

# OREGON NORTHWEST WORKFORCE INVESTMENT BOARD

## **BOARD MEETING**

Friday, July 22, 2016  
10:00 AM – 1:00 PM

Tongue Point Job Corps Center  
Columbia Vista Cafe  
37573 Old Highway 30  
Astoria, OR 97103

This meeting will be properly noticed and posted in the following places:

Columbia County Commissioners office: 230 Strand Street 331, St. Helens, OR 97051  
Clatsop County Commissioners office: 800 Exchange Street, Ste. 410, Astoria, OR 97103  
Tillamook County Commissioners office: 201 Laurel Ave., Tillamook, OR 97141  
Lincoln County Commissioners office: 225 West Olive Street Room 110, Newport, Oregon 97365  
Benton County Commissioners office: 205 NW 5th Street, Corvallis, OR 97330  
Columbia County: The Chronicle  
Clatsop County: The Daily Astorian  
Lincoln County: The News Guard  
Tillamook County: Headlight Herald  
Benton County: Gazette Times-Corvallis

## **AGENDA**

- 1. CALL TO ORDER, CONFIRMATION OF POSTING, AND ROLL CALL.**
- 2. FIRST PUBLIC COMMENT SESSION:** Members of the public may now comment on any matter posted on the agenda, which is before the board for consideration and action today. Please clearly state and spell your name and state your address for the record. Each public comment will be limited to three (3) minutes.
- 3. WELCOME AND OVERVIEW OF TONGUE POINT JOB CORPS CENTER**
- 4. DISCUSSION AND POSSIBLE ACTION:** Consent agenda – Approval of the following items:
  - May board meeting agenda with inclusion of any emergency items and deletion of any items
  - Approve ONWIB minutes from the May 10, 2016 meeting
  - Approve administrative policy on Incident Reporting
  - Approve fiscal policy on Gift and Donation Acceptance
- 5. BOARD CHAIR REPORT**
- 6. DISCUSSION AND POSSIBLE ACTION:** Accept staff's recommendation for the upcoming meeting schedule.
- 7. DISCUSSION AND POSSIBLE ACTION:** Discuss using Northwest Oregon Works as business name.

8. **DISCUSSION AND POSSIBLE ACTION:** Review and possibly approve the preliminary ONWIB Operating Budget for the 2016 program year.
9. **DISCUSSION AND POSSIBLE ACTION:** Review and possibly approve the revisions to the ONWIB Bylaws.
10. **ELECTION OF ONWIB OFFICERS**
11. **ACTION:** ONWIB members will participate in an exercise to determine initial term length.
12. **INFORMATION AND DISCUSSION:** Staff members of the ResCare Workforce Services and Community Services Consortium will provide an overview of their organizations and services delivery in the Northwest Area.
13. **WORKING LUNCH**
14. **INFORMATION AND DISCUSSION:** A presentation and opportunity for discussion will be provided by Erik Knoder and Shawna Sykes on recent economic and workforce information.
15. **EXECUTIVE DIRECTOR REPORT**
16. **BOARD MEMBER COMMENTS**
17. **SECOND PUBLIC COMMENT SESSION:** Members of the public may now comment on any matter or topic, which is relevant to or within the authority of jurisdiction of the Board. You may comment now even if you commented earlier, however, please do not simply repeat the same comment you previously made. Please clearly state and spell your name and address for the record. Each comment will be limited to three (3) minutes.
18. **ADJOURNMENT**
19. **TOUR:** Members of the board and public are invited to participate in a tour of some of the programs and facilities offered at Tongue Point Job Corps Center. The tour will take about 45 minutes.

For more information about the ONWIB, visit [www.onwib.org](http://www.onwib.org). The ONWIB meetings are held in accordance with open meeting laws and with accessibility requirements. If there is a person with a disability who may need assistance in order to attend or participate in a meeting or if a person wishes to offer comments on any item on the agenda, please notify Katelyn Roberts at 541-921-7329. TTY is also available: 1-800-735-2900.

