

**BYLAWS of the
SEATTLE-KING COUNTY LOCAL WORKFORCE DEVELOPMENT BOARD**

ARTICLE 1. Name

- 1.01 These bylaws pertain to the board known as the Seattle King County Local Workforce Development Board, hereafter in this document as “LWDB” as identified in the Workforce Innovation and Opportunity Act (WIOA), Public Law 113-128, July 22, 2014, sec.107(a).
- 1.02 The geographical region to be served by the LWDB shall be the City of Seattle, and King County and the labor market areas contained therein.

ARTICLE 2. Authority

- 2.01 The LWDB is organized in accordance with the Federal Workforce Innovation and Opportunity Act of 2014, hereinafter referred to as “WIOA”, pursuant to Section 107(c) and (d).

ARTICLE 3. Definitions

- 3.01 WIOA is the Workforce Innovation Opportunity Act.
- 3.02 The LWDB is the “local board” for the Seattle-King County area, insofar as the term “local board” is used in WIOA.
- 3.03 “Chief local elected officials”, insofar as that term is used in WIOA, are (1) the County Executive of King County and (2) the Mayor of the City of Seattle. (hereinafter CLEOs).
- 3.04 Designation Agreement” is the agreement, and any subsequent amendments thereto, between the fiscal agent and King County and the City of Seattle regarding WIOA monies and the usage thereof, in accordance with Section 107(d)(12)(B) of the law.
- 3.05 “Local fiscal agent” is the designee receiving and administering the WIOA monies, as dictated under the Designee Agreement (see also 20 CFR § 679.420)

ARTICLE 4. Purpose and Vision

- 4.01 As per 20 CFR § 679.300, the vision for the local LWDB is to serve as a strategic leader and convener of local workforce development system stakeholders. The local LWDB partners with employers and the workforce development system to develop policies and investments that support public workforce system strategies, the development of effective approaches including sector partnerships and career pathways, and high quality, customer centered service delivery and service delivery approaches;

4.02 The purpose of the Local LWDB is to –

- a. Provide strategic and operational oversight in collaboration with the required and additional partners and workforce stakeholders to help develop a comprehensive and high-quality workforce development system in the local area and larger planning region;
- b. Assist in the achievement of the State’s strategic and operational vision and goals as outlined in the Unified State Plan or Combined State Plan; and
- c. Maximize and continue to improve the equitable quality of services, customer satisfaction, effectiveness of the services provided.
- d. Otherwise carry out the roles and duties of a “local board” under WIOA.

ARTICLE 5. Duties

5.01 The LWDB is to partner with Chief Local Elected Officials, in strategic planning, oversight, and evaluation of the local workforce development area, and shall promote effective outcomes consistent with statewide goals, objectives, and negotiated local performance.

5.02 The duties of the LWDB shall be to carry out the duties established under WIOA for local workforce development boards in accordance with the WIOA Sec. 107(d) and associated federal regulations including, but not limited to:

- a. In partnership with the CLEOs, convene local workforce development system stakeholders to assist in the development of the local plan under § 679.550 and in identifying non-Federal expertise and resources to leverage support for workforce development activities.
- b. Conduct research and regional labor market analysis related to the workforce needs of the regional economy and other areas of research and analysis as the LWDB after receiving input from a wide array of stakeholders determines to be necessary to carry out its functions;
- c. Lead efforts to engage with a diverse range of employers in the region in order to ensure that the workforce development system meets employer needs and foster employer use of the workforce development system,
- d. Negotiate local performance measures with the CLEOs and the Governor;
- e. Develop a budget for the activities of the LWDB with approval of the CLEOs and consistent with the local workforce development plan and the duties of the LWDB under section 107(d);
- f. If and to the extent designated by the CLEOs, conduct oversight, in partnership with the CLEOs, of the use and management of WIOA funds,

including ensuring the appropriate management and investment of funds to maximize performance outcomes under WIOA section 116;

- g. Negotiate with the CLEOs and required partners on the methods for funding the infrastructure costs of WorkSource System in the local workforce development area in accordance with 20 CFR § 678.715. Under the local mechanism, local partners can contribute amounts more than the limitations contained under the State funded infrastructure mechanism at sec. 121(h)(2)(D)(ii) of WIOA;
- h. Select operators of the local WorkSource system, select providers of training and career services, and conduct oversight of local WIOA programs;
- i. In collaboration with secondary and postsecondary education programs, lead efforts in Seattle/King County to develop and implement career pathways and programs of study within the local workforce development area;
- j. Develop strategies for using technology to maximize the accessibility and effectiveness of the local workforce development system for employers, workers and job seekers.
- k. The LWDB shall hire a director pursuant Section 107(f)(1)(2) to carry out the functions of the LWDB, and shall apply a set of objective qualifications for this position that ensures the individual selected has the requisite knowledge, skills, and abilities, to meet identified benchmarks, and to assist in effectively carrying out the functions of the LWDB.

