

# **BROOME TIOGA WORKFORCE DEVELOPMENT BOARD BY-LAWS**

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## **ARTICLE I – NAME**

The name of the organization shall be the Broome-Tioga Workforce Development Board, hereinafter referred to as the “Board”.

## **ARTICLE II – AUTHORIZATION**

Broome County and Tioga County shall authorize the Board under regulations defined in the Workforce Innovation and Opportunity Act of 2014 and the Local Elected Officials Agreement for the Broome Tioga Workforce Development Area.

## **ARTICLE III – VISION, MISSION AND GOALS**

**Vision:** To design a system for today to develop the workforce of tomorrow.

**Mission:** To meet the current and emerging labor needs of Broome and Tioga Counties.

**Goals:** As defined in the Workforce Innovation and Opportunity Act of 2014

“Provide workforce investment activities, through state and local workforce Development systems, that increase the employment, retention, and earnings of participants, and increase occupational skill attainment by participants, and, as a result, improve the quality of the workforce, reduce welfare dependency, and increase the competitiveness of the Nation.” \*

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## ARTICLE IV – PURPOSES

The purposes of the Board shall include, but not be limited to:

- (a) Increase the involvement of the private sector in the planning, development, and implementation of publicly funded workforce development programs;
- (b) Strengthen the relationship between publicly funded workforce development programs and local economic development agencies;
- (c) Provide a forum for creative problem solving of local workforce development issues;
- (d) Provide rapid response to the needs of local businesses and job seekers;
- (e) Integrate planning of multiple public funding sources for workforce development activities to maximize effectiveness and return on investment;
- (f) Research local employment needs (both short and long-term) of the private and public sectors; and
- (g) Contribute to the general welfare and prosperity of Broome and Tioga Counties.

## ARTICLE V - FUNDING

1. **Board Expenses:** Funding for basic operations and Board programs is available from various Partners and the Counties of Broome and Tioga.
2. **Alternative Programs:** The Board may participate in mutually beneficial programs which are entirely or jointly funded by other public sector agencies, institutions, or corporations.
3. **Alternative Funding Sources:** The Board may accept funds from public or private sector agencies, institutions, or corporations. These funds may be used for any purpose consistent with the purposes of the Board and with the provisions of the Workforce Investment Act.

## ARTICLE VI – EXECUTIVE DIRECTOR

1. **Appointment:** The Chief Elected Officials in Broome County shall appoint an Executive Director who shall attend all Board meetings and serve as staff to the Board.
2. **Duties:** The duties of the Executive Director shall include, but are not limited to the following:
  - (a) To provide support to the Chair of the Board.

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- (b) To ensure full Board membership in compliance with the Local Elected Official Agreement.
  - (c) To ensure a wide array of private sector involvement in compliance with federal regulations.
  - (d) To assist the Board in accessing funds for system activities as identified by the Board Committees; to monitor grant- writing and to administrate grants.
  - (e) To serve as liaison between the Partners' Table and the Board.
  - (f) To serve as liaison between the Board and other local entities.
  - (g) To promote communication between committees and the Board and between Board Members.
  - (h) To direct media relations.
3. **Compensation:** Under terms agreed upon by the County Executive and the Legislatures the Executive Director will be compensated for his/her services.

**ARTICLE VII – BOARD MEMBERS**

- 1. **Appointments:** The Chief Local Elected Official in each county shall appoint the Board members in accordance with the Workforce Innovation and Opportunity Act of 2014.
- 2. **Term of Office:** Board members shall be appointed to a staggered 1 to 3 year term or as stated in the respective County's resolution approving membership. And may be re-appointed for additional terms.
- 3. **Removal of Members:** At any meeting of the Board, upon written notice to the members, any member may be removed from membership, with just cause, by vote of two-thirds of the entire Board present & voting.
- 4. **Attendance:** Three (3) consecutive unexcused absences from regularly scheduled Board meetings shall constitute just cause for removal from the Board. The Executive Director will monitor ongoing attendance of all Board members.
- 5. **Committee Participation:** Board members shall be encouraged to serve on at least one of the committees described in Article IX of these by-laws. Board members may also participate on ad hoc or special committees as may be deemed necessary.
- 6. **Resignation:** A member may resign at any time by giving written notice to the Board Chair.

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7. **Disclosure:** Board members may be required to submit disclosure statements as required by each county.