# OREGON NORTHWEST WORKFORCE INVESTMENT BOARD

## DRAFT Meeting Minutes

Tuesday, May 10, 2016

9:30 AM – 12:00 PM

Advanced Technology and Manufacturing Institute

1110 NE Circle Drive

Corvallis, OR 97330

### Members Present

Al DeVita

Amanda Morris

Amy Jauron

Connie Green

Debra Smith

Gail Muller

Jeff Kemp

John Hawkins

Rhonda Meidinger

Stephanie Hurliman

Tom Gill

Tony Erickson

Whitey Forsman

Zack Poole

### Members Absent

Henry Balensifer III

Jim Tierney

Pat Malone

Randy Getman

Michael Smith

### Commissioners

Commissioner Doug Hunt

### Staff

Heather DeSart

Mike Kennedy

Katelyn Roberts

Pete Svendsen

### CALL TO ORDER, CONFIRMATION OF POSTING, AND ROLL CALL.

The meeting was called to order by Chair Tony Erickson at 9:48 AM. Staff confirmed that the meeting has been properly noticed. Roll call was taken and a quorum was present.

### FIRST PUBLIC COMMENT SESSION

Keith Ozols, state transition coordinator with Vocational Rehabilitation, and Cindy Henry, Director of Special Education for the Lincoln County School District, provided information to the board on the summer youth transition program. The Lincoln County program provides paid, seven-week work experience for 12 youth who have barriers to employment. They are looking for employers who are willing to host the work experience. The program also provide staff support and coaching for the youth as they are in the work experience.

### CONSENT AGENDA

Chair Erickson confirmed that there are not inclusions of the agenda. Ms. DeSart requested the following changes be made to the March board meeting minutes:

- Page 3 of board the packet – addition of section under Members Absent section to note commissioners present at the meeting which will include Commissioners Present: Commissioner Hunt and Commissioner Schuster
- Page 4 of the board packet - within the third paragraph under Executive Director Report change “to” to “two” in the first sentence
- Page 4 of the board packet – within the fourth Paragraph under Executive Director Report, remove “60 people were effected, 8-10 employers there, workers giving resumes to employers” from the end of the paragraph
- Page 6 of board packet – second paragraph under Board Member Comments, remove “appreciate on how responsive to Heather” and remove “ask Mike how ONWIB is doing”

There was no discussion on the Code of Conduct policy, Conflict of Interest policy, and Cost Reimbursement policy. Related to the Grievance policy, Mr. Gill asked if the ONWIB has identified an equal opportunity officer. Ms. DeSart informed the board, as a requirement of the local plan, Pete Svendsen was identified as the EO officer for the Northwest Area.

*A motion was made by Tom Gill and seconded by John Hawkins to approve the items on the consent agenda with the revisions to the March board meeting minutes. No further discussion. Motion carried.*

### **PIPELINE PROJECT INFORMATION**

Josefine Fleetwood is the Workforce Development Director of the Albany Area Chamber of Commerce. She provided an overview of the Pipeline Project occurring in Linn County with local businesses, high schools, county, City of Albany, Linn-Benton Community College, and other partners. The business-led project is working to educate youth, educators, and the community about the local employment and career opportunities. In response to members' questions, she explained the different components of the project including how it is funded, events, the employability grade, industry and partner involvement. The success of replicating the project in other areas would depend on the industries' needs.

### **BOARD CHAIR REPORT**

Chair Erickson reported that the board is looking for a Vice Chair of the ONWIB. Members can nominate someone or themselves by emailing Ms. DeSart. At the July meeting, there will also be an opportunity to nominate members prior to the board taking a vote.

He also reported he was part of a round table discussion at Portland Community College with U.S Representative Suzanne Bonamici and Congressman Bobby Scott. It was a chance to highlight good work and partnerships in at the ONWIB and Oregon related to workforce development.

### **ONWIB'S EXECUTIVE COMMITTEE REPORT**

Chair Erickson reported on the April 28 meeting the Executive Committee. The committee reviewed and approved signature authority matrix and ONWIB personnel handbook. They also discussed the idea of changing the business name of the ONWIB to Northwest Oregon Works.

There was also discussion about member term limits and election of officers. Currently the ONWIB bylaws allow for an officer to serve a one-year term. Chair Erickson will be looking to add two more members to the committee, one to represent labor and one to represent private sector as stated in the committee charter. These must be members of the ONWIB. If members are interested, they should reach out to Ms. DeSart.

