

REVISED

**WORKFORCE CONNECTIONS
LOCAL ELECTED OFFICIALS CONSORTIUM
AGENDA**

**Tuesday, April 14, 2015
1:00 p.m.**

**One-Stop Career Center
6330 W. Charleston Blvd., Suite 190
Las Vegas, Nevada 89146**

Voice Stream Link: <http://www.nvworkforceconnections.org/mis/listen.php>

This agenda has been properly noticed and posted in the following locations:

City of Las Vegas, 495 S. Main St., Las Vegas, NV
City of North Las Vegas, 2250 N. Las Vegas Blvd., North Las Vegas, NV
Clark County Clerk's Office, 500 S. Grand Central Pkwy., Las Vegas, NV
Esmeralda County Courthouse, 233 Crook Street, Goldfield, NV
Henderson City Hall, 240 Water St., Henderson, NV
Boulder City (City Hall) 401 California Ave., Boulder City, NV
Workforce Connections, 6330 W. Charleston Blvd., Ste. 150, Las Vegas, NV
Nevada JobConnect, 3405 S. Maryland Pkwy., Las Vegas, NV
Lincoln County Courthouse, 181 Main St., Pioche, NV
Nye County School District, 484 S. West St., Pahrump, NV
Pahrump Chamber of Commerce, 1302 S. Highway 160, Pahrump, NV

This Agenda is also available at www.nvworkforceconnections.org

COMMENTARY BY THE GENERAL PUBLIC

This Board complies with Nevada's Open Meeting Law, by taking Public Comment at the beginning of the meeting immediately after the Board approves the Agenda and before any other action is taken and again before the adjournment of the meeting.

As required by Nevada's Open Meeting Law, the Board may only consider items posted on the agenda. Should you wish to speak on any agenda item or comment on any other matter during the Public Comment Session of the agenda; we respectfully request that you observe the following:

1. Please state your name and home address for the record
2. In fairness to others, groups or organizations are requested to designate one spokesperson
3. In the interest of time, please limit your comments to three (3) minutes. You are encouraged to give brief, non-repetitive statements to insure that all relevant information is presented.

It is the intent of the Board to give all citizens an opportunity to be heard.

Welcome to our meeting.

Copies of non-confidential supporting materials provided to the Board are available upon request. Request for such supporting materials should be made to Suzanne Potter at (702) 636-2300 or spotter@snywc.org. Such supporting materials are available at the front desk of Workforce Connections, 6330 W. Charleston Blvd., Ste. 150, Las Vegas, NV, 89146, and are available online at www.nvworkforceconnections.org.

Auxiliary aids and services are available upon request to individuals with disabilities by notifying Dianne Tracy in writing at 6330 W. Charleston Blvd., Ste. 150, Las Vegas, NV 89146; or by calling (702) 638-8750; or by fax at (702) 638-8774. The TTY/TDD access number is (800) 326-6868 / Nevada Relay 711. A sign language interpreter may also be made available with twenty-four (24) hours advance notice. An Equal Opportunity Employer/Program.

NOTE: MATTERS IN THIS AGENDA MAY BE TAKEN OUT OF ORDER.

Local Elected Officials Consortium Members: Chair Commissioner Lawrence Weekly (Clark County), Vice-Chair Councilwoman Anita Wood (City of North Las Vegas), Councilwoman Peggy Leavitt (Boulder City), Councilwoman Gerri Schroder (City of Henderson), Commissioner Butch Borasky (Nye County), Councilman Bob Beers (City of Las Vegas), Commissioner Ralph Keyes (Esmeralda County), Commissioner Adam Katschke (Lincoln County)

All items listed on this Agenda are for action by the Local Elected Officials Consortium unless otherwise noted. Action may consist of any of the following: approve, deny, condition, hold or table. Public Hearings may be declared open by the Chairperson, as required for any of the items on this Agenda designated for discussion or possible action or to provide direction and recommendations to Workforce Connections.

AGENDA

1. Call to order, confirmation of posting, roll call, and Pledge of Allegiance
2. **DISCUSSION AND POSSIBLE ACTION:** Approve the agenda with inclusions of any emergency items and deletion of any items 2
3. **FIRST PUBLIC COMMENT SESSION:** Members of the public may now comment on any matter posted on this Agenda, which is before this 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 4
4. **DISCUSSION AND POSSIBLE ACTION:** Approve Local Elected Officials Consortium minutes of March 10, 2015..... 5
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9. **DISCUSSION AND POSSIBLE ACTION:** Review, discuss, accept and approve agreement between the Southern Nevada Workforce Development Area Chief Local Elected Officials Consortium and Workforce Connections (Southern Nevada Workforce Development Board) 56
10. **INFORMATION:** Strategic Initiatives Update ~ *Jaime Cruz, Chief Strategy Officer* 57
11. **DISCUSSION AND POSSIBLE ACTION:** Accept and approve Executive Director’s Report ~ *Ardell Galbreth, Executive Director* 59

12. **SECOND PUBLIC COMMENT SESSION**: Members of the public may now comment on any matter or topic, which is relevant to or within the authority or 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 state your address for the record. Each comment will be limited to three (3) minutes 61
13. **INFORMATION**: LEO Consortium member comments..... 62
14. Adjournment

Agenda Item 3.

FIRST PUBLIC COMMENT:

Members of the public may now comment on any matter posted on this Agenda, which is before this 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

Agenda Item 4. DISCUSSION AND POSSIBLE ACTION:

Approve Local Elected Officials Consortium minutes of March 10,
2015

WORKFORCE CONNECTIONS
LOCAL ELECTED OFFICIALS CONSORTIUM
MINUTES

Tuesday, March 10, 2015
1:00 p.m.

Rosalie Boulware Conference Room
6330 W. Charleston Blvd., Suite 150
Las Vegas, NV 89146

Members Present

Commissioner Lawrence Weekly
Councilwoman Anita Wood (phone)
Councilwoman Gerri Schroder (phone)
Councilman Bob Beers (phone)
Commissioner Butch Borasky
Councilwoman Peggy Leavitt
Commissioner Adam Katschke

Members Absent

Commissioner Ralph Keyes

Staff Present

Ardell Galbreth
Heather DeSart
Suzanne
Brett Miller
Jaime Cruz

Others Present

Michael Oh, City of Henderson
Nield Montgomery, The Learning Center
Linda Montgomery, The Learning Center
Steve Gibson, DETR/WISS

(It should be noted that not all attendees may be listed above)

1. CALL TO ORDER, confirmation of posting, roll call, Pledge of Allegiance

The meeting was called to order by Chair Commissioner Lawrence Weekly at 1:10 p.m. Staff confirmed the meeting had been properly posted in accordance with the Nevada Open Meeting Law. Roll call was taken and a quorum was present.

2. DISCUSSION AND POSSIBLE ACTION: Approve the agenda with inclusions of any emergency items and deletion of any items

A motion was made to approve the agenda by Commissioner Butch Borasky and seconded by Commissioner Adam Katschke. Motion carried.

3. FIRST PUBLIC COMMENT SESSION:

None

4. DISCUSSION AND POSSIBLE ACTION: Approve the Local Elected Officials Consortium minutes of February 10, 2015

A motion was made to approve the Local Elected Officials Consortium minutes of February 10, 2015 by Commissioner Adam Katschke and seconded by Commissioner Butch Borasky. Motion carried.

5. DISCUSSION AND POSSIBLE ACTION: Review, discuss and accept Annual Audit PY2013 (Year ended June 30, 2014)

Jim Kostecki, Finance Manager presented the audit report with only two minor findings, no material weaknesses or significant deficiencies, unqualified financial statements and an unqualified federal awards report. He thanked fiscal and program staff for their efforts and the Local Elected Officials CFO Consortium for their support.

Ardell Galbreth, Executive Director stated that this is the best audit by far and congratulated Mr. Kostecki and his staff.

Councilman Beers thanked Mr. Kostecki for his hard work.

Chair Weekly disclosed that PBTk does his campaign financing work.

A motion was made to accept Annual Audit PY2013 (Year ended June 30, 2014) by Commissioner Adam Katschke and seconded by Councilwoman Peggy Leavitt. Motion carried.

6. DISCUSSION AND POSSIBLE ACTION: Review, Discuss, Accept and Approve Reports**a. Awards and Expenditures Report – Monthly Update (Compliance and Operational Status of Service Providers)****b. Funding Plans – Monthly Update – Adult/Dislocated Worker/Youth**

Jim Kostecki, Finance Manager summarized the Awards and Expenditures Report provided on page 16-19 of the agenda packet. ADW contracts should be at 50% spent. Overall, contracts are underspent: One-Stop Adult (32.2%); One-Stop DW (20.99%); Home Office Adult (35.74%); Home Office DW (31.97%); NEG (1.16%). Mr. Kostecki reported that contract expenditures usually increase in the second half of the program year and noted that separating the Adult contracts from the Dislocated Worker contracts may be partial to blame for the low expenditure rate. Youth contract expenditures are on track. On page 19, three new non-formula contracts were added to the report: AARP (\$50,000); NSHE-DETR (\$68,000); and NSHE-Robert Wood (\$67,000).

Brett Miller, Manager Strategic Planning & Analysis presented the Adult and Youth Funding Plans – PY2014 Projections. ADW report (p. 21) indicates \$14,263,053 in remaining available funds and \$5,091,179 (2.62 months) in remaining funds and Youth report (p. 22) \$5,985,964 available funds and \$898,883 (1.32 months) remaining funds.

A motion was made to accept and approve reports by Commissioner Adam Katschke and seconded by Commissioner Butch Borasky. Motion carried.

7. **INFORMATION: Strategic Initiatives Update**

Jaime Cruz, Chief Strategy Officer presented the Strategic Initiatives Update provided on page 23 of the agenda packet and noted that the State Unified Plan is now called the State Combined Plan per the Governor due to the fact that TANF is now a stakeholder.

Mr. Cruz provided an update on the Mobile One-Stop Pilot Project. One of the donated RTC buses is being retrofitted to serve as a mobile one-stop to deploy services in communities where individuals cannot access the system, such as Mesquite, Laughlin and other rural areas. The retrofit will take approximately four weeks to complete.

8. **DISCUSSION AND POSSIBLE ACTION: Review, discuss and approve Southern Nevada Workforce Development Area Executive Director's job description and qualifications in compliance with the Workforce Innovation and Opportunity Act (WIOA)**

Michael Oh, Legal Counsel directed the LEOs attention to the redlined version of the Executive Director's job description (separate handout). He reported that the legal team reviewed and discussed the job description and made minor changes, mostly for consistency and clarification purposes, and one important change, salary and bonus limitations to the executive director's salary.

Mr. Oh amended the job description on page two under the knowledge section to read...*Requires current knowledge of federal and state laws, statutes, policies and regulation pertaining to workforce investment boards and the Workforce Investment Act and Workforce Innovation and Opportunity Act;*

A motion was made to approve Southern Nevada Workforce Development Area Executive Director's job description and qualifications as amended in compliance with the Workforce Innovation and Opportunity Act (WIOA) by Commissioner Adam Katschke and seconded by Councilwoman Peggy Leavitt. Motion carried.

9. **DISCUSSION AND POSSIBLE ACTION: Review, discuss and take appropriate action to begin the process and execution of Southern Nevada Workforce Development Area Chief Local Elected Officials Consortium Agreement to comply with WIOA**

Mr. Oh provided background. The legal team (comprised of attorneys from Clark County District Attorney's office, City of Las Vegas, North Las Vegas and Henderson City Attorney's office) is in the preliminary process of drafting the inter-local agreement with all of the entities. The legal team needs direction from this board regarding the timeframe. Each of the LEOs has to take the agreement to their respective Commissioner or City Council to get an approval, so it will be necessary to work within their timelines. Most jurisdictions require information at least two weeks prior to their meetings to place a matter on an agenda. Subsequently, the legal team will work with the Workforce Connections Board to enter into a separate agreement (next agenda item) to be in compliance with WIOA. Both agreements must be completed by July 1, 2015. Discussion ensued regarding the process and timeframes. Following is the process:

1. Legal compiles final draft agreement
2. LEOs approve final draft
3. Jurisdictions review and approve/sign agreement; any changes come back to the LEOs for approval
4. LEOs receive approved/signed agreement and enter into a subsequent agreement with the WC Board

Mr. Galbreth noted that WIOA is an amendment of WIA.

A motion was made to take the appropriate action to begin the process and execution of Southern Nevada Workforce Development Area Chief Local Elected Officials Consortium Agreement to comply with WIOA by Commissioner Adam Katschke and seconded by Commissioner Butch Borasky. Motion carried.

10. DISCUSSION AND POSSIBLE ACTION: Review, discuss and take appropriate action to begin the process and execution of an agreement between the Southern Nevada Workforce Development Area Chief Local Elected Officials Consortium and Workforce Connections (Southern Nevada Workforce Development Board)

Mr. Oh stated that this is the same situation as with agenda item 9 the only difference is that the LEOs enter into a separate agreement with the WC Board. The agreement will mirror most of the items in the LEO Consortium agreement. Legal is in the process of drafting this agreement.

A motion was made to take appropriate action to begin the process and execution of an agreement between the Southern Nevada Workforce Development Area Chief Local Elected Officials Consortium and Workforce Connections (Southern Nevada Workforce Development Board) by Commissioner Adam Katschke and seconded by Commissioner Butch Borasky. Motion carried.