## **ARTICLE VIII – OFFICERS**

1. **Election Process and Term:** - Officers shall be elected by a majority vote of those present at the Annual Meeting of the Board and shall serve for one –year and until their successors are elected and qualified. The Board Officers shall be defined as the Chair and First Vice-Chair.
2. **Private Sector Representation:** The Board shall elect a chairperson for the Board from among the private sector members as described in WIOA Section. 107(b)(2).
3. **Duties of the Chair:** The Chair shall be the Chief Executive Officer of the Board and shall provide guidance to the staff; represent the Board to other organizations and the public; preside over meetings of the Board and the Executive Committee; and appoint committees as required.
4. **Duties of the First Vice-Chair:** Shall perform the duties of the Chair in his/her absence and shall perform other duties as delegated by the Chair.
5. **Removal of Officers:** At any meeting of the Board, upon written notice to the members, any Officer may be removed, with just cause, by vote of two-thirds of the entire Board present and voting.
6. **Resignations:** In the event of the resignation by a Board Officer, an election will be held at the next scheduled meeting of the Board to fill the vacancy.

## **ARTICLE IX – COMMITTEES**

**Executive Committee:** The Executive Committee shall be comprised of Board members, including all Board Officers. The Chair shall appoint other Board members to the Executive Committee, provided that a majority of the Executive Committee will be private sector representatives.

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The Chair of the full Board will also be the Chair of the Executive Committee. The Executive Committee shall coordinate regional workforce development strategies under the direction of the full Board, shall have the authority to act on behalf of the Board between meetings and shall report such necessary activities at the next regular meeting of the Board. A majority of the members of the Executive Committee shall constitute a quorum, provided that at least one member is present from each county.

**Special Committees:** The Chair may also appoint special committees and ad hoc committees as needed. Members of special committees can include non-Board members. These committees may include:

Strategic Initiatives Committee>

1. Review short and long term goals
2. Prepare recommendations to board for policies and strategies
3. Prepare recommendations to promote the workforce development system
4. Coordinate efforts around workforce Development Board strategies and goals

## **ARTICLE XI – MEETINGS**

1. **Full Board Meetings:** The Board shall conduct meetings quarterly, at a minimum, or as needed, at such time, date, and place as fixed by the Board.
2. **Annual Meeting:** The Board shall conduct an annual meeting. At such meeting, officers shall be elected and committees appointed.
3. **Executive Committee Meetings:** The Executive Committee shall meet quarterly, or as needed, at such time, date and place as fixed by the committee.
4. **Special Meetings:** May be called at any time by the Chair. Ten (10) calendar days' advance notice of the meeting date shall be given the members.
5. **Quorum and Voting:** A majority of the appointed members (51%) shall constitute a Quorum for the transaction of business at any regular or special meeting of the Board and a majority of those in attendance shall be required for the passage of any resolution. Once a Quorum

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is established, it shall not be broken by the subsequent withdrawal or abstention of a member.

6. **Order of Business:** The order of business at all regular and special meetings of the Board shall be as follows:
  - Roll Call
  - Approval of Minutes of the Preceding Meeting
  - Action Items Requiring Board Motion
  - Chair’s Report
  - Staff Reports
  - Committee Reports
  - Old and Unfinished Business
  - New Business
  - Adjournment
  
7. **Public Notice:** All board meetings shall be open to the public; the Executive Committee may move to executive session to discuss personnel, status of negotiations, or other topics consistent with federal and State law.
  
8. **Postponement or cancellation:** Any postponement or cancellation of meetings due to inclement weather or unforeseen circumstances as determined by the Chairperson or their designee shall be communicated to Board Members and the public as soon as practicable. In the event that a physical meeting cannot be convened, a full Board Meeting held by any other means (e.g. through Zoom, Teams or WebEx) shall constitute a valid Board Meeting as long as public notice is placed.

## **ARTICLE XII – CONFLICT OF INTEREST**

Any Board member who also serves as an officer, member, or employee of a business, organization, etc., submitting a proposal for funding administered by the Workforce Investment Board, or who has a member of his or her immediate family serving in such a capacity, shall identify that relationship and shall abstain from voting in regards to that proposal or any other matter which would provide direct financial benefit to that member or that member’s business or organization.

## **ARTICLE XIII - AMENDMENTS**

These By-laws may be amended, repealed, or altered in whole or in part by a majority vote of the Board's membership in attendance at any duly constituted regular or special meeting of the

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Board. Changes in by-laws shall become effective immediately unless specifically provided otherwise by the Board.

**ARTICLE XIV – INDEMNIFICATION OF BOARD OFFICERS AND MEMBERS**

Any and every person made party to any action, suit, or proceeding who has acted in good faith shall be indemnified by Broome County or Tioga County (depending on county affiliation, Regional representatives shall be indemnified by Broome County), to the full extent permitted by law, against any and all reasonable expenses, including attorney's fees, actually, and necessarily incurred in conjunction with the defense of such action or in conjunction with any appeal therein, except in relation to matters as to which it shall be judged that such action, suit or proceeding that such Board Member or Officer has breached his or her duty to the Board.

**ARTICLE XV - RULES OF ORDER**

*Items not included in these By-laws shall conform to Robert's Rules of Order (latest edition).*

**This constitutes the Bylaws of the Broome-Tioga Workforce **Development** Board**