

SOUTHERN NEVADA WORKFORCE INVESTMENT BOARD BY-LAWS

ARTICLE I AUTHORITY AND RESPONSIBILITY

1. The Southern Nevada Workforce Investment Board is organized as a state workforce investment board under the requirements of the Workforce Investment Act of 1998.
2. It is the principal responsibility of the Board to establish policy and provide guidance for strategic planning activities, as well as to monitor the Southern Nevada Workforce Investment Board activities toward achieving goals and objectives. The Board will carry out its responsibility in partnership with agencies and organizations of general local government in the workforce area.
3. One of the responsibilities of the Board is hiring an executive director to be responsible for daily operations, policy implementation, techniques and methods to be employed in attaining the Southern Nevada Workforce Investment Board's goals and objectives. The Executive Director's responsibilities also include having signatory authority to sign contract agreements on behalf of the Board with the State of Nevada. In turn, the Executive Director shall hire, organize and supervise all other board staff members, consistent with the Board's policies and approved budgets.

ARTICLE II MEMBERSHIP AND VOTING

1. Composition By Membership Category shall be in accordance with WIA Sec.117(2)(A)(i-vi)(B). Individuals may represent more than one category; provided they meet such criteria.
 - a. Business Community Category: At least 51% of the membership shall be appointed from the business community.
 - b. Labor Organizations Category: At least two members shall be appointed to represent labor organizations.
 - c. Community-Based Category: At least two members shall be appointed to represent community-based organizations.
 - d. Faith-Based Category: One member may be appointed to represent faith-based organizations.
 - e. Education Community Category: At least two members shall be appointed to represent the education community. Of the members appointed, at least one shall be appointed from the secondary education community and at least one from the post secondary education community.
 - f. Economic Development Category: At least two members shall be appointed to represent the economic development community.
 - g. One-Stop Operating System Partners Category: Only mandatory One-Stop partners, as outlined in the Workforce Investment Act, may be appointed.

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ARTICLE III MEETINGS

1. Open Meeting
All board, committee and council meetings shall be openly conducted in accordance with Nevada's Open Meeting Law.
2. Schedule of Meetings
 - a. Regular meetings: The Board shall meet at least once every quarter throughout the year. If necessary, the Board shall meet more frequently, as is determined by the Board chair.
 - b. Special meetings: The Board shall hold special meetings from time to time as deemed necessary or appropriate by the Board chair. Members shall receive meeting agendas in a prescribed timeframe to comply with the State of Nevada's Open Meeting Law.
3. Presiding Officer
 - a. Southern Nevada Workforce Investment Board: The Board chair shall preside over all board meetings. In the absence of the chair, the presiding officer of board meetings shall be the vice chair. When deemed appropriate, even during the presence of the chair and vice chair, the chair may choose a board member to serve as temporary chair.
 - b. Southern Nevada Workforce Investment Board, Youth Council: The Youth Council chair shall preside over all Youth Council meetings. In the absence of the chair, the presiding officer of the Youth Council meetings shall be the vice chair. In the absence of both chair and vice chair of the Youth Council, the chair of the Youth Council shall choose a Council member who is present during the meeting to serve as temporary chair. When deemed appropriate, even during the presence of the chair and vice chair, the chair may choose a Youth Council member to serve as temporary chair.
 - c. Southern Nevada Workforce Investment Board Standing Committees: Committee chairs shall preside over all meetings as appropriate to the respective committee. In the absence of the appropriate chair, the presiding officer of the committee meetings shall be the appropriate committee vice chair. In the absence of both chair and vice chair of appropriate committees, the chair of the appropriate committee shall choose a committee member who is present during the meeting to serve as temporary chair. When deemed appropriate, even during the presence of the committee chair and vice chair, the chair may choose a committee member to serve as temporary chair.
4. Parliamentary Authority
Unless otherwise adopted by the Board, Nevada's Open Meeting Law and - (Revised) Robert's Rules of Order shall be used to govern all board, council or committee meetings.