11. DISCUSSION AND POSSIBLE ACTION: Accept and approve Executive Director's Report

Mr. Galbreth presented the Executive Director's report provided on page 49 of the agenda packet and highlighted the following:

- Nye and Esmeralda Counties are working together; thank you Nye Communities Coalition for helping Esmeralda County coordinate training and employment activities
- WC published and released RFPs for One-Stop Affiliate Sites and One-Stop Career Center Operator; contract awards to be announced by May 2015
- WC staff is working on the initial implementation of WIOA; meeting regularly with DETR, attending WIOA webinars, conference calls with DOL and other WIBs to harness the requirements that need to be in place for WIOA by July 1, 2015 and the State Combined Plan by March 1, 2016.

A motion was made to accept and approve Executive Director's Report by Commissioner Butch Borasky and seconded by Commissioner Adam Katschke. Motion carried.

12. SECOND PUBLIC COMMENT SESSION:

None

13. INFORMATION: LEO Consortium Member Comments

Councilwoman Schroder and Councilwoman Wood are at the National League of Cities in Washington D.C. Councilwoman Schroder shared information received at a workshop called How to Stop Worrying and Embrace WIOA:

- New provisions requiring 75% of local youth funds to go to serving out-of-school youth

- 10% of funds to provide transitional job services
- Target homeless, re-entry populations and those who have from less/no job experience
- Per the Director of American Library Association, congress acknowledges work from the libraries regarding online resources, job applications and interviews and suggested that WIBs have a library director on or involved with the Workforce Board because libraries have computer labs for online resources, can help link other job sources, provide literacy training, etc.
- Resistance to change and waiting for the federal government to take any kind of action were obstacles mentioned
- Leverage resources for WIOA because there is not enough funding in the federal government for WIOA; leverage resources with other jurisdictions
- Getting the right people on the board is a challenge
- Need to provide better access to individuals
- Discussed what is the future we want and how does it fit into the strategic plan
- Business and organized labor to be more engaged
- WIOA website to share best practices

Councilman Beers thanked Councilwoman Schroder for the report.

Commissioner Borasky stated that \$3.5 Million dollars was cut from Nye County's budget to balance and Nye County is suffering from the way the state assesses property and may be asking help from Clark County.

14. ACTION: Adjournment

The meeting adjourned at 1:50 p.m.

Agenda Item 5. DISCUSSION AND POSSIBLE ACTION:

Review and discuss Workforce Innovation and Opportunity Act's board members qualification criteria and direct staff accordingly to formulate board members' applications with recommendations to the Chief Elected Officials for appointment consideration

§679.120 Optimum policy-making authority” and “demonstrated experience and expertise

Department of Labor (DOL) Notice of Proposed Rulemaking (NPRM) §679.120 explains what is meant by “optimum policy-making authority” and “demonstrated experience and expertise” for members of the Local Board under sec. 107(b)(5) of the Workforce Investment and Opportunity Act.

Paragraph (a) defines an individual with “optimum policy-making authority” as someone who can reasonably be expected to speak affirmatively on behalf of the entity he or she represents and to commit that entity to a chosen course of action. In order for the decisions of the board to have the greatest possible impact, all board members must be able to speak authoritatively when committing their organization to a decided course of action.

Paragraphs (b)(1) through (3) define the qualifications that satisfy the “experience and expertise” requirement for Local Board members. The CEO has a duty to appoint only those board members that have the skills and practical knowledge to contribute fully to the strategic vision of the local area's workforce system.

Agenda Item 6. DISCUSSION AND POSSIBLE ACTION:

Review, discuss, and approve Workforce Connections' staff WIOA implementation plan

Agenda Item 7. DISCUSSION AND POSSIBLE ACTION:

Review, discuss, accept and approve Workforce Connections Board
By-laws

THE workforceCONNECTIONS BOARD BY-LAWS

ARTICLE I AUTHORITY AND RESPONSIBILITY

1.1 The workforceCONNECTIONS Board, formally known as the Southern Nevada Workforce Investment Board, (the "Board") is organized as a local workforce investment board under the requirements of the Workforce Investment Act of 1998¹ ("WIA").

1.2 It is the principal responsibility of the Board to perform the functions set forth in WIA² and to provide policy guidance for strategic planning activities, as well as to monitor, review, and direct activities toward achieving the Board's goals and objectives. The Board will carry out its responsibilities in partnership with agencies and organizations of general local government in the workforce area.

1.3 The Board's workforce area is Southern Nevada, including Clark County, Esmeralda County, Lincoln County, and Nye County, and including but not limited to the cities of Las Vegas, Henderson, North Las Vegas, and Boulder City.

1.4 The Board shall operate in accordance with the applicable portions of the June 20, 2007, Amended and Restated Chief Local Elected Official Consortium Agreement (and any amendment thereto or replacement agreement thereto) and with the June 20, 2007, Amended and Restated Agreement Between the Chief Local Elected Officials Consortium and the Southern Nevada Workforce Investment Board to a Southern Nevada Workforce Investment Area (and any amendment thereto or replacement agreement thereto) (collectively referred to as the "Organizational Agreements"), which are incorporated herein by reference.

1.5 The Board shall operate on a fiscal year, and shall develop an annual budget to carry out the Board's goals, objectives, and duties pursuant to WIA. Pursuant to WIA, the Local Elected Officials³ ("LEOs") have authority to approve or disapprove the Board's budget and therefore, the Board shall present the budget to the LEOs, in a LEOs consortium meeting, for consideration and approval within a reasonable time to allow for: (1) the LEOs to review the budget; (2) revision of the Budget, if necessary; and (3) final approval of the budget before the Board's fiscal year begins. The Board shall work with the LEOs to revise the Board's budget as necessary in order to obtain the LEOs' final approval of the Board's budget.

1.6 Part of the Board's budget will be used to pay staff ("Staff"), including but not limited to an Executive Director ("ED") who will assist the Board in carrying out its various functions. The ED shall be selected, hired, directed by the LEOs, and shall answer solely to the LEOs. The ED shall select, supervise, and direct the Staff.

¹ In the event that the WIA or any amendment thereto conflicts with these By-Laws, then the WIA shall overrule the conflicting portion of these By-Laws. The WIA is located in 29 U.S.C. § 2801 *et seq.*

² As of the approval of these By-Laws, WC's functions, as a local workforce investment board, are generally detailed in 29 U.S.C. § 2832(d).

³ Pursuant to 29 U.S.C. § 2832(d)(3)(B)(i) and the Organizational Agreements, the LEOs are the WIA fund grant recipients and the LEOs municipalities are liable for the misuse of the WIA funds expended by the Board. As of the date of these By-Laws, the following municipalities each have one local elected official who serves in the LEOs: (1) Clark County; (2) City of Las Vegas; (3) City of Henderson; (4) City of North Las Vegas; (5) Boulder City; (6) Nye County; (7) Esmeralda County; and (8) Lincoln County.

1.7 The ED's responsibilities include but are not limited to:

- (a) having authority to sign contracts on behalf of the Board;
- (b) organizing, hiring, firing, managing and supervising of Staff;
- (c) responding to and complying with Board audits; and
- (d) generally overseeing the functions and activities necessary for the Board to carry out its goals and responsibilities.

ARTICLE II MEMBERSHIP AND VOTING

2.1 Nominations and Appointments. The LEOs shall have sole authority to appoint Board members during the LEOs consortium meetings, and shall make such appointments pursuant to 29 U.S.C. § 2832(b)(2) *et seq.*, as well as applicable federal and state law, and the Organizational Agreements.

2.2 Composition By Membership Category shall be in accordance with 29 U.S.C. § 2832(b) *et seq.* Individuals may represent more than one category; provided they meet such criteria.⁴

2.3 Terms of Appointment

(a) Board members appointed from the "Business in the Local Area" category, pursuant to 29 U.S.C. § 2832(b)(2)(A)(i) shall serve terms which are three-years long.

(b) Board members other than those appointed to the "Business in the Local Area" category shall serve terms which are two-years long.

(c) A Board member's term shall begin the month of the member's appointment and shall end on the last day of the same month of appointment during the final year of the member's term.

(d) There is no limit on the number of terms board members may serve.

2.4 Removal of Board Members

(a) Resignation: Board members may resign at any time. Board members shall be removed automatically and immediately cease to be Board members after:

- (i) The Board member provides a written notice of resignation to:
 - a) The Board's Chairperson;

⁴ As of the date of these By-Laws, WIA requires the Board membership to comply with criteria set by Nevada's Governor, which must include at a minimum representatives from the following groups: (1) Local business owners, officers, and managers; (2) Local educational entities, school boards, etc.; (3) Local labor organizations; (4) community based organizations, including organizations representing people with disabilities and veterans; (5) Economic development agencies; and (6) each one-stop partner with the Board. Additionally the LEOs may be and are currently members of the Board. However, a majority of the Board members must be representatives from business owners, officers, and managers as described in 29 U.S.C. § 2832(b)(2)(A)(i). The Board membership will always be composed pursuant to the most current WIA requirements.

- b) The Board's Vice-Chairperson;
- c) The Executive Director; or
- d) The LEOs' Chairperson.

(ii) The Board member fails to attend, in person or by telephone, one Board meeting after providing an oral notice of resignation to:

- a) The Board's Chairperson;
- b) The Board's Vice-Chairperson;
- c) The Executive Director; or
- d) The LEOs' Chairperson.

(b) Removal: Board members shall be removed immediately and immediately cease to be Board members after:

(i) The Board member fails to attend three consecutive regularly scheduled Board meetings, in person or by telephone, without providing a valid excuse, the validity of which shall be determined in the sole discretion of the Board's Chairperson;

(ii) The LEO's determine by a simple majority vote that the Board member should be removed; or

(iii) The Board member ceases to qualify under the category in which the Board member was appointed. However, in the LEOs sole discretion, a Board member in these circumstances may be reappointed under a different qualifying category, as long as the reappointment complies with 29 U.S.C. § 2832(b)(2) *et seq.*

2.5 Vacancies. Vacancies caused by unexpired terms shall be filled by the LEOs pursuant to § 2.3 of these By-Laws.

2.6 Voting. Only Board members may vote at Board meetings. Board members must be physically or electronically present (e.g. via video conference or via telephone conference call) at the Board meeting. Proxy-voting and/or absentee voting is prohibited.

2.7 Conflicts of Interest.

(a) Prior to taking office as a Board member, the potential Board member must declare in writing, on a form provided by Staff, all business interests or representational interests the member has with known past, current, or potential recipients of WIA funds. The written declaration must be updated annually to reflect any changes. The written declaration must include substantial business interests or representational interests of the Board member's immediate family members.

(b) A Board member may not vote on a matter under consideration by the Board:

- (i) regarding the provision of services by that Board member;

- (ii) regarding the provision of services by an entity that Board member represents;
- (iii) regarding any topic that would provide direct financial benefit to that Board member or the immediate family of that Board member; or
- (iv) regarding any other topic where that Board member had, has, or would have a conflict of interest pursuant to 29 U.S.C. § 2832(g) *et seq.*, NRS § 281A.420, or NRS § 281A.430.

(c) Definitions applicable to these By-Laws:

(i) An "immediate family member" includes but is not limited to the Board member's: father, mother, son, daughter, brother, sister, uncle, aunt, first cousin, nephew, niece, husband, wife, boyfriend, girlfriend, father-in-law, mother-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law, stepfather, stepmother, stepson, stepdaughter, stepbrother, stepsister, half brother, half sister, registered domestic partner, domestic partner, or any other relationship similar to those listed herein.

(ii) An "entity the board member represents" or a "representational interest" is defined as:

a) When the Board member is employed, retained, hired, or contracted by the organization, business, governing body, or project (the "entity"); and/or

b) When the Board member is named as one of the board of directors, managers, commissioners, councilperson, or other member of a direct governing body of the entity, business or project;

c) When the Board member has been retained by the board of directors, commission, council, or other direct governing body of the entity, business or project in any capacity; and/or

d) When the Board member has an ownership interest or other economic interest in an entity.

(d) Disclosure of Conflict of Interest: When a Board member has a conflict of interest, then the Board member shall:

(i) prior to discussion, vote, or decision by the Board, publicly disclose the nature of the conflict of interest in the action item under consideration;

(ii) answer any questions regarding the Board member's conflict of interest, which may be asked if the Board/Committee Chairperson determines that questions regarding the Board member's disclosure are needed for the Board to properly consider the matter;

(iii) not initiate the discussion of the action item to which the conflict of interest pertains;

(iv) not request funds or proposals that compete with the action item to which the conflict of interest pertains; and abstain from voting on the matter to which the conflict of interest pertains; and

(v) Comply with NRS 281A entitled Ethics in Government.

(e) A Board member who violates the conflict of interest requirements set forth herein may be removed from the Board by a simple majority vote of the LEOs.

(f) All declarations of conflict of interest and abstentions from voting will be recorded in the minutes of the Board meeting.

ARTICLE III BOARD COMMITTEES

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

3.1 Standing Committees. The Board Chairperson may appoint Board members to serve on committees. By virtue of their elected status, members of the LEOs may serve on any Board committee the elected official desires without the need for the Board Chairperson's appointment. The following committees shall be established as Standing Committees:

(a) The Executive Committee. (See 3.2 below).

(b) The Youth Council:⁵ In accordance with WIA, the Youth Council is an established subgroup of the Board. The Youth Council's function is to work with the Board and LEOs to establish youth employment linkages and oversee service providers' delivery of youth employment and training services.

(c) The Budget Committee: The Budget Committee shall provide guidance to the Staff in developing and submitting a comprehensive annual budget to the Board. The Budget 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 Budget Committee shall review budget modifications and fiscal financial policy. Additionally, the Budget 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.

(d) The Adult and Dislocated Worker Committee: The Adult and Dislocated Worker Committee is established to work with the Board and LEOs to establish adult and dislocated worker employment linkages and oversee service providers' delivery of employment and training services.