5.03 In addition to the duties above, required by WIOA, the LWDB shall make decisions about how funds that can leverage WIOA funds shall be invested. This shall include any funds received by the fiscal agent and any grant requests made from the fiscal agent.

5.04 All of the duties described in 5.02 through 5.03 above are to be performed by the full LWDB, not any committee or subgroup of the LWDB. Specifically, only the full LWDB may approve the local plan, approve the WIOA budget and use of funds leveraging WIOA, negotiate performance measures, and approve the granting of WIOA dollars.

5.05 The duties of the LWDB do not include, and the LWDB is not responsible for, the roles outlined in WIOA § 679.420, which are the functions of the local fiscal agent. In accordance with § 679.430, if the LWDB chooses to use staff from the fiscal agent as LWDB staff, the LWDB must enter into a written agreement with the fiscal agent and chief elected official(s) to clarify their roles and responsibilities while demonstrating compliance with WIOA and corresponding regulations. This agreement must be signed as soon thereafter following the enactment of these bylaws.

5.06 To ensure the separation between the roles of the fiscal agent and the LWDB, no more than one quarter of LWDB members may serve on the board of directors of

the entity that serves as the fiscal agent. The board of the fiscal agent may take on the fiduciary responsibility for funds other than WIOA, so long as such funds are coordinated with the WIOA funds.

ARTICLE 6. Methods

6.01 The LWDB shall perform all duties in accordance with these methods:

- a. *Convener* – Bring together business, labor, education, and economic development to focus on community workforce issues.
- b. *Workforce Analysis* – Develop, disseminate and understand current local and regional labor market and economic information and trends.
- c. *Broker* – Bring together systems to solve common problems, and broker new relationships with businesses and workers.
- d. *Community Voice* – Embed the experience and perspective of community members impacted by the workforce system throughout the decision-making process of determining workforce policy and funding.
- e. *Capacity Builder* – Enhance Seattle-King County’s ability to meet the workforce needs of local employers with local talent pipelines, especially from populations who are under-represented in the region’s workforce.

ARTICLE 7. Composition

7.01 The members of the LWDB are selected by the chief local elected officials and shall conform to all requirements of the WIOA 107(b)(2), including, but not limited to:

- a. *Business Representatives* – At least the majority (51%) of LWDB membership must be representatives of business in the local area. The business representatives shall include owners of businesses, chief executives or operating officers of business or other business executives, including small businesses, business organizations, or human resources executives with optimum policymaking or hiring authority that provide employment opportunities in in-demand sectors or occupations as defined in WIOA. At least two members must represent small business as defined by the U.S. Small Business Administration. Efforts will be made to include broad representation of businesses throughout the City/County, consisting of both large and small employers. Business representatives are appointed from among individuals nominated by local business organizations and business trade associations.
- b. *Workforce Representatives* – At least twenty percent (20%) of LWDB members must be workforce representatives. At least two or more members must be representatives of labor organizations nominated by local labor federations. At least one member must be a representative of a joint-labor management or union-affiliated registered apprenticeship programs.
- c. *Education Partners* – The LWDB must include one representative from each of the following (i) an eligible training provider administering adult education and literacy activities under WIOA title II (ii) an institution of

higher education providing workforce investment activities, including community colleges. Each of these representatives must be nominated from among these entities.

- d. *Governmental and economic and community development entities.* The LWDB must include at least one representative from each of the following:
 - i. Economic and community development entities
 - ii. Washington Employment Security Department
 - iii. Washington Department of Vocational Rehabilitation
- e. Membership may include other individuals or representatives of entities as the CLEOs, in partnership with the LWDB, may determine to be appropriate. A single member of the LWDB may be appointed as a representative of more than one entity on the LWDB if the individual meets all the criteria for representation in accordance with WIOA.