### **BUDGET-TO-ACTUAL EXPENDITURE REPORT**

In reference to the report provided in the meeting packet, Chair Erickson provided the budget-to-actual report reflects expenditures through March 31. Ms. DeSart explained that this is the first snapshot being provided to the board due to the transition of accounting work to the technical assistance team. There are higher balances in some line item since the ONWIB administrative operations were ramping up at the beginning of the program year. In September, staff will have a final budget-to-actual expenditure report for the 2015 program year. The ONWIB will approve the 2016 program year budget in July. Ms. DeSart thanked Gary Mueller for his work, as part of the technical assistance team, on the ONWIB's fiscal matters.

### **AWARDS FOR WIOA FUNDING**

Chair Erickson referred to the documents provided by staff on the service provider recommendation. He reminded the board of using a third party evaluator to score the proposals submitted in response to the Request for Proposals (RFPs) for Adult and Dislocated Worker and Youth services. Social Policy Research Associates (SPRA) was procured as the third party evaluator. Ms. DeSart introduced Jessie

Oettinger with SPRA who served at the project lead in reviewing the proposals. Ms. Oettinger provided an overview of the process that was used to evaluate the program which is outlined in the scoring methodology memo within the staff recommendation. As a result of the scoring process, the Adult and Dislocated Worker proposals were scored as follows:

ResCare Workforce Services - 81.22  
Community Services Consortium - 77.47  
South Coast Business Employment Corporation - 74.80

*A motion was made by Tom Gill and seconded by John Hawkins to accept staff's recommendation to award funding to ResCare Workforce Services for providing Workforce Innovation and Opportunity Act (WIOA) Adult and Dislocated Worker services in the Northwest Area, authorize staff to negotiate the terms and conditions of the contract, and execute the contract following successful negotiations. No further discussion. Motion carried.*

The same process was used to score the Youth proposals. As a result of this process, the Youth proposals were scored as follows:

Community Services Consortium - 80.94  
ResCare Workforce Services - 78.22  
South Coast Business Employment Corporation - 76.18

Mr. DeVita disclose a conflict as he is employed with CSC and recused himself from the vote. Commissioner Hunt also disclosed that he is on the board of CSC though he is not a voting member of the ONWIB.

*A motion was made by Tom Gill and seconded by John Hawkins to Accept staff's recommendation to award funding to Community Services Consortium for providing Workforce Innovation and Opportunity Act (WIOA) Youth services in the Northwest Area, authorize staff to negotiate the terms and conditions of the contract, and execute the contract following successful negotiations. No further discussion. Motion carried.*

### **EXECUTIVE DIRECTOR REPORT**

Ms. DeSart reported that ONWIB staff participated in the Workforce Alignment meeting. State representatives from the Office of Community College and Workforce Development, Department of Human Services, and Oregon Employment Department facilitated a work session for local workforce partners in the Northwest Area. It resulted in a shared work plan amongst local partners as known as the Local Leadership Teams. At the six weeks follow up call, the state was enthused with the progress made on the work plan.

Ms. DeSart thanked Ms. Muller and Ms. Hurliman for work on the ONWIB personnel handbook. With his temporary employment with the ONWIB ending on June 30, she also recognized Mike Kennedy for the work and effort he has put into building the ONWIB as a board and an organization. Mr. Kennedy expressed how rewarding it has been to be a part of the transition of the workforce system and building the ONWIB.

Commissioner Hunt and Chair Erickson also thanked Mr. Kennedy for assisting in the early development stages of the ONWIB. Mr. Kennedy provided encouragement to the board to continue ceasing the opportunity provided by WIOA and the state.

### **BOARD MEMBER COMMENTS**

Ms. Green thanked Mr. Kennedy for his work in the past months. She also thanked Ms. DeSart and the board for partaking in the organization that was still forming.

**SECOND PUBLIC COMMENT SESSION**

Tim Foster with ResCare Workforce Services expressed his gratefulness for the opportunity to enter into negotiations for the Adult and Dislocated Worker services in the Northwest Area. They are looking forward to working and partnering with the ONWIB.