3.2 Executive Committee

(a) The Board shall maintain an Executive Committee.

(b) The delegation of authority to the Executive Committee shall not operate or function to relieve the Board of its responsibility except as explained below in paragraph 3.2(d) "Executive Committee Authority."

(c) Executive Committee Composition:

(i) The Executive Committee shall be comprised of the Board's Chairperson, the Vice-Chairperson, the LEOs Chairperson, and the elected chairpersons of the Board's other current committees.

⁵ The Youth Council is a Standing Committee and for the purpose of these By-Laws shall be included in the general term "Committees."

(ii) If the LEOs Chairperson is unable to attend an Executive Committee meeting, then the LEOs Vice-Chairperson shall be permitted to attend the Executive Committee meeting and participate and vote as a member of the Executive Committee during that meeting in the place of the LEOs Chairperson.

(iii) If the Board's Chairperson or Vice-Chairperson also serves as a Chairperson of one of the Board's other current committees, then the Vice-Chairperson of that other committee shall be a member of the Executive Committee.⁶

(iv) The Board Chairperson shall serve as the Chairperson of the Executive Committee.

(d) Executive Committee Authority

(i) The Executive Committee shall have and exercise the same authority WIA grants to the Board, and shall be able to act on behalf of the Board, only when the following has been met:

a) It can be demonstrated that it is impractical for a Board meeting to take place (meaning attempts have been made to obtain a quorum for a full Board meeting and have failed);

b) The business and action items, as determined by Staff, which would have been presented to the Board during the meeting which cannot occur due to impracticality, are of such urgency that the failure of the Executive Committee to act on behalf of the Board will greatly impede the continued workings, operations of the Staff, and/or services provided by the Board, and/or its service providers, vendors, and contractors, or will greatly impede the continued services provided to the clients of the Board, and/or its service providers, vendors, and contractors;

c) The LEOs' attorney has confirmed the urgency of the action items, as explained in 3.2(d)(i)(b); and

d) Notice and a copy of the Executive Committee meeting agenda has been provided to the LEOs.

(ii) The Executive Committee shall not have the authority to act on behalf of the Board with respect to the following issues:

a) Amending or repealing any Board resolution;

b) Amending or repealing the Board's By-Laws;

c) Adopting a plan of merger or consolidation;

d) Selling, leasing, or otherwise disposing of all or any property and assets (excluding program monies) of the Board;

e) Voluntarily dissolving the Board or revoking a voluntary dissolution;

f) Modifying the Board's 5 year plan; and/or

⁶ For example, if the Board's Chairperson is also the Chairperson for the Budget Committee, then the Vice-Chairperson of the Budget Committee would serve on the Executive Committee.

g) Adopting or eliminating major programs.

(e) Executive Committee Quorum: A simple majority of the voting members of the Executive Committee shall constitute a quorum.

3.3 Other Committees: The Board Chairperson may establish and dissolve other committees as necessary and appoint members to serve on those committees at Chair's discretion.

3.4 Committee Size, Term, and Responsibilities

(a) Size: Committees shall be established with at least three Board members. Additional Committee members are not required to be a member of the Board.

(b) Term: With the exception of Standing Committees, Committees will be active as long as necessary to serve the purpose for which the Committee was created. With the exception of Standing Committees, Committees may be dissolved and later reformed at the Chair's discretion.

(c) Responsibilities: Committees shall record and maintain meeting minutes and report their progress and provide information and recommended action to the Board.

(d) All Committees shall be chaired by a member of the Board.

(e) All Committee chairpersons, with the exception of the Executive Committee Chairperson, shall be elected annually by a majority vote of the committee's members. A Board member shall not chair more than one committee.

3.5 Any committee member shall be removed from said committee after:

(a) The committee member fails to attend three consecutive regularly scheduled committee meetings, in person or by telephone, without a valid excuse, the validity of which shall be determined in the sole discretion of the committee's Chairperson;

(b) The committee member requests to be removed;

(c) The LEOs determine that the Board member serving on the committee should be removed from the Board; or

(d) The LEOs determine a non-Board member be removed from the committee.

3.6 A Board member who does not serve on a Committee for three consecutive months shall be automatically removed from the Board.

**ARTICLE IV
MEETINGS**

4.1 Open Meeting. All Board and Committee council meetings shall be conducted in accordance with Nevada's Open Meeting Law, found in NRS Chapter 241.

4.2 Meetings and Agendas.

(a) Regular meetings: The Board shall meet at least once every quarter throughout the year. If necessary, the Board may meet more frequently. Likewise, the Standing Committees as well as any other Board committees (collectively "Committees"), shall meet at least once every quarter or more frequently as deemed necessary by the Committee's Chairperson or the Board Chairperson.

(b) Special meetings: The Board may hold special meetings from time to time as deemed necessary or appropriate by the Board Chairperson, the LEOs Chairperson, and/or the ED.

(c) Agendas: Agendas for Board meetings, Committees meetings, and LEOs meetings shall be prepared by Staff. All requests to place matters on an agenda along with the needed back-up information to properly agendize an item must be presented to Staff a reasonable time before the relevant meeting date to facilitate compliance with Nevada's Open Meeting Law. Otherwise, the requested agenda item may not be included on the agenda. The ED shall have the sole discretion to agendize any untimely, late or incomplete request to agendize a matter. Only matters which relate to or affect the business, jurisdiction, or authority of the Board may be placed on the Board's meeting agenda. Likewise, only matters which relate to or affect the business, jurisdiction, or authority of a Committee may be placed on that Committee's meeting agenda.

(d) The following individuals may place a matter onto the Board's agenda:

(i) The LEOs Chairperson;

(ii) The Board Chairperson;

(iii) Any Committee Chairperson, provided the matter the Committee Chairperson wishes to agendize is within the scope of responsibility for the Chairperson's Committee; and/or

(iv) The ED.

(e) The following individuals may place a matter onto one of the Committees' agenda

(i) The LEOs Chairperson;

(ii) The Board Chairperson;

(iii) The Committee's Chairperson; and/or

(iv) The ED.

(f) Any request to place a matter on a meeting's agenda, which is not received in time to place the matter on the upcoming meeting agenda, will result in the matter being placed on the subsequent meeting agenda.

(g) The LEOs control who may place matters onto the LEOs' meeting agendas.

(h) Members shall receive meeting agendas in a reasonable timeframe to comply with the State of Nevada's Open Meeting Law.

4.3 Presiding Officer

(a) The Board: The Board Chairperson shall preside over all Board meetings. In the absence of the Board Chairperson, the Board Vice-Chairperson shall be the presiding officer. In the absence of both the

Board Chairperson and Vice-Chairperson, the acting presiding officer shall be: (first) the LEOs' Chairperson; (second) the LEOs' Vice-Chairperson; (third) the most senior LEO; and (fourth) the most senior board member. When deemed appropriate, even during the presence of the Board's Chairperson and Vice-Chairperson, the Board Chairperson may choose a Board member to serve as temporary Board Chairperson for that specific meeting.

(b) In the absence of both the Board's Chairperson and Vice-Chairperson, then the Board meeting shall be called to order and, if a quorum is present, an election of a temporary Chairperson to chair that meeting shall be the first order of the Board's business. The meeting shall be opened and the election shall be conducted by one of following individuals, in the following order, if they are present: first, by the LEO Chairperson; second, by the LEO Vice-Chairperson; third, by the LEO who has been serving on the Board for the longest time; and fourth, by the Board member who has been serving on the Board for the longest time. If the Board's Chairperson or Vice-Chairperson arrives late, then the temporary chairperson will immediately turn control of the meeting over to the Board's elected presiding officer.

(c) Committees: Committee Chairpersons shall preside over their respective committee meetings. In the absence of a committee's Chairperson, then the presiding officer of that committee meeting shall be the committee's Vice-Chairperson. In the absence of both the committee's Chairperson and Vice-Chairperson, then a temporary Chairperson for that committee meeting shall be chosen by a majority vote of the then present committee members, which shall be conducted by the most senior Board member serving on the committee. When deemed appropriate during a committee meeting, even during the presence of the committee's Chairperson and Vice-Chairperson, the committee's Chairperson may choose a committee member (who is also a Board member) to serve as temporary Chairperson for that committee meeting.

4.4 Parliamentary Authority. Unless otherwise adopted by the Board (Revised) Robert's Rules of Order shall be used to govern all board, council and committee meetings.

4.5 Quorum. For a Board meeting, a quorum shall consist of a simple majority of the Board members. For a committee meeting, a quorum shall consist of a simple majority of the committee members.

ARTICLE V BOARD AND COMMITTEE OFFICERS

5.1 Officers. The Chairperson and the Vice-Chairperson shall be the only officers of the Board. Each Committee shall have a chairperson and a vice-chairperson who shall be the only officers of each Committee.

(a) **Board Chairperson.** The Board Chairperson shall only be elected from among the Board members who are part of the "Business in the Local Area" category set forth in 29 U.S.C. § 2832(b)(2)(A)(i). In addition to presiding over Board meetings, the Chairperson shall establish Committees, certify meeting quorums and perform other duties as required by WIA.

(b) **Board Vice-Chairperson.** The Board Vice-Chairperson shall be elected from among any of the appointed Board members. The Board Vice-Chairperson shall fulfill the duties of the Board Chairperson in the absence of the Board Chairperson.

(c) **The Committee chairperson and vice-chairperson shall be elected from the Board members who are serving on the respective Committee.**

5.2 Elections and Terms of Service

(a) The Board's Chairperson and Vice-Chairperson shall be elected by a majority vote of the Board's members present at the Board meeting when the election is held. Each officer shall serve a term of two-years, which shall begin on July 1st of the election year and end on June 30th two years later. Board elections shall take place during even years.

(b) Each Committee's chairperson and vice chairperson shall be elected by a majority vote of the respective Committee's members present at the Committee meeting when the election is held. Each Committee officer shall serve a term of two years, which shall begin on July 1st of the election year and end on June 30th two years later. Committee elections shall take place immediately after a Committee is formed, and during odd years thereafter.

(c) No officer may serve more than two consecutive terms in the same office. Elections of the Board and Committee's officers shall be complete no later than June 30th of the final year of the officers' term of office; alternatively, if a meeting to conduct the vote in the month of June is impractical, then the vote will be conducted at the next Board meeting before any other business is conducted.

5.3 Election Procedures for Board Officers

(a) Staff will solicit nominations for potential future officers from among the Board members no later than during the month of May immediately before the officers' terms expire. Additionally, Board members who desire to serve as an officer will be presented to the Board for consideration after the Board members desiring to serve have submitted to Staff their names, resumes, and the office in which they desire to serve. Staff will provide information regarding those Board members running for office to each Board member.

(b) The Board will hold a meeting, before the officers' terms expire, where the election of officers will occur. During this meeting, the Board Chairperson will ask the Board members to provide nominations for potential officers. Any qualifying Board member, who is nominated and seconded, will be an officer candidate, unless that Board member does not accept the nomination. Board members will then vote on those members who accept their nominations. The candidate for office who receives the most votes for that office prevails and will serve in that office. In the event qualifying nominated candidate(s) do not exist, then the LEOs Chairperson shall appoint a temporary Board Chairperson and Vice-Chairperson, as needed, who shall serve until a qualified nominated candidate(s) may be elected, which election shall be agendaized in each subsequent Board meeting until the officer(s) are elected.

5.4 Election Procedures for Committee Officers

(a) Staff will solicit nominations for potential future officers from among the Board members serving on the respective Committee no later than during the month of May immediately before the officers' terms expire. Additionally, Board members who desire to serve as an officer will be presented to the respective Committee for consideration after the Board members desiring to serve have submitted to Staff their names, resumes, and the office in which they desire to serve. Staff will provide information regarding those Board members running for office to each respective Committee member.

(b) The respective Committee will hold a meeting, before the officers' terms expire, where the election of officers will occur. During this meeting, the Committee chairperson will ask the Committee members to provide nominations for potential officers. Any qualifying Board member, who is nominated and seconded, will be an officer candidate, unless that Board member does not accept the nomination. The respective Committee members will then vote on those members who accept their nominations. The candidate for office who receives the most votes for that office prevails and will serve in that office. In the event

qualifying nominated candidate(s) do not exist, then the Board Chairperson shall appoint a temporary Committee officer, as needed, who shall serve until a qualified nominated candidate(s) may be elected, which election shall be agendized in each subsequent Committee meeting until the officer(s) are elected.

5.5 Vacancies. The Board shall elect successors to fill the unexpired term of any officer within two months after the office becomes vacant. The Board member who is elected to fill a vacant office shall only serve to the end of the original term for which the vacancy was filled.

5.6 Removal. Officers will be automatically removed from office under the following conditions: (1) by a majority vote of a quorum of Board members; (2) if the Officer does not qualify under WIA to serve as in the office; (3) if the LEOs remove the Officer from the Board, or (4) if the Officer ceases to be a Board member for any reason.

**ARTICLE VI
AUTHORIZATION TO INCUR DEBT (NOT TO EXCEED \$25,000)**

When necessary to ensure the continued operations and functions of the Board, the ED, or a Staff management member to whom the ED has designated specific authority in writing, may incur debt in the name of the Board for allowable expenditures in accordance with federal, state and local laws, statutes, regulations, and policies, not to exceed \$25,000.00 annually. Whenever finances are expended pursuant to Article VI, Staff will provide the Board a summary and justification of the purchase during the next Board meeting.