ARTICLE 8. Terms

- 8.01 Each member shall be appointed for a two-year regular term, unless specified for a different term by Chief Local Elected Officials. The number of maximum terms is to be determined by the Chief Elected Officials at the time of appointment, and no member may repeat more than four terms.
- 8.02 Any vacancy in the membership shall be filled in the same manner as the original appointment, and the replacement member shall serve until the end of the regular term of the vacancy.
- 8.03 A LWDB member in good standing must demonstrate, through regular participation in LWDB meetings, Standing Committees, and/or special committees/initiatives, that they are able to fulfill the obligations of LWDB service. Absence of a member from three (3) consecutive LWDB meetings may cause termination of that member's appointment unless they have otherwise fulfilled the obligations of LWDB service.
- 8.04 A member may also be removed for cause by the chief elected officials. In such a circumstance, the CLEO will appoint the replacement to fulfill the remaining time of that member's term.
- 8.05 Any member may resign by submitting a written notice to the Chair.
- 8.06 All members shall serve on a voluntary, non-salaried basis. The LWDB may adopt policies for reimbursement of expenses such as parking.
- 8.07 Each voting member shall be entitled to one vote.

ARTICLE 9. Appointments

- 9.01 The CLEOs shall make appointments of voting members, in accordance with 107(c)(B)(i)(I).

- 9.02 CLEOS will appoint non-voting members to directly represent them on the LWDB in their absence.
- 9.03 LWDB vacancies shall be posted on the LWDB 's website for a minimum of 30 days to receive nominations. The vacancy notice shall contain a description of the organizational requirement the vacancy fulfills, as well as any additional nomination requirements.
- 9.04 Nominations are forwarded to the Systems Alignment Committee for review and recommendation to the CLEOs. Should the CLEOs agree to advance the nominee, representatives of the CLEOs and the Chair or designee shall meet with the candidate to explain the LWDB 's role and responsibilities and confirm that the appointment will be in accordance with WIOA and criteria established by Washington State. Upon approval of the appointment by the CLEOs, written notification of the appointment and terms shall be forwarded to the nominee.

ARTICLE 10 Conduct of Meetings

- 10.01 The LWDB officers or the CLEOs may call special meetings of the LWDB for any purpose. The purpose of the special meeting shall provide to the LWDB members, with a minimum of three (3) business days' notice, except in matters requiring immediate action in which case 24 hours' notice shall be given.
- 10.02 Written notice of each regular board meeting shall be delivered by electronic mail, personally, mailed, or delivered electronically to each member at the e-mail or address shown on the records of the LWDB at least seven (7) days before the meeting. Electronic mail shall be the preferred method of providing notice of LWDB meetings. An agenda of business expected to be transacted shall be specified in the notice, except that this requirement shall not prevent the LWDB from transacting other business at the meeting.
- 10.03 No member of the LWDB may vote on a matter brought before the LWDB by assignment or proxy. Participation and voting may occur by telephone or electronically in any LWDB meeting. A majority of the members present shall be required for adopting any resolution or motion.
- 10.04 At least 50 percent of the voting members of the LWDB shall constitute a quorum of the LWDB. The LWDB Chair may vote.
- 10.05 All meetings of the full LWDB shall be open to the public in accordance with (section 107(e) of WIOA) and the Washington State Open Public Meetings Act (OPMA) – RCW 42.30. Executive session, closed to the public, may be called during board or committee meetings to discuss personnel matters or otherwise in compliance with the OPMA. Chief local elected officials, and their

representatives, may not be excluded from any meeting of the LWDB or committee meetings of the LWDB. If a committee of the LWDB is comprised of a majority of LWDB members, that committee shall be open and comply with the notice requirements under 10.02 .

- 10.06 LWDB members may also meet informally among themselves, and with WIB staff, or CLEO representatives on matters not subject to full LWDB or committee approval, provided that any discussions pertinent to decisions of the LWDB are reported at a committee meeting or meeting of the full LWDB and become part minutes and public record.
- 10.07 To ensure transparency of LWDB decisions, a calendar of all LWDB committee meetings shall be posted on an external website with notice of meetings at least 5 days before the meeting and minutes shall be posted on an external website no later than 7 days after the meeting.
- 10.8 An annual meeting of the LWDB shall be held each year during the month of June for the purpose of electing officers and transacting such other business as may come before the LWDB.
- 10.9 Robert's Rules of Order shall govern the conduct of the meetings of the LWDB in all cases to which they are applicable and in which they do not conflict with these Bylaws and any special rules of order the LWDB may adopt.

