

DURHAM WORKFORCE DEVELOPMENT BOARD

ARTICLE I
NAME AND PURPOSE

SECTION 1. The name of this Organization shall be the Durham Workforce Development Board (DWDB), hereinafter referred to as the Board.

SECTION 2. The purpose of this Board is to facilitate, plan, and coordinate workforce development resources to maximize the efforts of government, businesses, and education. The Board shall promote a responsive workforce development system; provide guidance and exercise independent oversight regarding activities under the Workforce Innovation and Opportunity Act, (WIOA), hereinafter referred to as the Act as it shall from time to time be amended, supplemented or replaced with successor legislation and in partnership with local units of government; develop and approve a job training plan for the provision of coordinated employment and training services; provide oversight and guidance for workforce development activities; and provide employment and training services designed to alleviate the social, educational, and economic problems of groups or individuals including, but not limited to those with employment barriers.

ARTICLE II
FUNCTIONS, POWERS, AND DUTIES

SECTION 1: The duties and responsibilities of the Board shall include, but are not limited to, the following:

- A. Planning and overseeing the delivery of all workforce development programs specified as responsibilities of the Workforce Investment Boards under the Act including, but not limited to, engaging employers; and convening, brokering, and leveraging workforce system stakeholders;
- B. Conducting workforce research and labor market information (LMI); developing career pathways; coordinating with education agencies; and promoting proven and promising practices in a range of workforce-related areas, most prominently technology;
- C. Planning and overseeing the delivery of all workforce development programs specified as responsibilities of North Carolina's NCWorks Career Center system;
- D. Advising local elected officials, employers, local education agencies, community college, state and local employment and training agencies, and citizens about workforce development policies, programs, and other information;
- E. Serving as a point of contact for businesses, industries, and the public sector to communicate their workforce needs;
- F. Brokering relationships with stakeholders through strategic plan initiatives, e.g., provider collaboratives that address barriers to employment and other issues;

- G. Developing linkages with the Greater Durham Chamber of Commerce and local and regional development efforts to promote cooperation and coordination among public organizations, community organizations, educational institutions, and private businesses; and
- H. Developing plans in coordination with appropriate community partners to address the workforce development needs of Durham County and the City of Durham that are responsive to the goals, objectives, and performance standards established by the Governor.

SECTION 2. The Board shall serve in the role of planning, providing oversight, guiding/monitoring activities, and evaluating the performance of the services and activities of the NCWorks Career Centers. The Board, with private-sector and key agency partners represented, shall have planning and oversight responsibilities for the following programs that are operated at the NCWorks Career Center: WIOA programs, the Food Stamps Employment and Training program, the Older Americans Act Job Training and Employment Program, Vocational Rehabilitation programs, the Durham Technical Community College programs, and other onsite training programs.

ARTICLE III **MEMBERSHIP**

SECTION 1. All appointments to the Board shall be made by the Durham County Board of Commissioners and the Durham City Council in accordance with the Act and the most recent Interlocal Consortium Agreement after the following process is followed: 1) The Chief Elected Official or his/her agent is notified regarding an original position and/or vacancy, and the position is advertised; 2) Applications are received, and candidates are interviewed by DWDB staff; 3) Applications are forwarded to the Executive Committee with DWDB staff recommendations; and 3) The recommendations are considered by the Executive Committee, and no more than one member for a particular vacancy is selected by the Executive Committee to be referred to the appropriate elected body for appointment. The number of Members of the Board shall be a maximum of twenty-five (25), which shall constitute the Durham Workforce Development Board Membership. Appointments shall be staggered to ensure that only a portion of memberships expire in a given year.

SECTION 2. A majority of the Membership (50% plus one Member) shall be representatives of the private sector. Nominations for these positions shall be received from the Greater Durham Chamber of Commerce.

SECTION 3. Twenty percent (20%) of Board Members shall be representatives from labor organizations, or when none exists, employee associations; an apprenticeship program that is a joint-labor management apprenticeship or other registered apprenticeship program if no joint-labor program exists; private, nonprofit community-based organizations; and organizations serving youth, veterans, individuals with disabilities, and/or barriers to employment; a provider of adult education and literacy, Title II; a higher education agency providing workforce investment activities; economic and community development; the state employment service, i.e., Wagner-Peyser, an agency whose programs are carried out under Title I of the Rehabilitation Act.