**ARTICLE VII
LITIGATION**

7.1 The Board will maintain its own legal counsel for all matters related to the Board. However, if there is litigation or claims against the Board, then the Board's counsel may, subject to the LEOs approval, also represent the LEOs in a limited capacity with respect to the litigation or claims, because the LEOs' municipalities may ultimately be fiscally responsible to pay any award of damages or settlement resulting from the litigation.

7.2 The LEOs shall have exclusive authority to settle monetary damage claims made against the Board and to direct the ED with respect to how to respond to litigation and claims against the Board. The Board's attorney shall take instruction from the ED regarding litigation and settlement strategy, subject to LEO direction and approval. To avoid waiving the attorney client privilege, litigation shall not be discussed with the Board in Board meetings. Moreover, to preserve the confidential nature of the Board's strategy, litigation shall not be discussed with Board members unless the need arises, e.g. the Board member is a witness.

**ARTICLE VIII
REVISIONS AND AMENDMENTS**

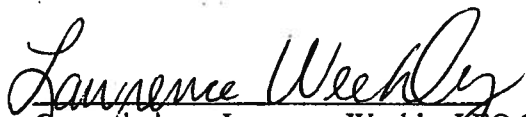
The Board understands and agrees that although the Board has duties and responsibilities to comply with applicable federal and state laws, that pursuant to 29 U.S.C. § 2832(d)(3)(B)(i)(I) and the Organizational Agreements the LEOs respective municipalities are responsible to ensure that WIA funds are properly awarded and spent. As such, the Board will be governed in accordance with these By-Laws, which must be approved by the LEOs. If it is ever determined that WIA or another applicable law conflicts with these By-Laws, then the WIA or applicable law shall be followed.

8.1 These By-Laws may only be amended by a majority vote of the LEOs during a LEOs Consortium meeting.

LEO RATIFICATION

These By-Laws having been reviewed and considered by the LEO Consortium during the January 10, 2012, LEO Consortium meeting and the LEOs having voted to approve these By-Laws; now therefore, the LEOs present these By-Laws to the Board as having been approved by the LEOs and requests the Board review these By-Laws, and consider them for approval.

Dated this 31 day of July, 2012


Commissioner Lawrence Weekly, LEO Consortium Chair

BOARD RATIFICATION

These By-Laws were considered and approved by the Board during the Board Meeting held on July 24 2012.

Dated this 31 day of July, 2012


Hannah Brown, *workforce*CONNECTIONS Chairperson

Workforce Connections Board By-Laws

ARTICLE I AUTHORITY AND RESPONSIBILITY

1.1 The Southern Nevada Workforce Development Board, doing business as Workforce Connections (the “Board”) is organized as a local workforce development board under the requirements of the Workforce Investment Act of 1998¹ (“WIA”) and the Workforce Innovation and Opportunity Act (WIOA).

1.2 It is the principal responsibility of the Board to perform the functions set forth in WIA/WIOA² and to provide policy guidance for strategic planning activities, as well as to monitor, review, and direct activities toward achieving the Board’s goals and objectives. The Board will carry out its responsibilities in partnership with agencies and organizations of general local government in the workforce development area. In achieving this requirement, the Board shall develop strategic plans to align its workforce development resources to the regional economies to ensure coordinated and efficient services to both job seekers and employers.

1.3 The Board’s workforce development area is Southern Nevada, including Clark County, Esmeralda County, Lincoln County, and Nye County, and including but not limited to the cities of Las Vegas, Henderson, North Las Vegas, and Boulder City.

1.4 The Board shall operate in accordance with the applicable portions of the _____ 2015, ¶ Amended and Restated Chief Local Elected Official Consortium Agreement (and any amendment thereto or replacement agreement thereto) and with the _____ 2015, Amended and Restated Agreement Between the Chief Local Elected Officials Consortium and the Southern Nevada Workforce Development Board to a Southern Nevada Workforce Development Area (and any amendment thereto or replacement agreement thereto) (collectively referred to as the “Organizational Agreements”), which are incorporated herein by reference.

1.5 The Board shall operate on a fiscal year, and shall develop an annual budget to carry out the Board’s goals, objectives, and duties pursuant to WIA/WIOA. Pursuant to WIA/WIOA, the Local Elected Officials³ (“LEOs”) have authority to approve or disapprove the Board’s budget and therefore, the Board shall present the budget to the LEOs, in a LEOs consortium meeting, for consideration and approval within a reasonable time to allow for: (1) the LEOs to review the budget; (2) revise the Budget, if necessary; and (3) approve the budget before the Board’s fiscal year begins. The Board shall work with the LEOs to revise the Board’s budget as necessary in order to obtain the LEOs’ approval.

1.6 Part of the Board’s budget will be used to pay staff (“Staff”), including but not limited to an Executive Director (“ED”) who will assist the Board in carrying out its various functions. The ED shall be selected, hired, directed by the LEOs, and shall answer solely to the LEOs. The ED shall select, supervise, and direct the Staff.

¹ In the event that the WIA or any amendment thereto conflicts with these By-Laws, then the WIA shall overrule the conflicting portion of these By-Laws. The WIA is located in 29 U.S.C. § 2801 *et seq.*

² As of the approval of these By-Laws, WC’s functions, as a local workforce investment board, are generally detailed in 29 U.S.C. § 2832(d).

³ Pursuant to 29 U.S.C. § 2832(d)(3)(B)(i) and the Organizational Agreements, the LEOs are the WIA fund grant recipients and the LEOs municipalities are liable for the misuse of the WIA funds expended by the Board. As of the date of these By-Laws, the following municipalities each have one local elected official who serves in the LEOs: (1) Clark County; (2) City of Las Vegas; (3) City of Henderson; (4) City of North Las Vegas; (5) Boulder City; (6) Nye County; (7) Esmeralda County; and (8) Lincoln County.

1.7 The ED’s responsibilities include but are not limited to:

- (a) having authority to sign contracts on behalf of the Board;
- (b) organizing, hiring, terminating, managing and supervising Staff;
- (c) responding to and complying with Board audits; and
- (d) generally overseeing the functions and activities necessary for the Board to carry out its goals and responsibilities.

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**ARTICLE II
MEMBERSHIP AND VOTING**

2.1 Nominations and Appointments. The LEOs shall have sole authority to appoint Board members during the LEOs consortium meetings, and shall make such appointments pursuant to 29 U.S.C. § 2832(b)(2) *et seq.*, as well as applicable federal and state law, and the Organizational Agreements.

2.2 Composition By Membership Category shall be in accordance with 29 U.S.C. § 2832(b) *et seq.* Individuals may represent more than one category; provided they meet such criteria.⁴

2.3 Terms of Appointment

(a) Board members appointed from the “Business in the Local Area” category, pursuant to 29 U.S.C. § 2832(b)(2)(A)(i) shall serve terms which are three-years long.

(b) Board members other than those appointed to the “Business in the Local Area” category shall serve terms which are two-years long.

(c) A Board member’s term shall begin the month of the member’s appointment and shall end on the last day of the same month of appointment during the final year of the member’s term.

(d) There is no limit on the number of terms board members may serve.

2.4 Removal of Board Members

(a) Resignation: Board members may resign at any time. Board members shall be removed automatically and immediately cease to be Board members after:

(i) The Board member provides a written notice of resignation to:

⁴ As of the date of these By-Laws, WIA requires the Board membership to comply with criteria set by Nevada’s Governor, which must include at a minimum representatives from the following groups: (1) Local business owners, officers, and managers; (2) Local educational entities, school boards, etc.; (3) Local labor organizations; (4) community based organizations, including organizations representing people with disabilities and veterans; (5) Economic development agencies; and (6) each one-stop partner with the Board. Additionally the LEOs may be and are currently members of the Board. However, a majority of the Board members must be representatives from business owners, officers, and managers as described in 29 U.S.C. § 2832(b)(2)(A)(i). The Board membership will always be composed pursuant to the most current WIA requirements.

- a) The Board's Chairperson;
- b) The Board's Vice-Chairperson;
- c) The Executive Director; or
- d) The LEOs' Chairperson.

(ii) The Board member fails to attend, in person or by telephone, one Board meeting after providing an oral notice of resignation to:

- a) The Board's Chairperson;
- b) The Board's Vice-Chairperson;
- c) The Executive Director; or
- d) The LEOs' Chairperson.

(b) Removal: Board members shall be removed immediately and immediately ceases to be Board members after:

(i) The Board member fails to attend three consecutive regularly scheduled Board meetings, in person or by telephone, without providing a valid excuse, the validity of which shall be determined by the sole discretion of the Board's Chairperson;

(ii) The LEOs determine by a simple majority vote that the Board member should be removed; or

(iii) The Board member ceases to qualify under the category in which the Board member was appointed. However, in the LEOs sole discretion, a Board member in these circumstances may be reappointed under a different qualifying category, as long as the reappointment complies with 29 U.S.C. § 2832(b)(2) *et seq.*.

2.5 Vacancies. Vacancies caused by unexpired terms shall be filled by the LEOs appointing qualified individuals pursuant to § 2.3 of these By-Laws.

2.6 Voting. Only Board members may vote at Board meetings. Board members must be physically or electronically present (e.g. via video conference or via telephone conference call) at the Board meeting. Proxy-voting and/or absentee voting is prohibited.

2.7 Conflicts of Interest.

(a) Prior to taking office as a Board member, the potential Board member must declare in writing, on a form provided by Staff, all business interests or representational interests the member has with known past, current, or potential recipients of WIA/WIOA funds. The written declaration must be updated annually to reflect any changes. The written declaration must include substantial business interests or representational interests of the Board member's immediate family members.

(b) A Board member may not vote on a matter under consideration by the Board:

- (i) regarding the provision of services by that Board member;
- (ii) regarding the provision of services by an entity that Board member represents;
- (iii) regarding any topic that would provide direct financial benefit to that Board member or the immediate family of that Board member; or
- (iv) regarding any other topic where that Board member had, has, or would have a conflict of interest pursuant to 29 U.S.C. § 2832(g) *et seq.*, NRS § 281A.420, or NRS § 281A.430.

(c) Definitions applicable to these By-Laws:

(i) An "immediate family member" includes the Board member's: father, mother, son, daughter, brother, sister, uncle, aunt, first cousin, nephew, niece, husband, wife, boyfriend, girlfriend, father-in-law, mother-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law, stepfather, stepmother, stepson, stepdaughter, stepbrother, stepsister, half brother, half sister, registered domestic partner, domestic partner, or any other relationship similar to those listed herein.

(ii) An "entity the board member represents" or a "representational interest" is defined as:

a) When the Board member is employed, retained, hired, or contracted by the organization, business, governing body, or project (the "entity"); and/or

b) When the Board member is named as one of the board of directors, managers, commissioners, councilperson, or other member of a direct governing body of the entity, business or project; and/or

c) When the Board member has been retained by the board of directors, commission, council, or other direct governing body of the entity, business or project in any capacity; and/or

d) When the Board member has an ownership or relationship interest or other economic interest in an entity.

(d) Disclosure of Conflict of Interest: When a Board member has a conflict of interest, then the Board member shall:

(i) prior to discussion, vote, or decision by the Board, publicly disclose the nature of the conflict of interest in the action item under consideration;

(ii) answer any questions regarding the conflict of interest, which may be asked if the Board/Committee Chairperson determines that questions regarding the Board member's disclosure are needed for the Board to properly consider the matter;

(iii) not speak to or initiate any discussion of the action item to which the conflict of interest pertains;

(iv) not request funds or proposals that compete with the action item to which the conflict of interest pertains; and abstain from voting on the matter to which the conflict of interest pertains; and

(v) Comply with NRS 281A entitled Ethics in Government.

(e) A Board member who violates the conflict of interest requirements set forth herein may be removed from the Board by a simple majority vote of the LEOs.

(f) All declarations of conflict of interest and abstentions from voting will be recorded in the minutes of the Board meeting.

**ARTICLE III
BOARD COMMITTEES AND PANELS**

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

3.1 Standing Committees. The Board Chairperson may appoint Board members to serve on committees. By virtue of their elected status, members of the LEOs may serve on any Board committee the elected official desires without the need for the Board Chairperson’s appointment. The following committees shall be established as Standing Committees:

(a) The Executive Committee. (See 3.2 below).

(b) Programs Committee: The Programs Committee is composed of Board Members and non-Board Members with specific interest and expertise in youth, low skilled adults and people with disabilities.

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(i) The Programs Committee reviews intelligence/recommendations submitted by staff from employment and training services specialty panels.

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(ii) The Programs Committee reviews WIA/WIOA funding recommendations for contract awards submitted to the Board for approval and ratified by the LEOs.

a) Youth Panel: Composed of individuals with interest and expertise in youth programs and services.

1) Members are identified by their expertise in youth services and appointed by the Executive Director.

2) The Panel identifies actionable items, services, processes and initiatives to be elevated to the Board Committees for consideration and recommendation to the Board.

3) Brings intelligence and critical information gathered from diverse community stakeholders with inputs to help shape youth employment and training service delivery.

4) Works with associated youth agencies/organizations to include the Workforce Development Area’s school districts to assess and evaluate youth education and training needs.

b) Special Populations Panel: Composed of individuals with interest and expertise in services to people with disabilities, low or deficient skilled adults, veterans, prisoner re-entry, and other priorities outlined in the Board’s strategic plan.

1) Members are identified by their expertise in youth services and appointed by the Executive Director.