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5. Quorum
A quorum shall consist of a simple majority of the Board, council or committee members appointed.
6. Conflict of Interest
 - a. Prior to taking office as a member of the Southern Nevada Workforce Investment Board, a member must declare in writing all substantial business interests or representational interests the member has to a known past, current, or potential recipient of WIA funds. The written declaration must be updated periodically to reflect any changes. The written declaration must include substantial business interests or representational interests of the Board member's immediate family members. [Ref. Article III, Section 6(f)]
 - b. When a board member, a business partner, and/or an immediate family member has an interest as described in paragraph 6. (a.) in any proposal or request for funds which comes before the Southern Nevada Workforce Investment Board, the member must, prior to discussion, vote, or decision by the Board, publicly disclose the nature of the interest in the matter under consideration. The member must also abstain from voting on the matter. [Ref. Article III, Section (6f)]
 - c. A board member with substantial business interests or representational interests in proposals or requests for funds may not vote or initiate discussion on any proposals or requests for funds, that compete with the proposals or requests in which the member has the interest. At the sole and exclusive discretion of the Board Chair, a board member with interest shall answer questions posed by board members or Board chair during discussion of an agenda item concerning the proposal or requests for funds in which the board member with interest has declared a conflict. The Board chair shall question the board member with interest in these limited instances: (a) when the facts cannot be obtained from the organization of the board member with interest or (b) from the Board staff [Ref. Article III, Section 6(f)].
 - d. A board member who violates the requirements of this section may be removed from the Board, upon two-thirds vote of the Board members present. They may also be removed by majority vote of the Local Elected Officials.
 - e. All declarations of conflict of interest and abstentions from voting will be recorded in the minutes of board meetings.
 - f. A "substantial business interest" is defined as: (1) any ownership of the business; or (2) receiving any gross income during the previous or current year from the business; or (3) ownership in real property of the business valued at \$2,500 or more.

An "immediate family member" is defined as: (1) father, mother, brother, sister, daughter or son of the member, and/or (2) the spouse of the member; and/or (3) father, mother, brother, sister, daughter or son of the member's spouse.

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A “representational interest” is defined as: (1) employed by the organization, and/or (2) a member of the board of directors, commission, council, or other direct governing body of the organization.

ARTICLE IV OFFICERS

1. Elected Officers
 - a. Elected officers of the Southern Nevada Workforce Investment Board shall be the Chair and a Vice Chair.
 - b. The Board Chair shall be elected from appointed members of the private business community category. The vice chair shall be elected from among any of the appointed board members.
2. Elections and Terms of Service
 - a. The chair and vice chair shall be elected by a majority vote of board members. Each officer shall serve two-year terms.
 - b. There is no limit to the number of terms the chair and vice chair shall serve. Election of the chair and vice chair shall be made no later than July 1 to start each official’s term of office.
3. Election Procedures
 - a. In May of the final term of office, the Board will solicit nominations for officers from among its members. Members desiring to serve as officers will submit their names, resumes, and the offices which they wish to hold, to all members.
 - b. At the meeting designated for the election of officers in June of each two years, the membership will vote on those names previously submitted and any nominations from the floor.
4. Chair

In addition to presiding over board meetings, the chair shall establish committees, certify meeting quorums and perform other duties as required by the Workforce Investment Act.
5. Vice Chair

The vice chair shall serve as board chair in the absence of the chair.
6. Vacancies

The Board shall elect successors to fill the unexpired term of any officer.
7. Removal

Officers shall be removed from office by a majority vote of board members.

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ARTICLE IV-A

Board Members' Responsibility

Each board member is required to serve on at least one committee.