SECTION 4. A full term is 4 years, running July 1 through June 30. The governmental agency that appointed a Member to the Board may remove the Member from the Board at any time without cause.

SECTION 5. Members who fail to attend three consecutive Board meetings without good cause as determined by the Chairperson shall be deemed to have resigned. Proxy voting shall be permitted at any meeting in the event the Member is absent and has given written consent that their proxy may vote in their place. The Chairperson, Vice Chairperson, or other designate presiding over the meeting is to be given prior notification of the proxy before calling the meeting to order. The attendance of Members by written proxy shall be announced immediately following the call to order. Exceptions to the attendance requirements shall be made at the discretion of the Chairperson.

SECTION 6. Vacancies on the Board shall be filled in the same manner as outlined in Article III, Section 1.

ARTICLE IV **OFFICERS**

SECTION 1. The Officers of the Board shall be a Chairperson, a First Vice Chairperson, a Second Vice Chairperson, a Secretary, and a Treasurer. The Secretary and Treasurer may be the same person.

SECTION 2. The Chairperson shall be selected from among Members of the Board who are representatives of the private sector. The Chairperson shall preside at all meetings of the Board and shall have authority to execute any document that may be lawfully executed on behalf of the Board.

SECTION 3. The First Vice Chairperson of the Board shall be selected from among the Members of the Board, who are representatives of the private sector. In the absence or disability of the Chairperson, the First Vice Chairperson shall perform the duties of that office. The First Vice Chairperson shall also perform duties assigned to him/her by the Chairperson.

SECTION 4. The Second Vice Chairperson shall be selected from among the membership. In the absence or disability of the First Vice Chairperson, the Second Vice Chairperson shall perform the duties of that office. The Second Vice Chairperson shall also perform duties assigned to him/her by the Chairperson.

SECTION 5. Officers shall be elected at or before the July meeting by the majority of the Membership. The terms of office shall begin in July and become two years in duration. Officers are eligible to be re-elected.

ARTICLE V **COMMITTEES**

SECTION 1. The Board may establish any Committee it deems necessary to carry out the functions of the Organization. The Chairperson shall appoint Committee Chairpersons, Vice Chairpersons, and Committee Members as needed or as required by the Act. It is anticipated that the following standing Committees shall exist: the NCWorks Career Center

Committee, the Business Services Committee, the Executive Committee, and the Youth Council. Committees shall consist of Board Members and community partners responsible for the implementation of the Board priorities and strategies. Committees shall be chaired by Members of the Board.

SECTION 2. The Executive Committee shall include the Chairperson, Vice Chairpersons, Secretary, and the Chairpersons of the Board Committees. At least 51% of the Members of the Executive Committee shall be representatives of the private sector. The Executive Committee shall have and may exercise all the authority of the Board.

ARTICLE VI **MEETINGS**

SECTION 1. The Board shall meet at least every other month. Meetings of the Membership shall be called by the Chairperson of the Board. The Chairperson of the Board may call special meetings of the Board as required.

SECTION 2. Notice of all regularly scheduled meetings shall be provided by written notice at least five (5) working days prior to their occurrence. All meetings of the Board at which its business will be conducted shall be held in public. The public shall be informed of all regularly scheduled meetings through written notice in a newspaper of general circulation in the area.

SECTION 3. Each member present at the meeting shall have one vote. At least 50% of the members plus one must be present at a regularly scheduled meeting of the Board in order to constitute a quorum.

SECTION 4. A Member may cast a vote by proxy as described in Article III, Section 5, or remotely through technological means such as telephonically or by webcam or another internet platform as described in Article III, Section 5.

SECTION 5. All Board and Committee meetings shall be open to the public, except in cases specifically outlined in the North Carolina Public Records Act. All public comments shall be at the discretion of the Board Chairperson and shall be limited to three minutes.