2) Panel members identify actionable items, services, processes and initiatives to be elevated to the Board Committees for consideration and recommendation to the Board;

3) Brings intelligence and critical information gathered from diverse community stakeholders with inputs to help shape youth employment and training service delivery;

4) Works with associated agencies/organizations to assess and evaluate special population employment and training needs as outlined in the Board's strategic plan.

c) One-Stop Delivery System Panel: Composed of individuals with interest and expertise in the Southern Nevada Workforce Development Area One-Stop Delivery System;

1) Members are identified by their expertise in Southern Nevada Workforce Development Area One-Stop Delivery System and are appointed by the Executive Director;

2) Panel members identify actionable items, services, processes and initiatives to be elevated to the Board Committees for consideration and recommendation to the Board;

3) Brings intelligence and critical information gathered from diverse community stakeholders with inputs to help shape the area's employment and training service delivery;

4) Works with associated agencies/partner organizations to assess and evaluate the area's One-Stop Delivery System as outlined in the Board's strategic plan.

d) ~~4~~ Local Area Advisory Panel (LEAP): Composed of qualified individuals representing the businesses and employers of Southern Nevada Workforce Development Area, i.e., local area labor market. Members are identified by their expertise in Southern Nevada Workforce Development Area Industry Sectors and are appointed by the Executive Director.

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1) ~~4~~ Panel members identify actionable items, demand-driven skills and trades, training services, processes and initiatives to be elevated to the Board Committees for consideration and recommendation to the Board

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~~5~~2) ~~2~~ Brings intelligence and critical information gathered from industry sectors businesses and stakeholders with inputs to help shape and supply the area's workforce needs.

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~~6~~3) ~~3~~ Provides staff with valuable information to be elevated to Committees for evaluation and possible action as outlined in the Board's strategic plan.

~~4~~e) Business Brain Trust: Composed of a group of business experts from various industries and employment sectors who serve as consultants on matters of policy and strategy that meet the skill needs of employers and provide linkages and coordination among employers and the workforce system.

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1) ~~4~~ Members of the Business Brain Trust will identify actionable items, demand-driven skills and trades, training services, processes and initiatives to be elevated to the Board Committees for consideration and recommendation to the Board

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2) ~~2~~ Brings intelligence and critical information gathered from industry sectors businesses and stakeholders with inputs to help shape and supply the area's workforce needs.

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~~3)~~ ~~3)~~ Provides staff with valuable information to be elevated to Committees for evaluation and possible action as outlined in the Board’s strategic plan)

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~~(e)(iii)~~ The Budget Committee: The Budget Committee shall provide guidance to the staff in developing and submitting a comprehensive annual budget to the Board. The Budget 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 Budget Committee shall review budget modifications and fiscal financial policy. Additionally, the Budget 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.

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3.2 Executive Committee

(a) The Board shall maintain an Executive Committee.

(b) The Responsible for Strategic Planning

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(c) Reviews intelligence/information and recommendations brought by staff from the committees

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~~(d)~~ ~~(d)~~ Approves funding, initiatives and/or projects when needed in-between Board meetings. The delegation of authority to the Executive Committee shall not operate or function to relieve the Board of its responsibility except as explained below in paragraph 3.2(d) “Executive Committee Authority.”

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~~(d)~~(e) Executive Committee Composition:

(i) The Executive Committee shall be comprised of the Board’s Chairperson, the Vice-Chairperson, the LEOs Chairperson, and the elected chairperson of the Board’s other committees.

(ii) If the LEOs Chairperson is unable to attend an Executive Committee meeting, then the LEOs Vice-Chairperson shall be permitted to attend the Executive Committee meeting and participate and vote as a member of the Executive Committee during that meeting in the place of the LEOs Chairperson.

(iii) If the Board’s Chairperson or Vice-Chairperson also serves as a Chairperson of one of the Board’s other current committees, then the Vice-Chairperson of that other committee shall be a member of the Executive Committee.⁵

(iv) The Board Chairperson shall serve as the Chairperson of the Executive Committee. In the absence of the Board Chairperson, the Board’s Vice Chairperson shall serve as temporary chair.

~~(e)~~(f) Executive Committee Authority

(i) The Executive Committee shall have and exercise the same authority WIA/WIOA grants to the Board, and shall be able to act on behalf of the Board, only when the following has been met:

⁵ For example, if the Board’s Chairperson is also the Chairperson for the Budget Committee, then the Vice-Chairperson of the Budget Committee would serve on the Executive Committee.

a) It can be demonstrated that it is impractical for a Board meeting to take place (meaning attempts have been made to obtain a quorum for a full Board meeting and have failed);

b) The business and action items, as determined by the executive director, which would have been presented to the Board during the meeting which cannot occur due to impracticality, are of such urgency that the failure of the Executive Committee to act on behalf of the Board will greatly impede the continued workings, operations of the Staff, and/or services provided by the Board, and/or its service providers, vendors, and contractors, or will greatly impede the continued services provided to the clients and the Workforce Development Area communities and/or its service providers, vendors, and contractors;

c) The LEOs' attorney has confirmed the urgency of the action items, as explained in 3.2(d)(i)(b); and

d) Notice and a copy of the Executive Committee meeting agenda has been provided to the LEOs.

(ii) The Executive Committee shall not have the authority to act on behalf of the Board with respect to the following issues:

a) Amending or repealing any Board resolution;

b) Amending or repealing the Board's By-Laws;

c) Adopting a plan of merger or consolidation;

d) Selling, leasing, or otherwise disposing of all or any property and assets (excluding program monies) of the Board;

e) Voluntarily dissolving the Board or revoking a voluntary dissolution;

f) Modifying the Board's strategic plans; and/or

g) Adopting or eliminating major programs.

~~(f)~~(g) Executive Committee Quorum: A simple majority of the voting members of the Executive Committee shall constitute a quorum.

ARTICLE IV

~~4.13.3~~ Other Committees: The Board Chairperson may establish and dissolve other committees as necessary and appoint members to serve on those committees at Chair's discretion.

~~4.23.4~~ Committee Size, Term, and Responsibilities

(a) Size: Committees shall be established with at least three Board members. Additional Committee members are not required to be a member of the Board.

(b) Term: With the exception of Standing Committees, Committees will be active as long as necessary to serve the purpose for which the Committee was created. With the exception of Standing Committees, Committees may be dissolved and later reformed at the Chair's discretion.

(c) Responsibilities: Committees shall record and maintain meeting minutes and report their progress and provide information and recommended action to the Board.

(d) All Committees shall be chaired by a member of the Board.

(e) All Committee chairpersons, with the exception of the Executive Committee Chairperson, shall be elected annually by a majority vote of the committee's members. A Board member shall not chair more than one committee.

~~4.3.5~~ Any committee member shall be removed from said committee after:

(a) The committee member fails to attend three consecutive regularly scheduled committee meetings, in person or by telephone, without a valid excuse, the validity of which shall be determined in the sole discretion of the committee's Chairperson;

(b) The committee member requests to be removed;

(c) The LEOs determine that the Board member serving on the committee should be removed from the Board; or

(d) The LEOs determine a non-Board member be removed from the committee.

~~4.4~~—A Board member who does not serve on a Committee for three consecutive months shall be automatically removed from the Board.

3.6

ARTICLE IV
ARTICLE IV

BOARD MEMBERS CONDUCT AND RESPONSIBILITIES

4.1 ~~4.1~~—Members of the Board shall:

(a) ~~(a)~~—Comply with Workforce Connections' By-Laws.

(b) ~~(b)~~—Make a positive contribution to the region's economy by helping shape a workforce development system that meets the demands of employers and job seekers.

(c) ~~(c)~~—Devote a portion of their time and talent to working with other Board members, staff, businesses, public officials, and public and private sector partners to improve the quality of the local workforce development area.

(d) ~~(d)~~—Regularly attend Board and Committee meetings.

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~~(e)~~ ~~(e)~~ Join and participate actively in at least one standing Board committees.

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~~(f)~~ ~~(f)~~ Be prepared for Board meetings by reviewing materials sent in advance of

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meetings.

~~(g)~~ ~~(g)~~ Act and vote on strategic interest of Workforce Connections and the Southern Nevada community, rather than the interest of a single constituency.

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~~(h)~~ ~~(h)~~ Observe and understand the role of the Chief Local Elected Officials and Workforce Connections' staff.

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~~(i)~~ ~~(i)~~ Serve as an ambassador of Workforce Connections within the community and among businesses and industry leaders.

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~~(j)~~ ~~(j)~~ Not engage in or facilitate any discriminatory or harassing behavior directed toward other Board members, staff, appointed officers, meeting attendees, exhibitors, advertisers, sponsors, contractors, or others in the context of activities relating to Workforce Connections.

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~~4.2~~ ~~4.2~~ Board members shall respect the authority of the executive director and not independently direct or assign staff tasks

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~~4.3~~ Board members shall not be employed or receive direct contracts from Workforce Connections for at least two years after resigning or terminating Board membership.

4.54.3

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ARTICLE V

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MEETINGS

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~~5.1~~ ~~5.1~~ Open Meeting. All Board and Committee meetings shall be conducted in accordance with Nevada's Open Meeting Law, found in NRS Chapter 241.

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~~4.65.2~~ ~~5.2~~ Meetings and Agendas.

(a) Regular meetings: The Board shall meet at least once every quarter throughout the year. If necessary, the Board may meet more frequently. Likewise, the Standing Committees as well as any other Board committees (collectively "Committees"), shall meet at least once every quarter or more frequently as deemed necessary by the Committee's Chairperson or the Board Chairperson.

(b) Special meetings: The Board may hold special meetings from time to time as deemed necessary or appropriate by the Board Chairperson, the LEOs Chairperson, and/or the ED.

(c) Agendas: ~~Agendas~~ for Board meetings, Committees, and LEOs meetings shall be prepared by Staff. All requests to place matters on an agenda along with the needed back-up information to properly agendize an item must be presented to Staff within a reasonable time before the relevant meeting date to facilitate compliance with Nevada's Open Meeting Law. Otherwise, the requested agenda item may not be included on the agenda. The ED shall have the sole discretion to agendize any untimely, late or incomplete request to agendize a matter. Only matters which relate to or affect the business, jurisdiction, or authority of the Board may be placed on the Board's meeting agenda. Likewise, only matters which relate to or affect the business, jurisdiction, or authority of a Committee may be placed on that Committee's meeting agenda.

(d) The following individuals may place a matter onto the Board's agenda:

(i) The LEOs Chairperson;

(ii) The Board Chairperson;

(iii) Any Committee Chairperson, provided the matter the Committee Chairperson wishes to agendize is within the scope of responsibility for the Chairperson's Committee; and/or

(iv) The ED.

~~(e)~~ ~~(e)~~ The following individuals may place a matter onto one of the Committees' agenda

(i) The LEOs Chairperson;

(ii) The Board Chairperson;

(iii) The Committee's Chairperson; and/or

(iv) The ED.

(f) Any request to place a matter on a meeting's agenda, which is not received in time to place the matter on the upcoming meeting agenda, will result in the matter being placed on the subsequent meeting agenda.

(g) The LEOs control who may place matters onto the LEOs' meeting agendas.

(h) Members shall receive meeting agendas in a reasonable timeframe to comply with the State of Nevada's Open Meeting Law.

~~5.3~~ ~~5.3~~ Presiding Officer

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~~(a)~~ ~~(a)~~—The Board: The Board Chairperson shall preside over all Board meetings. In the absence of the Board Chairperson, the Board Vice-Chairperson shall be the presiding officer. In the absence of both the Board Chairperson and Vice-Chairperson, the acting presiding officer shall be: (first) the LEOs’ Chairperson; (second) the LEOs’ Vice-Chairperson; (third) the most senior LEO; and (fourth) the most senior Board member. When deemed appropriate, even during the presence of the Board’s Chairperson and Vice-Chairperson, the Board Chairperson may choose a Board member to serve as temporary Board Chairperson for that specific meeting.

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~~(e)~~—

~~(b)~~ ~~(b)~~—Committees: Committee Chairpersons shall preside over their respective committee meetings. In the absence of a committee’s Chairperson, then the presiding officer of that committee meeting shall be the committee’s Vice-Chairperson. In the absence of both the committee’s Chairperson and Vice-Chairperson, then a temporary Chairperson for that committee meeting shall be chosen by a majority vote of the then present committee members, which shall be conducted by the most senior Board member serving on the committee. When deemed appropriate during a committee meeting, even during the presence of the committee’s Chairperson and Vice-Chairperson, the committee’s Chairperson may choose a committee member (who is also a Board member) to serve as temporary Chairperson for that committee meeting.

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~~5.4~~ ~~5.4~~—Parliamentary Authority. Unless otherwise adopted by the Board (Revised) Robert’s Rules of Order shall be used to govern all board, council and committee meetings.

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~~5.5~~ ~~5.5~~—Quorum. For a Board meeting, a quorum shall consist of a simple majority of the Board members. For a committee meeting, a quorum shall consist of a simple majority of the committee members.

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ARTICLE VI
BOARD AND COMMITTEE OFFICERS

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~~6.1~~ ~~6.1~~—Officers. The Chairperson and the Vice-Chairperson shall be the only officers of the Board. Each Committee shall have a chairperson and a vice-chairperson who shall be the only officers of each Committee.

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~~(a)~~ ~~(a)~~—Board Chairperson. The Board Chairperson shall only be elected from among the Board members who are part of the “Business in the Local Area” category set forth in 29 U.S.C. § 2832(b)(2)(A)(i). In addition to presiding over Board meetings, the Chairperson shall establish Committees, certify meeting quorums and perform other duties as required by WIA/WIOA.

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~~(b)~~ ~~(b)~~—Board Vice-Chairperson. The Board Vice-Chairperson shall be elected from among any of the appointed Board members. The Board Vice-Chairperson shall fulfill the duties of the Board Chairperson in the absence of the Board Chairperson.

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~~(c)~~ ~~(c)~~ The Committee chairperson and vice-chairperson shall be elected from the Board members who are serving on the respective Committee.

