson and Vice-Chairperson. This is a voting position.
- D. Nominating Committee: Each of the four counties will select a delegate from their board members to represent them on the nominating committee. Preference should be given to achieving diversity. All board members have the option of making nominations from the floor and/or by making recommendations to the committee. The nominating committee should be formed during the April board meeting or as needed.
- E. Election of Officers: Board elections will be held annually during the June meeting of the WIB. Board Officer terms will run from July 1 to June 30 each year.

F. Special Elections: An unusual circumstance could occur where in, one or both of the WIB's officers may not continue their service on the WIB. Such an event will necessitate the need for the WIB's interim Chairperson, or in the absence of either the Interim Chairperson or the Vice Chairperson, the Immediate Past Chairman to call for a "Special Election" of Officers.

If the need to hold a Special Election of Officers occurs during a period greater than sixty (60) days prior to the next regularly scheduled election of officers, then a "Special Election" must be held to fill the remaining terms of the withdrawing officer(s).

A nominating committee will be organized as described in the WIB's By-Laws to develop and submit to the WIB's membership nominations for the vacant Chairman and/or Vice Chairman Positions. The temporary Chairman of the nominating committee determined by its members is responsible for verifying the willingness of a WIB Officer nominee to serve their interim term if elected.

Special Elections are time sensitive matters qualifying for the use of an email ballot voting process.

All WIB Members have the option of making nominations "from the floor". The email ballot will be drafted to accommodate a "write-in" vote by individual WIB Members.

Once the election of new officers is held and the results reported to the WIB Membership, the interim Chairperson's role and responsibilities is complete. The newly elected Officer(s) assume their respective responsibilities immediately.

## **ARTICLE VI: YOUTH COUNCIL**

- A. The Youth Council will consist of a minimum of four (4) WIB members (such as educators and representatives of human service agencies who have expertise in youth policy) and others interested in youth issues and policy.
- B. The chairperson will be selected from the WIB and serve on the Executive Committee. Other youth council members may come from service agencies (juvenile justice and local law enforcement agencies), public housing representatives, parents of eligible youth, former participants, members of job corps, other individuals determined to be appropriate by chair of the Youth Council/WIB in cooperation with chief elected officials.
- C. The Youth Council will develop parts of the local plan that relates to eligible youth, recommend providers of youth activities, and be responsible for periodic review and oversight of the service provider contracts to ensure that training and services provided are consistent with the policies and procedures established by the State Workforce Development Board and the WIB.
- D. The Youth Council makes recommendations only to the WIB on youth related issues and meets as directed by Youth Council Chairperson.
- E. Committee members present shall constitute a quorum for the purpose of transacting business, as long as one third are present. Votes shall be cast only by the Committee members present.

## **ARTICLE VII: COMMITTEES**

- A. The WIB shall have three (3) standing committees: the Executive, Youth Council, and a One Stop

Committee. Other ad-hoc committees, such as, Cluster Development Groups or the Rating and Ranking committee may be created by the WIB as needed and appointed by the Board Chair.

- B. Standing committees should consist of a minimum of four voting members (exception: Executive Committee; see (E) Article VII) appointed by the WIB chairperson based upon member information survey data to fill one-year terms to run from July 1 to June 30 each year. Committee members may be elected to no more than 2 consecutive terms. Any new board member may be assigned to a committee by the chairperson or to fill an un-expired term of another county delegate to that committee.
- C. All committees including the standing committees must include representatives from each of the four (4) counties served by the WIB. Committee chairpersons will be nominated by the WIB chairperson and approved by the WIB. The committee's Vice-Chairperson may be either a public or private sector member.
- D. Committee members present shall constitute a quorum for the purpose of transacting business, as long as one third are present. Votes shall be cast only by the Committee members present.
- E. The Executive Committee shall consist of the WIB's Chairperson, Vice Chairperson, Immediate Past Chairperson of the Board, Chairpersons of the One Stop Committee, Youth Council, Ex- Officios of these committees to ensure continuity, and such other members who may be appointed in order for each county to have representation on the Executive Committee. The responsibilities and duties will be limited to time-sensitive issues, planning, and financial issues not to exceed \$10,000 that must be addressed between meetings