ARTICLE VII **ORDER OF BUSINESS**

SECTION 1. No Member of the Board shall cast a vote on any matter that has a direct bearing on services to be provided by that Member or by any organization or business with which that Member or anyone in his/her immediate family is an associate. Any dispute about such a conflict shall be settled by reference to the conflict of interest rules for elected and appointed officials for the City of Durham.

SECTION 2. The Chairperson shall be solely responsible for the orderly business of the Board and for calling items of the agenda.

SECTION 3. Participation in the meetings by an individual, excepting Members, shall be at the discretion of the Chairperson.

SECTION 4. All procedures of the Board not set forth in these Bylaws shall be governed by the rules set forth in the current edition of Roberts Rules of Order.

ARTICLE VIII
PROFESSIONAL STAFF AND BUDGET

SECTION 1. The Board may maintain, either as employees or through service contracts, professional staff with the capacity to oversee and administer the implementation of the Board's purpose within the service delivery area. Contractual employment of service providers must be by action of the Executive Committee and the appropriate subcommittee upon terms and conditions such as appearance at Board meetings to give progress reports and including payment for services set forth by the Board.

SECTION 2. The Board may employ legal counsel and other professionals to facilitate its organization and operation and may adopt a budget.

ARTICLE IX
INTEREST OF DIRECTORS AND OTHERS

SECTION 1. The Board may enter any contract or transaction with one or more of its Members, Officers, or Committee Members on the condition that material facts as to the relationship as to contract or transaction are disclosed and known to the Board, and the Board in good faith authorizes the contract or transaction by the affirmative vote of a majority of the disinterested Members.

SECTION 2. Interested Members may be counted in determining the presence of a quorum at a meeting of the Board, which authorizes, approves, or ratifies a contract or transaction on the conditions set for in this article; but they may not vote.

ARTICLE X
NOTICE

SECTION 1. Regular meetings of the Board may be held without further notice (other than notice to the public) if the date, time, and place of the meetings have been fixed by the Board; otherwise, regular meetings must be preceded by at least two (2) business days notice to each Member of the date, time, and place, but not the purpose, of the meeting. Special meetings of the Board must be preceded by at least two (2) business days notice to each Member of the date, time, place, and purpose of the meeting. Notice required by the foregoing provisions may be given by any usual means of communication including telefax, email, overnight, or other hand delivery, or first-class or certified delivery by the U.S. Postal Service and must be written. Any Board action to approve a matter that requires more than a majority vote shall not be valid unless each Member is given at least seven (7) business days written notice that the matter shall be voted upon at a Board meeting unless notice is waived pursuant to Section 2 below. Notice is effective at the earliest of the following: (a) when delivered to the recipient; (b) three (3) days after its deposit in the U.S. mail, as evidenced by the postmark, if mailed correctly, addressed, and with first-class postage affixed; (c) on the date shown on the return receipt, if sent by registered or certified mail, return receipt requested, and the receipt is signed by or on behalf of the addressee; or (d) the day after delivery to a national overnight carrier for next-day delivery, if properly addressed and with shipping charges prepaid.

SECTION 2. A Member may at any time waive any notice required by law or these Bylaws. Except as hereinafter provided in this section, the waiver must be in writing, signed by the Member entitled to the notice, and filed with the minutes or the corporate records. A Member's attendance at or participation in a meeting waives any required notice of the meeting unless the Member upon arriving at the meeting or prior to the vote on a matter not noticed in conformity with law or these Bylaws objects to lack of notice and does not thereafter vote for or assent to the objected to action.

SECTION 3. The Board may permit any or all Members to participate in a regular or special meeting by, or conduct the meeting through the use of any means of communication by which all Members participating may simultaneously hear each other during the meeting. A Member participating in a meeting by this means is deemed to be present in person at the meeting.

ARTICLE XI
AMENDMENTS

SECTION 1. The Board may propose amendments by a simple majority vote of the Board Members at any meeting of the Board; provided that all amendments to the Bylaws shall be consistent with the provisions of the Act and accompanying State regulations.

SECTION 2. Notice of proposed changes in the Bylaws shall be provided to all Board Members at least ten working days before they appear on the agenda.