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~~6.2~~ ~~6.2~~—Elections and Terms of Service

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~~(a)~~ ~~(a)~~—The Board’s Chairperson and Vice-Chairperson shall be elected by a majority vote of the Board’s members present at the Board meeting when the election is held. Each officer shall serve a term of two-years, which shall begin on July 1st of the election year and end on June 30th two years later. Board elections shall take place during even years.

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~~(b)~~ ~~(b)~~ Each Committee’s chairperson and vice chairperson shall be elected by a majority vote of the respective Committee’s members present at the Committee meeting when the election is held. Each Committee officer shall serve a term of two years, which shall begin on July 1st of the election year and end on June 30th two years later. Committee elections shall take place immediately after a Committee is formed, and during odd years thereafter.

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~~(c)~~ ~~(e)~~ No officer may serve more than two consecutive terms in the same office. Elections of the Board and Committee’s officers shall be complete no later than June 30th of the final year of the officers’ term of office; alternatively, if a meeting to conduct the vote in the month of June is impractical, then the vote will be conducted at the next Board meeting before any other business is conducted.

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~~6.3~~ ~~6.3~~ Election Procedures for Board Officers

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~~(a)~~ ~~(a)~~ Staff will solicit nominations for potential future officers from among the Board members no later than during the month of May immediately before the officers’ terms expire. Additionally, Board members who desire to serve as an officer will be presented to the Board for consideration after the Board members desiring to serve have submitted to Staff their names, resumes, and the office in which they desire to serve. Staff will provide information regarding those Board members running for office to each Board member.

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~~(b)~~ ~~(b)~~ The Board will hold a meeting, before the officers’ terms expire, where the election of officers will occur. During this meeting, the Board Chairperson will ask the Board members to provide nominations for potential officers. Any qualifying Board member, who is nominated and seconded, will be an officer candidate, unless that Board member does not accept the nomination. Board members will then vote on those members who accept their nominations. The candidate for office who receives the most votes for that office prevails and will serve in that office. In the event qualifying nominated candidate(s) do not exist, then the LEOs Chairperson shall appoint a temporary Board Chairperson and Vice-Chairperson, as needed, who shall serve until a qualified nominated candidate(s) may be elected, which election shall be agendized in each subsequent Board meeting until the officer(s) are elected.

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~~6.4~~ ~~6.4~~ Election Procedures for Committee Officers

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~~(a)~~ ~~(a)~~ Staff will solicit nominations for potential future officers from among the Board members serving on the respective Committee no later than during the month of May immediately before the officers’ terms expire. Additionally, Board members who desire to serve as an officer will be presented to the respective Committee for consideration after the Board members desiring to serve have submitted to Staff their names, resumes, and the office in which they desire to serve. Staff will provide information regarding those Board members running for office to each respective Committee member.

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~~(b)~~ ~~(b)~~ The respective Committee will hold a meeting, before the officers’ terms expire, where the election of officers will occur. During this meeting, the Committee chairperson will ask the Committee members to provide nominations for potential officers. Any qualifying Board member, who is nominated and seconded, will be an officer candidate, unless that Board member does not accept the nomination. The respective Committee members will then vote on those members who accept their nominations. The candidate for office who receives the most votes for that office prevails and will serve in that office. In the event qualifying nominated candidate(s) do not exist, then the Board Chairperson shall appoint a temporary Committee officer, as needed, who shall serve until a qualified nominated candidate(s) may be elected, which election shall be agendized in each subsequent Committee meeting until the officer(s) are elected.

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~~6.5~~ ~~6.5~~ Vacancies. The Board shall elect successors to fill the unexpired term of any officer within two months after the office becomes vacant. The Board member who is elected to fill a vacant office shall only serve to the end of the original term for which the vacancy was filled.

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~~6.6~~ ~~6.6~~ Removal. Officers will be automatically removed from office under the following conditions: (1) by a majority vote of a quorum of Board members; (2) if the Officer does not qualify under WIA to serve as in the office; (3) if the LEOs remove the Officer from the Board, or (4) if the Officer ceases to be a Board member for any reason.

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~~ARTICLE VII~~ ~~ARTICLE VII~~
AUTHORIZATION TO INCUR DEBT (NOT TO EXCEED \$50,000)

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~~7.1~~ When necessary to ensure the continued operations and functions of the Board, the ED, or a Staff management member to whom the ED has designated specific authority in writing, may incur debt in the name of the Board for allowable expenditures in accordance with federal, state and local laws, statutes, regulations, and policies, not to exceed \$50,000.00 annually. Whenever finances are expended pursuant to Article VI, Staff will provide the Board a summary and justification of the purchase during the next Board meeting.

~~ARTICLE VIII~~ ~~ARTICLE VIII~~

LITIGATION

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~~4.78.1~~ The Board will maintain its own legal counsel for all matters related to the Board. However, if there is litigation or claims against the Board, then the Board's counsel may, subject to the LEOs approval, also represent the LEOs in a limited capacity with respect to the litigation or claims, because the LEOs' municipalities may ultimately be fiscally responsible to pay any award of damages or settlement resulting from the litigation.

~~4.88.2~~ The LEOs shall have exclusive authority to settle monetary damage claims made against the Board and to direct the ED with respect to how to respond to litigation and claims against the Board. The Board's attorney shall take instruction from the ED regarding litigation and settlement strategy, subject to LEO direction and approval. To avoid waiving the attorney client privilege, litigation shall not be discussed with the Board in Board meetings. Moreover, to preserve the confidential nature of the Board's strategy, litigation shall not be discussed with Board members unless the need arises, e.g. the Board member is a witness.

~~ARTICLE IX~~ ~~ARTICLE IX~~
REVISIONS AND AMENDMENTS

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~~9.1~~ The Board understands and agrees that although the Board has duties and responsibilities to comply with applicable federal and state laws, that pursuant to 29 U.S.C. § 2832(d)(3)(B)(i)(I) and the Organizational Agreements the LEOs respective municipalities are responsible to ensure that WIA/WIOA funds are properly awarded and spent. As such, the Board will be governed in accordance with these By-Laws, which must be approved by the LEOs. If it is ever determined that WIA/WIOA or another applicable law conflicts with these By-Laws, then the WIA/WIOA or applicable law shall be followed.

~~4.99.2~~ These By-Laws supersedes the Board's dated _____. These By-Laws may only be amended by a majority vote of the LEOs during a LEOs Consortium meeting.

LEOs RATIFICATION

These By-Laws having been reviewed and considered by the LEO Consortium during the _____, 2015, LEO Consortium meeting and the LEOs having voted to approve these By-Laws; now therefore, the LEOs present these By-Laws to the Board as having been approved by the LEOs and requests the Board review these By-Laws, and consider them for approval.

Dated this _____ day of _____, 2015

Commissioner Lawrence Weekly, LEO Consortium Chair

BOARD RATIFICATION

These By-Laws were considered and approved by the Board during the Board Meeting held on _____
_____ 2015.

Dated this _____ day of _____, 2015

Workforce Connections Chairperson

Workforce Connections Board By-Laws

ARTICLE I AUTHORITY AND RESPONSIBILITY

1.1 The Southern Nevada Workforce Development Board, doing business as Workforce Connections (the “Board”) is organized as a local workforce development board under the requirements of the Workforce Investment Act of 1998¹ (“WIA”) and the Workforce Innovation and Opportunity Act (WIOA).

1.2 It is the principal responsibility of the Board to perform the functions set forth in WIA/WIOA² and to provide policy guidance for strategic planning activities, as well as to monitor, review, and direct activities toward achieving the Board’s goals and objectives. The Board will carry out its responsibilities in partnership with agencies and organizations of general local government in the workforce development area. In achieving this requirement, the Board shall develop strategic plans to align its workforce development resources to the regional economies to ensure coordinated and efficient services to both job seekers and employers.

1.3 The Board’s workforce development area is Southern Nevada, including Clark County, Esmeralda County, Lincoln County, and Nye County, and including but not limited to the cities of Las Vegas, Henderson, North Las Vegas, and Boulder City.

1.4 The Board shall operate in accordance with the applicable portions of the _____ 2015, Amended and Restated Chief Local Elected Official Consortium Agreement (and any amendment thereto or replacement agreement thereto) and with the _____ 2015, Amended and Restated Agreement Between the Chief Local Elected Officials Consortium and the Southern Nevada Workforce Development Board to a Southern Nevada Workforce Development Area (and any amendment thereto or replacement agreement thereto) (collectively referred to as the “Organizational Agreements”), which are incorporated herein by reference.

1.5 The Board shall operate on a fiscal year, and shall develop an annual budget to carry out the Board’s goals, objectives, and duties pursuant to WIA/WIOA. Pursuant to WIA/WIOA, the Local Elected Officials³ (“LEOs”) have authority to approve or disapprove the Board’s budget and therefore, the Board shall present the budget to the LEOs, in a LEOs consortium meeting, for consideration and approval within a reasonable time to allow for: (1) the LEOs to review the budget; (2) revise the Budget, if necessary; and (3) approve the budget before the Board’s fiscal year begins. The Board shall work with the LEOs to revise the Board’s budget as necessary in order to obtain the LEOs’ approval.

1.6 Part of the Board’s budget will be used to pay staff (“Staff”), including but not limited to an Executive Director (“ED”) who will assist the Board in carrying out its various functions. The ED shall be selected, hired, directed by the LEOs, and shall answer solely to the LEOs. The ED shall select, supervise, and direct the Staff.

¹ In the event that the WIA or any amendment thereto conflicts with these By-Laws, then the WIA shall overrule the conflicting portion of these By-Laws. The WIA is located in 29 U.S.C. § 2801 *et seq.*

² As of the approval of these By-Laws, WC’s functions, as a local workforce investment board, are generally detailed in 29 U.S.C. § 2832(d).

³ Pursuant to 29 U.S.C. § 2832(d)(3)(B)(i) and the Organizational Agreements, the LEOs are the WIA fund grant recipients and the LEOs municipalities are liable for the misuse of the WIA funds expended by the Board. As of the date of these By-Laws, the following municipalities each have one local elected official who serves in the LEOs: (1) Clark County; (2) City of Las Vegas; (3) City of Henderson; (4) City of North Las Vegas; (5) Boulder City; (6) Nye County; (7) Esmeralda County; and (8) Lincoln County.

1.7 The ED’s responsibilities include but are not limited to:

- (a)** having authority to sign contracts on behalf of the Board;
- (b)** organizing, hiring, terminating, managing and supervising Staff;
- (c)** responding to and complying with Board audits; and
- (d)** generally overseeing the functions and activities necessary for the Board to carry out its goals and responsibilities.

ARTICLE II MEMBERSHIP AND VOTING

2.1 Nominations and Appointments. The LEOs shall have sole authority to appoint Board members during the LEOs consortium meetings, and shall make such appointments pursuant to 29 U.S.C. § 2832(b)(2) *et seq.*, as well as applicable federal and state law, and the Organizational Agreements.

2.2 Composition By Membership Category shall be in accordance with 29 U.S.C. § 2832(b) *et seq.* Individuals may represent more than one category; provided they meet such criteria.⁴

2.3 Terms of Appointment

(a) Board members appointed from the “Business in the Local Area” category, pursuant to 29 U.S.C. § 2832(b)(2)(A)(i) shall serve terms which are three-years long.

(b) Board members other than those appointed to the “Business in the Local Area” category shall serve terms which are two-years long.

(c) A Board member’s term shall begin the month of the member’s appointment and shall end on the last day of the same month of appointment during the final year of the member’s term.

(d) There is no limit on the number of terms board members may serve.

2.4 Removal of Board Members

(a) Resignation: Board members may resign at any time. Board members shall be removed automatically and immediately cease to be Board members after:

(i) The Board member provides a written notice of resignation to:

⁴ As of the date of these By-Laws, WIA requires the Board membership to comply with criteria set by Nevada’s Governor, which must include at a minimum representatives from the following groups: (1) Local business owners, officers, and managers; (2) Local educational entities, school boards, etc.; (3) Local labor organizations; (4) community based organizations, including organizations representing people with disabilities and veterans; (5) Economic development agencies; and (6) each one-stop partner with the Board. Additionally the LEOs may be and are currently members of the Board. However, a majority of the Board members must be representatives from business owners, officers, and managers as described in 29 U.S.C. § 2832(b)(2)(A)(i). The Board membership will always be composed pursuant to the most current WIA requirements.

- a) The Board's Chairperson;
- b) The Board's Vice-Chairperson;
- c) The Executive Director; or
- d) The LEOs' Chairperson.

(ii) The Board member fails to attend, in person or by telephone, one Board meeting after providing an oral notice of resignation to:

- a) The Board's Chairperson;
- b) The Board's Vice-Chairperson;
- c) The Executive Director; or
- d) The LEOs' Chairperson.

(b) Removal: Board members shall be removed immediately and immediately ceases to be Board members after:

(i) The Board member fails to attend three consecutive regularly scheduled Board meetings, in person or by telephone, without providing a valid excuse, the validity of which shall be determined by the sole discretion of the Board's Chairperson;

(ii) The LEOs determine by a simple majority vote that the Board member should be removed; or

(iii) The Board member ceases to qualify under the category in which the Board member was appointed. However, in the LEOs sole discretion, a Board member in these circumstances may be reappointed under a different qualifying category, as long as the reappointment complies with 29 U.S.C. § 2832(b)(2) *et seq.*

2.5 Vacancies. Vacancies caused by unexpired terms shall be filled by the LEOs appointing qualified individuals pursuant to § 2.3 of these By-Laws.