ARTICLE V COMMITTEES

1. Executive Committee

- a. The Board shall adopt an Executive Committee by a majority vote of its membership
- b. The designation of an Executive Committee and the delegation of authority thereto, shall not operate or function to relieve the Board of its responsibility unless for emergency action.
 - (i) Executive Committee Composition
 - a. The Executive Committee shall be comprised of the Board Chair, Board Vice Chair and elected chairs of the standing committees: Youth Council, Southern Nevada JobConnect One-Stop Consortium, Marketing, Membership, Personnel, Budget, Programs/Performance Standards, and By-Laws Committee.
 - b. Board chair shall serve as chairman of the Executive Committee.
 - (ii) Executive Committee Authority
 - a. The Executive Committee shall have and exercise all authority authorized by the Workforce Investment Act on behalf of the Southern Nevada Workforce Investment Board, only when the following has been met:
 - (1) When it can be demonstrated that it is impractical for a board meeting to take place; and impractical in this instance means, when attempts have been made to achieve the necessary quorum for a subsequent full board meeting have failed; and
 - (2) Such business, as determined by staff, to come before the Executive Committee, shall only be, of such urgency, that failure by the Board to take timely action will greatly impede the continued workings, and/or operations of the Board and/or its service providers, vendors, customers, and contractors.
 - b. The Executive Committee shall not have the authority to act on behalf of the Southern Nevada Workforce Investment Board with respect to the following issues:
 - (1) Filling any vacancies on the Board;
 - (2) Amending or repealing any resolution of the Board;
 - (3) Amending or repealing the Charter or the By-Laws;
 - (4) Adopting a plan of merger or consolidation;

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- (5) Selling, leasing, or otherwise disposing of all or any property and assets (excluding program monies) of the Board;
- (6) Voluntarily dissolving the Board or revoking a voluntary dissolution;
- (7) 5 year plan modification;
- (8) Change a board-approved budget;
- (9) Adopt or eliminate major programs; and
- (10) Personnel issues.

- (iii) Executive Committee Quorum:
A simple majority of the voting members of the Executive Committee shall constitute a quorum.
- (iv) Executive Committee Procedure:
The Executive Committee shall establish its own procedure, provided they are consistent with the Board's By-Laws and the Workforce Investment Act.
- (v) Vacancies, Resignation and Removal:
Vacancies shall be filled by a resolution adopted by the Board. Any member of the Executive Committee shall resign by presenting a written notice to the chair of the Board. The acceptance of such resignation shall not be necessary to make it effective.
- (vi) Executive Committee Term:
Executive Committee members shall serve one-year terms.

2. Standing Committees

The chair recommends members to serve on standing committees. By virtue of their elected status, local elected officials shall serve on any board committee without board approval. The following committees and council have been established as standing Southern Nevada Workforce Investment Board committees:

- a. Executive Committee: Please refer to Article V 1(a)(b)(i)(a)(b)(ii)(a)(b)(1-10)(iii)(1-12)(iv)(v)(vi)(vii)(viii)
- b. Youth Council: In accordance with the Workforce Investment Act, the Youth Council is an established subgroup of the Workforce Investment Board. The Youth Council function is to work with the Board and local elected officials to establish youth employment linkages and oversee service providers' delivery of youth employment and training services.
- c. Southern Nevada JobConnect One-Stop Consortium: In accordance with the Workforce Investment Act, the Southern Nevada Workforce Investment Board, by and through Nevada JobConnect One-Stop Consortium, is designated and certified by the Southern Nevada Local Elected Officials Consortium as the "One-Stop Consortium Operator" for the Southern Nevada JobConnect One-Stop Centers located throughout the Southern Nevada Workforce Investment Area.