Martha Lyon with Community Services Consortium thanked the board for its endurance over the last 18 months. The ONWIB had some heavy lifting to do with an area that had not been natural partnership in previous years. She also thanked Mr. Kennedy for his work in the area. She is excited to move forward to provide youth services in all five counties as well as learning from the communities that CSC previously has not served to what is needed. She thanked the board for the opportunity.

**ADJOURNMENT**

Chair Erickson was adjourned at 10:58.

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## OREGON NORTHWEST WORKFORCE INVESTMENT BOARD

<b>POLICY #: ADMIN 06</b>	<b>TITLE: INCIDENT REPORTING</b>
<b>APPROVED</b>	<input checked="" type="checkbox"/> <b>New</b> <input type="checkbox"/> <b>Revised</b>

### **PURPOSE**

The purpose of this policy is to provide guidance and procedures for reporting allegations of fraud, program abuse or criminal conduct.

### **POLICY**

All incidents of suspected fraud and/or abuse must be reported to ONWIB Executive Director and Higher Education Coordinating Commission's Office of Community Colleges and Workforce Development (CCWD). Such incidents may be reported anonymously. This policy applies to all staff and any contractor/subcontractor or other entity responsible for providing WOIA services. Staff may anonymously report such incidents to their own agency as well.

### **PROCESS**

Any incident of suspected fraud, abuse, or other program-related criminal activity will immediately be reported directly to the ONWIB and CCWD.

ONWIB will complete necessary reporting documentation and will submit the report to CCWD. CCWD will immediately forward documents to the Department of Labor (DOL) Regional Office of Inspector General (OIG) and the Regional Administrator of the Employment and Training Administration.

Investigations are initiated and conducted by CCWD and will be handed over to the DOL/OIG at their request.

After conducting the investigation, CCWD will issue an initial determination report to the ONWIB Board Chair requesting response to report findings including plans for debt collection and other corrective actions as appropriate. This initial determination offers the opportunity for informal resolution. If no informal resolution meeting is requested, CCWD will issue the final determination.

### **GUIDE TO REPORT AN INCIDENT OF FRAUD AND/ OR ABUSE**

#### **General Report Procedures**

Staff is responsible for reporting any suspected fraud/abuse, misapplication of funds, gross mismanagement or employee/participant misconduct.

Staff is encouraged to report such incidents to their supervisor who must immediately notify ONWIB Executive Director, who will in turn notify the Chief Financial Officer of the ONWIB.

Staff can report directly to CCWD staff at 503-947-2401, or to the DOL OIG Hotline at 1-800-347-3756. Incidents may be reported anonymously.

### **General Investigation Procedures**

When ONWIB Executive Director is notified by staff of an incident of fraud or abuse, ONWIB Executive Director confers with parties involved in the reporting, gathers details, and submits the Incident Report Form, Office of Inspector General (OIG) 1-156.

When CCWD investigates the incident and makes a determination, the Director can request an informal hearing within twenty (20) working days from the initial determination.

### **RESOLUTION**

ONWIB and/or CCWD and/or ONWIB Executive Director will determine the final resolution to the incident and inform the appropriate parties.

### **REFERENCES**

Community Colleges and Workforce Development (CCWD) Policy 589-40.2  
Workforce Innovation and Opportunity Act  
20 Code of Federal Regulations Part 667.630  
Training and Employment Guidance Letter No. 2-12  
CCWD Policy 589-40.5

## OREGON NORTHWEST WORKFORCE INVESTMENT BOARD

<b>POLICY #: FISCAL 06</b>	<b>TITLE: GIFT AND DONATION ACCEPTANCE</b>
<b>APPROVED:</b>	<input checked="" type="checkbox"/> <b>New</b> <input type="checkbox"/> <b>Revised</b>

### **PURPOSE**

To communicate requirements for the acquisition, management, and inventory of property, other than real property.

### **POLICY**

Oregon Northwest Workforce Investment Board (ONWIB) solicits and accepts gifts and donations for purposes that will help the organization further and fulfill its mission. ONWIB urges all prospective donors to seek the assistance of personal legal and financial advisors in matters relating to their gifts and donations, including the resulting tax and estate planning consequences.