2.6 Voting. Only Board members may vote at Board meetings. Board members must be physically or electronically present (e.g. via video conference or via telephone conference call) at the Board meeting. Proxy-voting and/or absentee voting is prohibited.

2.7 Conflicts of Interest.

(a) Prior to taking office as a Board member, the potential Board member must declare in writing, on a form provided by Staff, all business interests or representational interests the member has with known past, current, or potential recipients of WIA/WIOA funds. The written declaration must be updated annually to reflect any changes. The written declaration must include substantial business interests or representational interests of the Board member's immediate family members.

(b) A Board member may not vote on a matter under consideration by the Board:

- (i) regarding the provision of services by that Board member;
- (ii) regarding the provision of services by an entity that Board member represents;
- (iii) regarding any topic that would provide direct financial benefit to that Board member or the immediate family of that Board member; or
- (iv) regarding any other topic where that Board member had, has, or would have a conflict of interest pursuant to 29 U.S.C. § 2832(g) *et seq.*, NRS § 281A.420, or NRS § 281A.430.

(c) Definitions applicable to these By-Laws:

(i) An "immediate family member" includes the Board member's: father, mother, son, daughter, brother, sister, uncle, aunt, first cousin, nephew, niece, husband, wife, boyfriend, girlfriend, father-in-law, mother-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law, stepfather, stepmother, stepson, stepdaughter, stepbrother, stepsister, half brother, half sister, registered domestic partner, domestic partner, or any other relationship similar to those listed herein.

(ii) An "entity the board member represents" or a "representational interest" is defined as:

a) When the Board member is employed, retained, hired, or contracted by the organization, business, governing body, or project (the "entity"); and/or

b) When the Board member is named as one of the board of directors, managers, commissioners, councilperson, or other member of a direct governing body of the entity, business or project; and/or

c) When the Board member has been retained by the board of directors, commission, council, or other direct governing body of the entity, business or project in any capacity; and/or

d) When the Board member has an ownership or relationship interest or other economic interest in an entity.

(d) Disclosure of Conflict of Interest: When a Board member has a conflict of interest, then the Board member shall:

(i) prior to discussion, vote, or decision by the Board, publicly disclose the nature of the conflict of interest in the action item under consideration;

(ii) answer any questions regarding the conflict of interest, which may be asked if the Board/Committee Chairperson determines that questions regarding the Board member's disclosure are needed for the Board to properly consider the matter;

(iii) not speak to or initiate any discussion of the action item to which the conflict of interest pertains;

(iv) not request funds or proposals that compete with the action item to which the conflict of interest pertains; and abstain from voting on the matter to which the conflict of interest pertains; and

(v) Comply with NRS 281A entitled Ethics in Government.

(e) A Board member who violates the conflict of interest requirements set forth herein may be removed from the Board by a simple majority vote of the LEOs.

(f) All declarations of conflict of interest and abstentions from voting will be recorded in the minutes of the Board meeting.

ARTICLE III BOARD COMMITTEES AND PANELS

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

3.1 Standing Committees. The Board Chairperson may appoint Board members to serve on committees. By virtue of their elected status, members of the LEOs may serve on any Board committee the elected official desires without the need for the Board Chairperson's appointment. The following committees shall be established as Standing Committees:

(a) The Executive Committee. (See 3.2 below).

(b) Programs Committee: The Programs Committee is composed of Board Members and non-Board Members with specific interest and expertise in youth, low skilled adults and people with disabilities.

(i) The Programs Committee reviews intelligence/recommendations submitted by staff from employment and training services specialty panels.

(ii) The Programs Committee reviews WIA/WIOA funding recommendations for contract awards submitted to the Board for approval and ratified by the LEOs.

a) Youth Panel: Composed of individuals with interest and expertise in youth programs and services.

1) Members are identified by their expertise in youth services and appointed by the Executive Director;

2) The Panel identifies actionable items, services, processes and initiatives to be elevated to the Board Committees for consideration and recommendation to the Board;

3) Brings intelligence and critical information gathered from diverse community stakeholders with inputs to help shape youth employment and training service delivery;

4) Works with associated youth agencies/organizations to include the Workforce Development Area's school districts to assess and evaluate youth education and training needs.

b) Special Populations Panel: Composed of individuals with interest and expertise in services to people with disabilities, low or deficient skilled adults, veterans, prisoner re-entry, and other priorities outlined in the Board's strategic plan.

1) Members are identified by their expertise in youth services and appointed by the Executive Director;

2) Panel members identify actionable items, services, processes and initiatives to be elevated to the Board Committees for consideration and recommendation to the Board;

3) Brings intelligence and critical information gathered from diverse community stakeholders with inputs to help shape youth employment and training service delivery;

4) Works with associated agencies/organizations to assess and evaluate special population employment and training needs as outlined in the Board's strategic plan.

c) One-Stop Delivery System Panel: Composed of individuals with interest and expertise in the Southern Nevada Workforce Development Area One-Stop Delivery System.

1) Members are identified by their expertise in Southern Nevada Workforce Development Area One-Stop Delivery System and are appointed by the Executive Director;

2) Panel members identify actionable items, services, processes and initiatives to be elevated to the Board Committees for consideration and recommendation to the Board;

3) Brings intelligence and critical information gathered from diverse community stakeholders with inputs to help shape the area's employment and training service delivery;

4) Works with associated agencies/partner organizations to assess and evaluate the area's One-Stop Delivery System as outlined in the Board's strategic plan.

d) Local Area Advisory Panel (LEAP): Composed of qualified individuals representing the businesses and employers of Southern Nevada Workforce Development Area, i.e., local area labor market. Members are identified by their expertise in Southern Nevada Workforce Development Area Industry Sectors and are appointed by the Executive Director.

1) Panel members identify actionable items, demand-driven skills and trades, training services, processes and initiatives to be elevated to the Board Committees for consideration and recommendation to the Board

2) Brings intelligence and critical information gathered from industry sectors businesses and stakeholders with inputs to help shape and supply the area's workforce needs.

3) Provides staff with valuable information to be elevated to Committees for evaluation and possible action as outlined in the Board's strategic plan.

e) Business Brain Trust: Composed of a group of business experts from various industries and employment sectors who serve as consultants on matters of policy and strategy that meet the skill needs of employers and provide linkages and coordination among employers and the workforce system.

1) Members of the Business Brain Trust will identify actionable items, demand-driven skills and trades, training services, processes and initiatives to be elevated to the Board Committees for consideration and recommendation to the Board

2) Brings intelligence and critical information gathered from industry sectors businesses and stakeholders with inputs to help shape and supply the area's workforce needs.

3) Provides staff with valuable information to be elevated to Committees for evaluation and possible action as outlined in the Board's strategic plan)

(iii) The Budget Committee: The Budget Committee shall provide guidance to the staff in developing and submitting a comprehensive annual budget to the Board. The Budget 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 Budget Committee shall review budget modifications and fiscal financial policy. Additionally, the Budget 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.

3.2 Executive Committee

(a) The Board shall maintain an Executive Committee.

(b) The Responsible for Strategic Planning

(c) Reviews intelligence/information and recommendations brought by staff from the committees

(d) Approves funding, initiatives and/or projects when needed in-between Board meetings. The delegation of authority to the Executive Committee shall not operate or function to relieve the Board of its responsibility except as explained below in paragraph 3.2(d) "Executive Committee Authority."

(e) Executive Committee Composition:

(i) The Executive Committee shall be comprised of the Board's Chairperson, the Vice-Chairperson, the LEOs Chairperson, and the elected chairperson of the Board's other committees.

(ii) If the LEOs Chairperson is unable to attend an Executive Committee meeting, then the LEOs Vice-Chairperson shall be permitted to attend the Executive Committee meeting and participate and vote as a member of the Executive Committee during that meeting in the place of the LEOs Chairperson.

(iii) If the Board's Chairperson or Vice-Chairperson also serves as a Chairperson of one of the Board's other current committees, then the Vice-Chairperson of that other committee shall be a member of the Executive Committee.⁵

(iv) The Board Chairperson shall serve as the Chairperson of the Executive Committee. In the absence of the Board Chairperson, the Board's Vice Chairperson shall serve as temporary chair.

(f) Executive Committee Authority

(i) The Executive Committee shall have and exercise the same authority WIA/WIOA grants to the Board, and shall be able to act on behalf of the Board, only when the following has been met:

⁵ For example, if the Board's Chairperson is also the Chairperson for the Budget Committee, then the Vice-Chairperson of the Budget Committee would serve on the Executive Committee.

a) It can be demonstrated that it is impractical for a Board meeting to take place (meaning attempts have been made to obtain a quorum for a full Board meeting and have failed);

b) The business and action items, as determined by the executive director, which would have been presented to the Board during the meeting which cannot occur due to impracticality, are of such urgency that the failure of the Executive Committee to act on behalf of the Board will greatly impede the continued workings, operations of the Staff, and/or services provided by the Board, and/or its service providers, vendors, and contractors, or will greatly impede the continued services provided to the clients and the Workforce Development Area communities and/or its service providers, vendors, and contractors;

c) The LEOs' attorney has confirmed the urgency of the action items, as explained in 3.2(d)(i)(b); and

d) Notice and a copy of the Executive Committee meeting agenda has been provided to the LEOs.

(ii) The Executive Committee shall not have the authority to act on behalf of the Board with respect to the following issues:

a) Amending or repealing any Board resolution;

b) Amending or repealing the Board's By-Laws;

c) Adopting a plan of merger or consolidation;

d) Selling, leasing, or otherwise disposing of all or any property and assets (excluding program monies) of the Board;

e) Voluntarily dissolving the Board or revoking a voluntary dissolution;

f) Modifying the Board's strategic plans; and/or

g) Adopting or eliminating major programs.

(g) Executive Committee Quorum: A simple majority of the voting members of the Executive Committee shall constitute a quorum.

3.3 Other Committees: The Board Chairperson may establish and dissolve other committees as necessary and appoint members to serve on those committees at Chair's discretion.

3.4 Committee Size, Term, and Responsibilities

(a) Size: Committees shall be established with at least three Board members. Additional Committee members are not required to be a member of the Board.

(b) Term: With the exception of Standing Committees, Committees will be active as long as necessary to serve the purpose for which the Committee was created. With the exception of Standing Committees, Committees may be dissolved and later reformed at the Chair's discretion.

(c) Responsibilities: Committees shall record and maintain meeting minutes and report their progress and provide information and recommended action to the Board.

(d) All Committees shall be chaired by a member of the Board.

(e) All Committee chairpersons, with the exception of the Executive Committee Chairperson, shall be elected annually by a majority vote of the committee's members. A Board member shall not chair more than one committee.

3.5 Any committee member shall be removed from said committee after:

(a) The committee member fails to attend three consecutive regularly scheduled committee meetings, in person or by telephone, without a valid excuse, the validity of which shall be determined in the sole discretion of the committee's Chairperson;

(b) The committee member requests to be removed;

(c) The LEOs determine that the Board member serving on the committee should be removed from the Board; or

(d) The LEOs determine a non-Board member be removed from the committee.

3.6 A Board member who does not serve on a Committee for three consecutive months shall be automatically removed from the Board.

ARTICLE IV BOARD MEMBERS CONDUCT AND RESPONSIBILITIES

4.1 Members of the Board shall:

(a) Comply with Workforce Connections' By-Laws.

(b) Make a positive contribution to the region's economy by helping shape a workforce development system that meets the demands of employers and job seekers.

(c) Devote a portion of their time and talent to working with other Board members, staff, businesses, public officials, and public and private sector partners to improve the quality of the local workforce development area.

(d) Regularly attend Board and Committee meetings.

(e) Join and participate actively in at least one standing Board committees.

(f) Be prepared for Board meetings by reviewing materials sent in advance of meetings.

(g) Act and vote on strategic interest of Workforce Connections and the Southern Nevada community, rather than the interest of a single constituency.

(h) Observe and understand the role of the Chief Local Elected Officials and Workforce Connections' staff.

(i) Serve as an ambassador of Workforce Connections within the community and among businesses and industry leaders.

(j) Not engage in or facilitate any discriminatory or harassing behavior directed toward other Board members, staff, appointed officers, meeting attendees, exhibitors, advertisers, sponsors, contractors, or others in the context of activities relating to Workforce Connections.

4.2 Board members shall respect the authority of the executive director and not independently direct or assign staff tasks

4.3 Board members shall not be employed or receive direct contracts from Workforce Connections for at least two years after resigning or terminating Board membership.

ARTICLE V MEETINGS

5.1 Open Meeting. All Board and Committee meetings shall be conducted in accordance with Nevada's Open Meeting Law, found in NRS Chapter 241.

5.2 Meetings and Agendas.

(a) Regular meetings: The Board shall meet at least once every quarter throughout the year. If necessary, the Board may meet more frequently. Likewise, the Standing Committees as well as any other Board committees (collectively "Committees"), shall meet at least once every quarter or more frequently as deemed necessary by the Committee's Chairperson or the Board Chairperson.

(b) Special meetings: The Board may hold special meetings from time to time as deemed necessary or appropriate by the Board Chairperson, the LEOs Chairperson, and/or the ED.

(c) Agendas: Agendas for Board meetings, Committees, and LEOs meetings shall be prepared by Staff. All requests to place matters on an agenda along with the needed back-up information to properly agendize an item must be presented to Staff within a reasonable time before the relevant meeting date to facilitate compliance with Nevada's Open Meeting Law. Otherwise, the requested agenda item may not be included on the agenda. The ED shall have the sole discretion to agendize any untimely, late or incomplete request to agendize a matter. Only matters which relate to or affect the business, jurisdiction, or authority of the Board may be placed on the Board's meeting agenda. Likewise, only matters which relate to or affect the business, jurisdiction, or authority of a Committee may be placed on that Committee's meeting agenda.