and other duties as assigned by the full board. The Executive Committee will also be responsible for periodic review and oversight of WIA and Federal grants to ensure due diligence has been performed in accordance with Workforce Investment Act legislation. Votes may be cast via email under time sensitive constraints or whenever the WIB Chair determines the need. Any action (s) taken will be reported at the next WIB meeting. Committee members present shall constitute a quorum for the purpose of transacting business, as long as one third is present.

- F. The Proposal Rating & Ranking Committee, an ad hoc committee, will be responsible reading, rating, and ranking prospective Request for Proposals.
- G. The One Stop Committee will examine One Stop operations, develop strategies for public relations and review customer service standards of the One Stop operation. This committee will be responsible for periodic review and oversight of the service provider contracts to ensure that training and services provided are consistent with the policies and procedures established by the State Workforce Development Board and the WIB.
- H. The committees shall take no independent action contrary to the policies established by the WIB. In the event a Service Provider WIB member is appointed to any committee, the Service Provider must notify the Chairperson of the committee in advance of any specific issue where conflict of interest involving that Service Provider, whether perceived or actual, exists. Each such conflict of interest must be declared by the Service Provider WIB member prior to any discussion and/or official action taken. The conflict of interest action shall be so recorded in the official Minutes of that committee.

- I. Notice of committee meetings shall be made available to all WIB members. WIB members may attend any committee meeting; however, voting is restricted to committee members only.
- J. WIB members may send a representative to committee meetings that they are unable to attend. Such representatives and other visitors may participate in discussions when recognized by the committee Chairperson, but may not make motions or vote.
- K. All committee meetings shall be open to the public, except when the committee convenes in executive session in accordance with the Freedom of Information Act.
- L. The Committee Chairperson or a designee shall report Committee activities to the full WIB at the next meeting.

## **ARTICLE VIII: RESPONSIBILITIES**

- A. The responsibilities of the WIB shall be to:
  - 1. Determine the procedures for the development of the Strategic Workforce Investment Plans;
  - 2. Designate through agreement with local elected officials, the grant recipient, an entity to administer the Strategic Workforce Investment Act Plans;
  - 3. Approve an annual budget for work program allocations for itself and the administrative entity;
  - 4. Ensure that training and services are procured consistent with policies and procedures established by the State of South Carolina and the WIB;
  - 5. Provide oversight of the programs conducted as provided in accordance with procedures established by the State Workforce Investment

- Board, inclusive of program review to determine responsiveness, effectiveness, and adequacy of training and services being provided in the Workforce Investment Area;
6. Secure service providers in accordance with the Strategic Workforce Investment Act Plans and review program performance;
  7. Perform other functions relating to labor force skill level enhancement at the discretion and direction of the local elected officials.
  8. The board may engage in other duties and responsibilities at deemed appropriate.

#### **ARTICLE IX: COMPENSATION**

No compensation shall be paid to members of the WIB except official travel cost, which will be reimbursed at a rate not to exceed the prevailing rate authorized by the State of South Carolina.

#### **ARTICLE X: STAFF**

The administrative entity selected by the WIB shall serve as staff for the WIB. The staff level shall be determined by the administrative entity and commensurate with the functions and activities of the WIB.

#### **ARTICLE XI: AMENDMENT OF BY-LAWS**

Amendment of By-Laws of the WIB may be accomplished by an affirmative vote of majority of the members of the WIB. These By-Laws shall be deemed to be automatically amended at any time to conform with applicable state or federal statutes and regulations.

BY:

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Chairperson  
Santee-Lynches Workforce Investment Board

APPROVED:

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Date