ONWIB will provide acknowledgments to donors meeting IRS substantiation requirements for property received by ONWIB as a gift or donation. However, except for gifts and donations of cash and publicly traded securities, no value shall be ascribed to any receipt or other form of substantiation of a gift received by ONWIB.

ONWIB will respect the intent of the donor relating to gifts for restricted purposes and those relating to the desire to remain anonymous. With respect to anonymous gifts, ONWIB will restrict information about the donor to only those staff members with a need to know.

ONWIB will not compensate, whether through commissions, finders' fees, or other means, any third party for directing a gift, donation or donor to ONWIB.

### **Restrictions on Gifts and Donations**

ONWIB will not accept gifts that (a) would result in ONWIB violating its corporate charter, (b) would result in ONWIB losing its status as a 501(c)(3) not-for-profit organization, (c) are too difficult or too expensive to administer in relation to their value, (d) would result in any unacceptable consequences for ONWIB, or (e) are for purposes outside ONWIB's mission. Decisions on the restrictive nature of a gift, and its acceptance or refusal, shall be made by the Executive Committee, in consultation with the Executive Director.

### **Gifts Generally Accepted Without Review**

*Cash.* Cash gifts and donations are acceptable in any form, including by check, money order, credit card, or on-line.

*In-Kind Services.* Gifts or donations of in-kind services will be accepted at the discretion of the Executive Director.

### **Gifts Accepted Subject to Prior Review**

Certain forms of gifts or donated properties may be subject to review by Executive Committee prior to acceptance. Examples of gifts and donations subject to prior review include, but are not limited to:

*Marketable Securities.* All marketable securities will be sold promptly upon receipt unless otherwise directed by the Executive Committee. In some cases, marketable securities may be restricted, for example, by applicable securities laws or the terms of the proposed gift; in such instances the decision whether to accept the restricted securities shall be made by the Executive Committee.

*Bequests and Beneficiary Designations under Revocable Trusts, Life Insurance Policies, Commercial Annuities and Retirement Plans.* Donors are encouraged to make bequests to ONWIB under their wills, and to name ONWIB as the beneficiary under trusts, life insurance policies, commercial annuities and retirement plans.

*Charitable Remainder Trusts.* ONWIB will accept designation as a remainder beneficiary of charitable remainder trusts.

*Charitable Lead Trusts.* ONWIB will accept designation as an income beneficiary of charitable lead trusts.

*Tangible Personal Property.* The Executive Committee shall review and determine whether to accept any gifts or donations of tangible personal property in light of the following considerations: does the property further the organization's mission? Is the property marketable? Are there any unacceptable restrictions imposed on the property? Are there any carrying costs for the property for which the organization may be responsible? Is the title/provenance of the property clear?

*Life Insurance.* ONWIB will accept gifts and donations of life insurance where ONWIB is named as both beneficiary and irrevocable owner of the insurance policy. The donor must agree to pay, before due, any future premium payments owing on the policy.

*Real Estate.* All gifts of real estate are subject to review by the Executive Committee. Prior to acceptance of any gift of real estate other than a personal residence, ONWIB shall require an initial environmental review by a qualified environmental firm. In the event that the initial review reveals a potential problem, the organization may retain a qualified environmental firm to conduct an environmental audit. Criteria for acceptance of gifts of real estate include: Is the property useful for the organization's purposes? Is the property readily marketable? Are there covenants, conditions, restrictions, reservations, easements, encumbrances or other limitations associated with the property? Are there carrying costs (including insurance, property taxes,

mortgages, notes, or the like) or maintenance expenses associated with the property? Does the environmental review or audit reflect that the property is damaged or otherwise requires remediation?

### **Use of Legal Counsel**

ONWIB will seek the advice of legal counsel in matters relating to acceptance of gifts and donations when appropriate. Review by counsel is recommended for:

- Gifts and donations of securities that are subject to restrictions or buy-sell agreements.
- Documents naming ONWIB as trustee or requiring ONWIB to act in any fiduciary capacity.
- Gifts requiring ONWIB to assume financial or other obligations.
- Transactions with potential conflicts of interest.
- Gifts of property which may be subject to environmental or other regulatory restrictions.