(d) The following individuals may place a matter onto the Board's agenda:

(i) The LEOs Chairperson;

(ii) The Board Chairperson;

(iii) Any Committee Chairperson, provided the matter the Committee Chairperson wishes to agendize is within the scope of responsibility for the Chairperson's Committee; and/or

(iv) The ED.

(e) The following individuals may place a matter onto one of the Committees' agenda

(i) The LEOs Chairperson;

(ii) The Board Chairperson;

(iii) The Committee's Chairperson; and/or

(iv) The ED.

(f) Any request to place a matter on a meeting's agenda, which is not received in time to place the matter on the upcoming meeting agenda, will result in the matter being placed on the subsequent meeting agenda.

(g) The LEOs control who may place matters onto the LEOs' meeting agendas.

(h) Members shall receive meeting agendas in a reasonable timeframe to comply with the State of Nevada's Open Meeting Law.

5.3 Presiding Officer

(a) The Board: The Board Chairperson shall preside over all Board meetings. In the absence of the Board Chairperson, the Board Vice-Chairperson shall be the presiding officer. In the absence of both the Board Chairperson and Vice-Chairperson, the acting presiding officer shall be: (first) the LEOs' Chairperson; (second) the LEOs' Vice-Chairperson; (third) the most senior LEO; and (fourth) the most senior Board member. When deemed appropriate, even during the presence of the Board's Chairperson and Vice-Chairperson, the Board Chairperson may choose a Board member to serve as temporary Board Chairperson for that specific meeting.

(b) Committees: Committee Chairpersons shall preside over their respective committee meetings. In the absence of a committee's Chairperson, then the presiding officer of that committee meeting shall be the committee's Vice-Chairperson. In the absence of both the committee's Chairperson and Vice-Chairperson, then a temporary Chairperson for that committee meeting shall be chosen by a majority vote of the then present committee members, which shall be conducted by the most senior Board member serving on the committee. When deemed appropriate during a committee meeting, even during the presence of the committee's Chairperson and Vice-Chairperson, the committee's Chairperson may choose a committee member (who is also a Board member) to serve as temporary Chairperson for that committee meeting.

5.4 Parliamentary Authority. Unless otherwise adopted by the Board (Revised) Robert's Rules of Order shall be used to govern all board, council and committee meetings.

5.5 Quorum. For a Board meeting, a quorum shall consist of a simple majority of the Board members. For a committee meeting, a quorum shall consist of a simple majority of the committee members.

ARTICLE VI BOARD AND COMMITTEE OFFICERS

6.1 Officers. The Chairperson and the Vice-Chairperson shall be the only officers of the Board. Each Committee shall have a chairperson and a vice-chairperson who shall be the only officers of each Committee.

(a) Board Chairperson. The Board Chairperson shall only be elected from among the Board members who are part of the "Business in the Local Area" category set forth in 29 U.S.C. § 2832(b)(2)(A)(i). In addition to presiding over Board meetings, the Chairperson shall establish Committees, certify meeting quorums and perform other duties as required by WIA/WIOA.

(b) Board Vice-Chairperson. The Board Vice-Chairperson shall be elected from among any of the appointed Board members. The Board Vice-Chairperson shall fulfill the duties of the Board Chairperson in the absence of the Board Chairperson.

(c) The Committee chairperson and vice-chairperson shall be elected from the Board members who are serving on the respective Committee.

6.2 Elections and Terms of Service

(a) The Board's Chairperson and Vice-Chairperson shall be elected by a majority vote of the Board's members present at the Board meeting when the election is held. Each officer shall serve a term of two-years, which shall begin on July 1st of the election year and end on June 30th two years later. Board elections shall take place during even years.

(b) Each Committee's chairperson and vice chairperson shall be elected by a majority vote of the respective Committee's members present at the Committee meeting when the election is held. Each Committee officer shall serve a term of two years, which shall begin on July 1st of the election year and end on June 30th two years later. Committee elections shall take place immediately after a Committee is formed, and during odd years thereafter.

(c) No officer may serve more than two consecutive terms in the same office. Elections of the Board and Committee's officers shall be complete no later than June 30th of the final year of the officers' term of office; alternatively, if a meeting to conduct the vote in the month of June is impractical, then the vote will be conducted at the next Board meeting before any other business is conducted.

6.3 Election Procedures for Board Officers

(a) Staff will solicit nominations for potential future officers from among the Board members no later than during the month of May immediately before the officers' terms expire. Additionally, Board members who desire to serve as an officer will be presented to the Board for consideration after the Board members desiring to serve have submitted to Staff their names, resumes, and the office in which they desire to serve. Staff will provide information regarding those Board members running for office to each Board member.

(b) The Board will hold a meeting, before the officers' terms expire, where the election of officers will occur. During this meeting, the Board Chairperson will ask the Board members to provide nominations for potential officers. Any qualifying Board member, who is nominated and seconded, will be an officer candidate, unless that Board member does not accept the nomination. Board members will then vote on those members who accept their nominations. The candidate for office who receives the most votes for that office prevails and will serve in that office. In the event qualifying nominated candidate(s) do not exist, then the LEOs Chairperson shall appoint a temporary Board Chairperson and Vice-Chairperson, as needed, who shall serve until a qualified nominated candidate(s) may be elected, which election shall be agendized in each subsequent Board meeting until the officer(s) are elected.

6.4 Election Procedures for Committee Officers

(a) Staff will solicit nominations for potential future officers from among the Board members serving on the respective Committee no later than during the month of May immediately before the officers' terms expire. Additionally, Board members who desire to serve as an officer will be presented to the respective Committee for consideration after the Board members desiring to serve have submitted to Staff their names,

resumes, and the office in which they desire to serve. Staff will provide information regarding those Board members running for office to each respective Committee member.

(b) The respective Committee will hold a meeting, before the officers' terms expire, where the election of officers will occur. During this meeting, the Committee chairperson will ask the Committee members to provide nominations for potential officers. Any qualifying Board member, who is nominated and seconded, will be an officer candidate, unless that Board member does not accept the nomination. The respective Committee members will then vote on those members who accept their nominations. The candidate for office who receives the most votes for that office prevails and will serve in that office. In the event qualifying nominated candidate(s) do not exist, then the Board Chairperson shall appoint a temporary Committee officer, as needed, who shall serve until a qualified nominated candidate(s) may be elected, which election shall be agendaized in each subsequent Committee meeting until the officer(s) are elected.

6.5 Vacancies. The Board shall elect successors to fill the unexpired term of any officer within two months after the office becomes vacant. The Board member who is elected to fill a vacant office shall only serve to the end of the original term for which the vacancy was filled.

6.6 Removal. Officers will be automatically removed from office under the following conditions: (1) by a majority vote of a quorum of Board members; (2) if the Officer does not qualify under WIA to serve as in the office; (3) if the LEOs remove the Officer from the Board, or (4) if the Officer ceases to be a Board member for any reason.

ARTICLE VII AUTHORIZATION TO INCUR DEBT (NOT TO EXCEED \$50,000)

7.1 When necessary to ensure the continued operations and functions of the Board, the ED, or a Staff management member to whom the ED has designated specific authority in writing, may incur debt in the name of the Board for allowable expenditures in accordance with federal, state and local laws, statutes, regulations, and policies, not to exceed \$50,000.00 annually. Whenever finances are expended pursuant to Article VI, Staff will provide the Board a summary and justification of the purchase during the next Board meeting.

ARTICLE VIII LITIGATION

8.1 The Board will maintain its own legal counsel for all matters related to the Board. However, if there is litigation or claims against the Board, then the Board's counsel may, subject to the LEOs approval, also represent the LEOs in a limited capacity with respect to the litigation or claims, because the LEOs' municipalities may ultimately be fiscally responsible to pay any award of damages or settlement resulting from the litigation.

8.2 The LEOs shall have exclusive authority to settle monetary damage claims made against the Board and to direct the ED with respect to how to respond to litigation and claims against the Board. The Board's attorney shall take instruction from the ED regarding litigation and settlement strategy, subject to LEO direction and approval. To avoid waiving the attorney client privilege, litigation shall not be discussed with the Board in Board meetings. Moreover, to preserve the confidential nature of the Board's strategy, litigation shall not be discussed with Board members unless the need arises, e.g. the Board member is a witness.

**ARTICLE IX
REVISIONS AND AMENDMENTS**

9.1 The Board understands and agrees that although the Board has duties and responsibilities to comply with applicable federal and state laws, that pursuant to 29 U.S.C. § 2832(d)(3)(B)(i)(I) and the Organizational Agreements the LEOs respective municipalities are responsible to ensure that WIA/WIOA funds are properly awarded and spent. As such, the Board will be governed in accordance with these By-Laws, which must be approved by the LEOs. If it is ever determined that WIA/WIOA or another applicable law conflicts with these By-Laws, then the WIA/WIOA or applicable law shall be followed.

9.2 These By-Laws supersedes the Board's dated _____. These By-Laws may only be amended by a majority vote of the LEOs during a LEOs Consortium meeting.

LEOs RATIFICATION

These By-Laws having been reviewed and considered by the LEO Consortium during the _____, 2015, LEO Consortium meeting and the LEOs having voted to approve these By-Laws; now therefore, the LEOs present these By-Laws to the Board as having been approved by the LEOs and requests the Board review these By-Laws, and consider them for approval.

Dated this _____ day of _____, 2015

Commissioner Lawrence Weekly, LEO Consortium Chair

BOARD RATIFICATION

These By-Laws were considered and approved by the Board during the Board Meeting held on _____ 2015.

Dated this _____ day of _____, 2015

Workforce Connections Chairperson

Agenda Item 8.

DISCUSSION AND POSSIBLE ACTION:

Review, discuss, accept and refer Southern Nevada Workforce Development Area Chief Local Elected Officials Consortium Agreement to each participating local jurisdiction's governing board for approval

Agenda Item 9. DISCUSSION AND POSSIBLE ACTION:

Review, discuss, accept and approve agreement between the Southern Nevada Workforce Development Area Chief Local Elected Officials Consortium and Workforce Connections (Southern Nevada Workforce Development Board)

Agenda Item 10. INFORMATION:

Strategic Initiatives Update ~ Jaime Cruz, Chief Strategy Officer

Strategic Initiatives Update 4-14-2015

- Implementation of the Workforce Innovation and Opportunity Act (WIOA).
 - Workforce Connections' Implementation Plan is fully in-place and making steady progress.
 - First round of working group meetings took place with statewide stakeholders regarding the new required State Unified Plan: Health and Human Services (TANF), Department of Education (Adult Education & Literacy), DETR (Wagner Peyser and Vocational Rehabilitation) and LWIB's (Youth, Adult and Dislocated Worker).
 - Staff continue to attend WIOA-implementation webinars provided by US DOL.
 - July 1, 2015 – New WIOA provisions take effect.
 - March 3, 2016 – Deadline for submission of new State Combined Plan.
- First phase of implementation of more efficient Eligible Training Provider List (ETPL) process was completed on schedule on February 28. Second phase started March 1 and is scheduled to complete May 31.
- Annual announcement of solicitation of training providers for the ETPL was published in March.
- Staff continues to work with DETR on the implementation of a new Statewide Automated Workforce System (SAWS).
- Mobile One-Stop Pilot Project is progressing on schedule. Interior retrofit has been completed. Exterior wrap is in process and expected to be complete April 10, 2015.
- Concept was developed for potential Youth One-Stop Career Center with focus on Science Technology Engineering & Math (STEM) career exploration. This Center would have strong focus on exposing Youth to skill sets and competencies required in Nevada's targeted industry sectors.

Agenda Item 11. DISCUSSION AND POSSIBLE ACTION:

Accept and approve Executive Director's Report ~ *Ardell Galbreth,*
Executive Director

Executive Director's Report April 14, 2015

Rural Counties Update

- **Nye and Esmeralda Counties**
- Assisting in the hiring efforts for the Holiday Inn Express 105 room hotel on scheduled to open this summer 2015
- “Job Skills Training Day” in partnership with Pahrump Valley Chamber of Commerce planned for April 2015

- **Lincoln County**
- Employers outreach efforts are underway for youth summer work experience—last year was a great success
- Two WIA participants completed CDL training and are employed full-time

Highlighted Workforce Initiatives

- The One-Stop Career Center Healthcare Hiring Event on March 25th was a great success
- Staff support continued strategic planning is underway in preparation of implementing the Workforce Innovation and Opportunity Act (WIOA)
 - Several proposals were received this week (April 7th) for the WIOA One-Stop Affiliate Sites for service delivery throughout the Southern Nevada Workforce Development Area (North Las Vegas, East Las Vegas, Henderson/Boulder City and West Las Vegas)
 - An RFP solicitation was also released to secure a WIOA One-Stop Career Center Operator and bids are due April 14th

Staff Development and Service Providers Training

- Scheduling customer service training to improve delivery of client services
- On-going WIOA staff training shall take place routinely throughout the next year or two

Workforce Innovation and Opportunity Act Implementation

- Pressing forward with initial implementation of WIOA
- New draft DOL policies and compliance procedures have been released for public comment in preparation to meet WIOA implementation deadlines
- Workforce Connections Board By-laws are scheduled for review and revision in accordance with WIOA

Agenda Item 12. SECOND PUBLIC COMMENT:

Members of the public may now comment on any matter or topic, which is relevant to or within the authority or 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 state your address for the record. Each comment will be limited to three (3) minutes

Agenda Item 13. INFORMATION:

LEO Consortium member comments