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- (i) Nevada JobConnect One-Stop Consortium Membership: Nevada JobConnect One-Stop Consortium shall be comprised of at least the following agencies or entities, with the exception of the LEOs as in Article V (2) “Standing Committees”:
 - (a) At least one member in any category to represent the SNWIB as appointed by the SNWIB chair.
 - (b) At least one member from the business sector as appointed by the SNWIB chair.
 - (c) At least one member from the State of Nevada Department of Employment, Training and Rehabilitation (DETR) shall be appointed as a mandatory partner (appointment recommendation shall be made by the Director, Nevada Department of Employment, Training and Rehabilitation to the SNWIB chair).
 - (d) At least one member from the SNWIB contracted Workforce Investment Act (WIA), Title I, service providers shall be appointed as a mandatory partner (appointment recommendation shall be from a majority vote among SNWIB, WIA Title I service providers to the SNWIB chair).
- d. Marketing Committee: The Marketing Committee shall monitor and develop business strategies to enhance, employers and job seekers services.
- e. Program/Performance Standards Committee: The Program/Performance Standards Committee was established to review the performance of service providers and recommend action on their program’s performances.
- f. Local Elected Officials: The Local Elected Officials work with the Board to carry out their fiduciary responsibility under the Workforce Investment Act.
- g. Membership Committee: The Membership Committee shall recruit individuals to serve as board members. Potential board members shall be nominated by the membership committee for appointment by the Local Elected Officials as outlined in WIA Section 117.
- h. Budget Committee: The Budget Committee shall provide guidance to the staff in developing and submitting a comprehensive annual budget to the Southern Nevada Workforce Investment Board. The committee shall review financial activities (including incurred debt), monitoring and audit reports (internal and external), as well as periodic budget analysis prepared by the Board staff regarding employment and training programmatic and fiscal processes. The committee shall review budget modifications and fiscal financial policy. Additionally, the committee shall have the responsibility to help board members understand the full financial implications of board actions and measure the effectiveness of projects and programs in terms of relative value.
- i. By-Laws Committee: The By-Laws Committee shall from time to time, review the Board’s By-Laws and recommend necessary changes for updates and revisions to ensure the Board’s business is conducted in compliance with all

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federal, state and local laws, statutes, regulations and policies. The By-Laws committee shall also consult with the Board and other committees regarding questions of procedure that are consistent with provisions outlined in these By-Laws and/or with Robert's Rules of Order as the parliamentary authority recognized in these By-Laws.

- j. Personnel Committee: The personnel committee shall from time-to-time review the staffing of the SNWIB and make recommendations to the full board for staffing increases or decreases when warranted. At least annually, the Personnel committee shall conduct a performance appraisal of the Executive Director and report the results to the full board. The personnel committee shall be responsible for working with staff in developing employee job descriptions and human resource policies, to include staff grievance procedures and processes; ensuring periodic performance appraisals are conducted for all staff members; review and recommend staff compensation (salary and benefits) based on executive and deputy directors' recommendation along with comparable data obtained from local municipalities. The personnel committee shall also serve as the grievance/complaint appellate entity, with final authority for resolving staff grievances and complaints.
3. Other Committees:
Other committees shall be established as necessary and appointment of members shall be at the discretion of the chair.
 4. Committee Size, Term, and Responsibilities
 - a. Size: Committees shall be established with at least three members. Committee members are not required to be a member of the Southern Nevada Workforce Investment Board.
 - b. Term: Committees will be active as long as necessary to serve the purpose of the Board.
 - c. Responsibilities: Committees shall record and maintain meeting minutes and report their progress and action recommendations to the Board.
 - d. All committees shall be chaired by a member of the Board.
 - e. All committee chairs shall be elected annually by said committee members by a majority vote with the exception of the Executive Committee.
 - f. A board member shall not chair more than one committee.

ARTICLE VI AUTHORIZATION TO INCUR DEBT (not to exceed \$25,000)

When necessary, as outlined in the Board's policy, debt may be incurred by the Executive Director or Deputy Director in the name of Southern Nevada Workforce Investment Board for allowable expenditures in accordance with federal, state and local laws, statutes, regulations, and policies to ensure continued operations and functions of the Board.

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ARTICLE VII REVISIONS AND AMENDMENTS

These By-Laws shall be revised or amended at a regular meeting by a two-thirds vote of the members present, provided previous notice has been sent to board members and the proposed amendment has been announced in the business agenda of the scheduled meeting. Notice of the proposed amendment must be provided to members at least thirty calendar days prior to the meeting date at which the amendment will come before the Board for vote.

VIII RATIFICATION

These By-Laws shall be effective immediately upon approval by a majority vote of the Southern Nevada Workforce Investment Board present voting thereon, after due notice to the membership.

May 24, 2006
Date of Ratification