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## **Oregon Northwest Workforce Investment Board Proposed Meeting Schedule**

Below is the proposed meeting schedule for 2016 program year. Staff will make efforts to host a meeting in each of the five counties. Meeting times may be adjusted to accommodate tours or space availability.

**July 22, 2016**

10:00 AM to 1:00 PM

**October 28, 2016**

10:00 AM to 12:00 PM

**January 27, 2017**

10:00 AM to 12:00 PM

**April 28, 2017**

10:00 AM to 12:00 PM

**June 23, 2017**

10:00 AM to 12:00 PM

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# ONWIB BUDGET

Program Year 2016 (July 1, 2016 - June 30, 2017)

1	<b>RESOURCES</b>	
2	WIOA Formula - PY16 Allocation	1,657,688
3	WIOA Formula - PY15 Unexpended	545,778
4	NEG's	78,030
5	RR/AA	0
6	State Grants	263,158
7	Other State Funds	322,896
8	Discrete Grants	<u>99,032</u>
9	<b>Total Resources</b>	<b>2,966,582</b>
10		
11	<b>EXPENDITURES</b>	
12	<b>Board Operations Expenses</b>	
13	<b><u>ONWIB Staffing</u></b>	
14	Salaries	298,700
15	Employer Taxes	29,870
16	Employee Benefits	<u>87,293</u>
17	<b>Total Staffing</b>	<b>415,863</b>
18	<b><u>Board Expenses</u></b>	
19	Professional Services	76,250
20	Legal Services	5,000
21	Audit Services	10,000
22	Fees/Taxes	5,000
23	Phone & Internet	5,000
24	Insurance	7,500
25	Office Lease	15,000
26	Office Supplies	8,000
27	Computer Equipment	20,000
28	Memberships	20,000
29	Community Outreach	5,000
30	Board Travel	15,000
31	Staff Travel	25,000
32	Meetings	2,500
33	Staff Development	10,000
34	Board Support	<u>10,000</u>
35	<b>Total Board Operations Expenses</b>	<b>239,250</b>
36		
37	<b><u>Program Expenses</u></b>	
38	ITrac Database	23,677
39	WSO Leases	86,997
40	WSO Phone & Internet	13,169
41	WSO Office Expenses	10,200
42	Program Outreach	0
43	Program General Expenses	46,696
44	Professional Services	99,500
45	Program Services-Incumbent	<u>40,000</u>
46	<b>Total Program Expenses</b>	<b>320,239</b>

47		
48	<b>Program Provider Contracts</b>	
49	Adult	400,000
50	Dislocated Worker	500,000
51	Youth	550,000
52	JD NEG	61,729
53	BTWO	108,371
54	RJS	<u>3,900</u>
55	<b>Total Program Provider Contracts</b>	<b>1,624,000</b>
56		
57	<b>TOTAL ONWIB EXPENDITURES</b>	<b>2,599,351</b>
58		
59	<b>Remaining Resources</b>	<b>367,231</b>

# Oregon Northwest Workforce Investment Board Bylaws

March 9, 2015

## ARTICLE I: Definitions

The following terms are used in these bylaws:

**“Bylaws”** means this set of Oregon Northwest Workforce Investment Board (ONWIB) bylaws.

**“Chair”** means the Workforce ~~Investment~~ Board’s chairperson.

**“Chief Local Elected Official” or “CLEO”** means the chair of the Northwest Oregon Workforce Consortium board.

**“Executive Director”** means the Oregon Northwest Workforce Investment Board’s Executive Director.

**“Intergovernmental Agreement”** means the agreement between Benton, Clatsop, Columbia, Lincoln and Tillamook Counties establishing the Northwest Oregon Workforce Consortium, referred to as “NOWC.”

**“Members”** means individuals appointed to the Oregon Northwest Workforce Investment Board by NOWC.

**“NOWC”** means the Northwest Oregon Workforce Consortium, an intergovernmental organization created to carry out the provisions of the Workforce Innovation and Opportunity Act (WIOA).

**“ONWIB”** means the Oregon Northwest Workforce Investment Board, an Oregon 501 (C) (3), created to carry out its responsibilities under the Workforce Innovation and Opportunity Act (WIOA).

