

**CAPITAL REGION WORKFORCE DEVELOPMENT BOARD  
BYLAWS**

**ADOPTED November 5, 2015  
1<sup>st</sup> Amendment – Sept. 13, 2018**

**ARTICLE I**

- 1.1 Composition of the WDB: The Capital Region Workforce Development Workforce Development Board, hereinafter “WDB,” has been established under and shall operate in accordance with the requirements of the Workforce Innovation and Opportunity Act of 2014.
- 1.2 Appointment of the WDB: WDB members shall be appointed by the Consortium of Chief Local Elected Officials (CLEO) from the jurisdictions that comprise Local Workforce Area IX in the Commonwealth of Virginia. The service area includes the Counties of Charles City, Chesterfield, Goochland, Hanover, Henrico, New Kent and Powhatan and the City of Richmond. The WDB may recommend to the CLEO additional appointments to the WDB.
- 1.3 Election and Terms: WDB member terms of members will be for two (2) years, and may or may not be staggered at the discretion of the CLEO. Mandated partner agencies or organizations may replace their representatives at the same time new WDB members when necessary.
- 1.4 Removal and Vacancies: Any Member’s term on the WDB shall become reviewable after missing two meetings in a calendar year where previous notice of absence was not provided to staff. Removal would occur after contact with the Member and notification by staff on behalf of the appointing body. Excused absences will only be authorized at the discretion of the Chair, or if the Chair is unavailable, the Vice Chair. Absences prior to the adoption of these By-Laws will not be counted. A vacancy may occur by removal, resignation or when a member no longer holds the position held at the time of appointment. The WDB may submit recommendations or a list of candidates to the CLEO for its review in filling vacancies.
- 1.5 Regular Meetings: Regular meetings will be held at least quarterly at a place within the region. The WDB may adopt a schedule of additional meetings that shall be considered regular meetings for purposes such as developing a plan, preparing the budget, or other such purposes as required.
- 1.6 Special Meetings: Special meetings may be called by the Chair or the Executive Committee for any purpose.
- 1.7 Notice of Meetings: Meeting agendas will be distributed to the WDB at least three (3) days Prior to the regularly scheduled meeting. Notice of special meetings shall require three (3) days notice. Public notice shall be given for all regular and special meetings.
- 1.8 Quorum: As required under §2.2 -2472(J) of the Code of Virginia, a quorum must be determined as follows: The quorum for a meeting of a local workforce development board shall consist of a

majority of both the private sector and public sector members.

1.9 Meeting Conduct and Voting:

- A. Robert's Rules of Order shall guide the WDB in all proceedings, except as otherwise provided for in these Bylaws.
- B. . Members may designate an alternate to attend in their absence and vote on matters if provided a proxy by the member. Both the name of the alternate and the proxy must be recorded with staff prior to the meeting.
- C. In accordance with the Virginia Freedom of Information Act, electronic forms of voting will not be permitted.

1.10 Compensation: No Member shall receive compensation for services as a WDB member.

1.11 Staff: The WDB is authorized to hire and/or contract with persons to provide administrative and/or technical support. The hiring or contracting shall be approved by the Executive Committee.

1.12 Records: Staff to the WDB will record minutes of each WDB meeting and special meetings and shall be the keeper of such records.

## ARTICLE II

### OFFICERS

2.1 Officers: Officers shall consist of a Chairman, 1st Vice Chairman of Strategy and 2nd Vice Chairman of Operations. Officers must be elected from among the business membership of the Board.

2.2 Elections Term: Officers shall be elected for a one year term, or until a successor is elected. One year following the adoption date of these bylaws, the 1st Vice Chairman shall stand for election as Chairman, and the 2nd Vice Chairman will stand for election as 1st Vice Chairman and a new 2nd Vice Chairman will be elected from the business membership. This progression will continue in future elections. An officer may be re-elected to one additional one-year term..

2.3 Duties of the Chair:

- A. Work with staff to create meeting agendas;
- B. Appoint members to the committees;
- C. Call special meetings of the WDB;
- D. Represent the WDB or designate other members or staff to represent the WDB at public functions; and
- E. Approve, sign and send letters of support when, at the Chair's discretion, lending of such support is in clear agreement with the principles or the goals of the WDB and/or the WIA.

- 2.4 Duties of the Vice Chair: The Vice Chair shall perform all functions of the Chair in the absence or inability of the Chair to perform such duties.

### ARTICLE III

#### COMMITTEES

- 3.1 Committees: The WDB may create committees to advance its mission and work. At a minimum there shall be an Executive Committee and a joint Finance Committee that also has members from the CLEO. Committee members may be voluntarily sought from the WDB membership or appointed by the Chair. Committees shall serve in an advisory capacity to the full WDB. Committee members may include non-WDB members with expertise in areas that would assist the Committee and the WDB in their decision-making. Committees shall have the authority to make recommendations on actions directly to the full WDB. Committee chairs will be elected from among the committee membership and must be a member of the WDB.

Given the magnitude of youth funding as a component of the Board's total funding, within the Board's committee structure, there may also be a sub-committee established to have focus on the programs supported through youth funding for those customers ages 14-24.

- 3.2 Executive Committee: The Executive Committee will be comprised of the Chair, the two Vice-Chairs, and other officers if any, Chairs of any Standing Committee, the chair of any youth sub-committee that may be created per Section 3.1 and two at-large representatives from the WDB. The at-large members shall be elected from the full Board membership. The Executive Committee will be responsible for handling the business of the WDB between meetings of the entire WDB and is the only committee that may take formal actions on behalf of the full WDB. A majority of the members of the Executive Committee shall be from the business community membership of the WDB.
- 3.3 Authority of Committees: Committee roles and responsibilities shall be established in a written charge. At no time may a committee act on behalf of the WDB without approval of a majority of the WDB.
- 3.4 Committee Meetings: Committees may schedule their meetings without notice to the full WDB. Committees shall keep records of the meetings and provide updates to the WDB.
- 3.5 Records: Each Committee will record minutes of each meeting and the Chair of each Committee shall be the keeper of such records.

## ARTICLE IV

### CONFLICT OF INTEREST

Conflict of Interest: All members of the WDB and its Committees and Youth CLEO shall adhere to the conflict of interest provisions as may be communicated through the Workforce Innovation and Opportunity Act of 2014 or any applicable Commonwealth of Virginia law, regulation or policy.

## ARTICLE V

### MISCELLANEOUS PROVISIONS

- 5.1 Program Year: The program year of the WDB shall be July 1 to June 30.
- 5.2 Amendments: Amendments to these By-Laws may be made in accordance with the following provisions:
- a. Proposed Amendments shall be submitted in writing and sent out to WDB members with the Notice of Meeting.
  - b. Proposed Amendments must be approved by a majority of the WDB membership voting at a regular meeting.
  - c. Changes to the Proposed Amendments made at the WDB meeting must be re-sent to the WDB members for approval at the next regular meeting.