**“Partnership Agreement”** means the agreement between the Workforce ~~Investment~~ Board and NOWC.

**“WIOA”** means the Workforce Innovation and Opportunity Act of 2014, as amended from time to time.

**“Workforce Board”** means the Oregon Northwest Workforce Investment Board.

## ARTICLE II: Purpose

The Workforce Board’s purpose is to develop, oversee and implement the Oregon Northwest workforce area’s strategic plan and to perform the duties listed in the Partnership Agreement

and in grant agreements. The Workforce Board's duties and functions shall be limited to those permitted by Section 501 (c) (3) of the Internal Revenue Code and by Oregon statutes applicable to nonprofit corporations.

### **ARTICLE III: Members and Meetings**

#### **A. Number of Members**

The size of the Workforce Board shall be variable with the number of members determined by NOWC. The composition of the Workforce ~~Investment~~-Board must comply with WIOA, as amended from time to time, and by State of Oregon policy issuances.

#### **B. Appointment of Members**

NOWC shall make Workforce Board appointments.

#### **C. Terms of Office**

The terms of ~~local W~~workforce ~~investment B~~board members are three years from the date of appointment, except that initial appointments shall be staggered. There shall be no limit on the number of terms that a member may be appointed.

#### **D. Resignation and Removal**

Any Workforce ~~Investment~~-Board member may be removed or suspended with or without cause by NOWC. A Workforce ~~Investment~~-Board member may resign at any time by delivering written notice to the Chair or to the Executive Director. Unless the notice of resignation specifies a later effective date, the resignation will be effective when received.

#### **E. Attendance**

A member who has three or more consecutive unexcused absences from board meetings may be subject to removal from the ONWIB by the NOWC.

#### **F. Meetings**

##### **1. Regular Meetings**

The Workforce Board shall determine the time and place of its regular meetings in advance and authorizes the Chair to call meetings.

##### **2. Annual Meeting**

Unless a different date is set by resolution of the Workforce ~~Investment~~-Board, the annual meeting shall be the first regular meeting on or after July 1 of each year. During the annual meeting, Workforce ~~Investment~~-Board officers shall be elected.

##### **3. Special Meetings**

Special meetings may be held as called by the Chair or by the Vice-Chair.

#### **4. Minutes**

Minutes of each meeting shall be reviewed and approved at subsequent meetings and copies of all approved minutes shall be maintained at the Workforce ~~Investment~~ Board's principal office.

#### **5. Open Meeting Provision**

All Workforce ~~Investment~~ Board meetings shall be conducted in accordance with public meeting laws, these bylaws and the Workforce ~~Investment~~ Board's Code of Conduct.

#### **6. Participation**

Participation at Workforce ~~Investment~~ Board meetings shall be limited to its members, with the following exceptions:

- a. Comments from the general public as specified in meeting agendas or as permitted by the chair;
- b. Local elected officials who sit on the NOWC board;
- c. At the discretion of the Chair, comment or other participation by non-members which is material to the matter under consideration;
- d. Individuals who are not Board members and who serve on Board committees; and,
- e. Regularly scheduled agenda items that call for reports or participation by non-members

#### **7. Rules**

All meetings shall be held in compliance with Oregon law, grant terms, these bylaws and Roberts' Rules of Order, provided that the use of Roberts' Rules of Order shall be solely for the convenience of the Workforce ~~Investment~~ Board and its committees. Failure to comply with Roberts' Rules of Order shall not affect the validity of any action taken which is otherwise in compliance with these bylaws. In the event of a conflict, the order of precedence shall be Oregon law, grant terms, these bylaws, and Roberts' Rules of Order.

### **G. Meeting Notices and Agendas**

#### **1. Meeting Notices**

Meeting notices and board meeting packets shall be given at least ~~threeseven~~ (37) days prior to the date of the meeting unless special conditions make advance notice impracticable, in which case notice and a description of the purpose of the meeting shall be given not less than 24 hours prior to the meeting. Notwithstanding the forgoing, a special meeting can be conducted at any time and without notice if all members are present in person or by electronic means and do

not object to the meeting. Notices and board meeting packets may be given electronically.

## 2. Agendas

Meeting notices shall contain an agenda of the topics scheduled for consideration. The Workforce ~~Investment~~ Board may consider and act upon matters at a regular meeting (including the annual meeting) which are not included in the notice agenda, but may not act upon any matter during a special meeting unless that matter was described in the special meeting notice or all of the members are present in person or electronically and do not object to the matter being considered.

## H. Quorum

A quorum shall be defined as:

- A simple majority (51%) of members, excluding vacancies AND
- Of those members in attendance, no fewer than 25% are business representatives. ~~A majority of Workforce Investment Board members shall constitute a quorum.~~

No suspended member shall be included as a member. A member is deemed to be present at a meeting for the purpose of determining a quorum even if the member abstains from voting on one or more items on the agenda.

## I. Manner of Acting

Each Workforce ~~Investment~~ Board member shall have one vote. The act of a majority of the members present at a meeting at which a quorum is present shall be the act of the Workforce ~~Investment~~ Board, subject to quorum and participation requirement in ORS 660.324 (4)(a). To the extent permitted by Oregon law, members may attend meetings by telephone or through other electronic means.

## ARTICLE IV: Workforce Board Officers

### A. Required Officers

The officers of the Workforce ~~Investment~~ Board shall include a Chair, who shall be a private sector business representative, and a Vice-Chair who shall also be a private sector business representative. The Workforce Board may elect other officers as deemed necessary. A single member may perform the duties of more than one office, with the exception of the duties of Chair and the Vice-Chair, which must be performed by separate members.

### B. Duties of the Chair

The Chair shall preside at meetings; shall serve as the Workforce ~~Investment~~ Board's chief spokesperson and signatory; shall appoint committee chairs and committee members subject to these bylaws and the Partnership Agreement; and, shall perform other duties assigned by the Workforce ~~Investment~~ Board.

**C. Duties of the Vice-Chair**

The Vice-Chair/~~Secretary~~ shall perform the duties of the Chair in the Chair's absence and shall perform other duties designated by the Workforce ~~Investment~~ Board.

**D. Election and Term**

The Workforce Board's officers shall be elected at the annual meeting and shall serve for two years. until the conclusion of the officers' election at the subsequent annual meeting. A member may serve two consecutive terms in the same officer position.

**ARTICLE V: Committees**

**A. Creation of Committees**

The Workforce ~~Investment~~ Board and its Chair shall have the power to create both standing and ad-hoc committees and task groups. The Chair shall appoint committee members and committee chairs subject to Workforce ~~Investment~~ Board's direction.

**B. Executive Committee**

The Workforce Board's Executive Committee may serve as the Board of Directors of a nonprofit corporation. The Executive Committee shall have the power and authority granted it by the Workforce Board.

**ARTICLE VI: Code of Conduct**

The Workforce Board shall adopt a Code of Conduct and Conflict of Interest, which shall meet all Federal, Oregon and NOWC requirements.

**ARTICLE VII: Executive Director**

The Workforce ~~Investment~~ Board's Executive Director shall staff the Workforce ~~Investment~~ Board and the Northwest Oregon Workforce Consortium. The Executive Director shall assign other staff to perform Workforce ~~Investment~~ Board and NOWC functions within the confines of budget constraints and direction from the Workforce ~~Investment~~ Board and NOWC. The Executive Director shall work at the direction of the Chair, Oregon Northwest Workforce Investment Board and shall be annually evaluated.

**ARTICLE VIII: Amendment**

**A. Amendment Process**

These bylaws may be amended or repealed by an affirmative vote of a majority of the Workforce Board members at a regular or special meeting. Notice, which shall specify the changes to be made, shall be delivered to all members no less than ~~threeseven~~ (37) days prior to the meeting at which bylaw amendment or repeal is to be acted upon. An affirmative vote in favor of bylaws amendment may be delivered in writing.

**ARTICLE IX: Bylaws Enactment**

These Workforce Investment Board bylaws take effect on the date set forth below.

**APPROVED BY THE WORKFORCE BOARD**

Chair: \_\_\_\_\_ Date: \_\_\_\_\_

DRAFT