ARTICLE 11. Officers & Elections of Officers

- 11.01 The officers of the LWDB shall be a Chair, one Vice Chair, one Secretary, and one Treasurer.
- 11.02 Officers should be elected by the full LWDB. Election of officers shall take place before July 1 of each year.
- 11.03 The nomination process for officers shall be transparent and the elections shall be competitive.
 - a. A nominating committee shall be formed to determine the elections process. The nominating committee shall consist of the CLEO representatives and board members not running for office.
 - b. A list of all individuals nominated for officer roles and willing to compete for the role shall be sent to the board 30 days in advance of elections.
- 11.04 The term of all offices shall be two (2) years beginning on the first day of July and shall end on the last day of June. Each officer shall continue to hold that

office until a replacement officer is elected. Any vacancy in an elected office shall be filled by election at the next regular meeting for the remainder of the unexpired term. Officers may not serve more than two (2) consecutive full terms in the same office.

11.05 The Chair shall be elected by the LWDB from among the business representative members as required by 20 CFR 679.330.

11.06 Duties of Officers.

- a. *Chair.* The Chair shall preside at LWDB meetings, shall serve as the chief spokesperson and signatory for the WIB, shall designate committees in consultation with the LWDB, in addition to the standing committees described herein, as necessary to fulfill its duties. The Chair shall appoint members to serve on these committees. The Chair may sign contracts, agreements, or other instruments that the LWDB has authority to be executed. The Chair shall serve as the LWDB's principal contact for the CLEOs and the fiscal agent on decisions and priorities established by the LWDB. The Chair shall delegate such duties and responsibilities to the Vice Chair as appropriate. The Chair may not also serve on the board of directors of the fiscal agent.
- b. *Vice Chair.* In the absence of the Chair, the delegation of specific functions to the Vice Chair, or in the event of the Chair's inability to act, the Vice Chair shall perform all the duties of the Chair, and when so acting shall have all the powers of, and be subject to all the restrictions on, the Chair. The Vice Chair may perform other duties as designated by the LWDB.
- c. *Secretary.* The Secretary shall ensure that all notices are duly given in accordance with the provisions of these Bylaws or as required by law, minutes of meetings of the LWDB and Standing Committees are maintained and establish methods for communicating LWDB policies and decisions for public review and comment. The Secretary may also establish additional external communication priorities to engage and inform the public of the LWDB's mission and work.
- d. *Treasurer.* The Treasurer shall maintain an account of all funds received by the LWDB, including WIOA and other federal/local grants and philanthropic funds received by the fiscal agent, and render to the Chair, members and CLEOs, whenever requested, an account of any or all transactions as Treasurer and of the financial ability of the LWDB to meet its strategic priorities. The Treasurer shall also be the chief spokesperson for the LWDB with funders on the LWDB's funding priorities and outcomes. The Treasurer shall prepare or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports.

ARTICLE 12. Committees

12.01 The purpose of the committees of the LWDB is to fulfill the functions required of the WIB under WIOA, and to do so in partnership with workforce development stakeholders not represented on the LWDB.

12.02 As a part of its convening function, the LWDB may identify stakeholders with expertise that can help to carry out the functions of the LWDB via standing committees. Standing committees must be chaired by a member of the Local LWDB , may include other members of the LWDB, and must include other individuals appointed by the Local LWDB who are not members of the Local LWDB and who have demonstrated experience and expertise in accordance with §679.340(b) and as determined by the Local LWDB . Each member is expected to participate in at least one committee.

12.03 Each committee, standing or other, shall have a Committee Chair who may serve no more than one two-year term. Committee chairs shall be LWDB members, elected by the full LWDB.

12.04 Required committees of the LWDB will include:

- a. *Systems Alignment Committee.* This committee shall fill the role of bringing together committee work to present to the full LWDB. This committee will be responsible for:
 - i. Development of the local plan, updates to the plan, and tracking implementation.
 - ii. Overseeing the work of all committees, except the community advisory committee described below.
 - iii. Setting the agenda for full LWDB meetings.
 - iv. Coordinating with philanthropic and public funders, including other government agencies, to identify funding to help execute the local plan and strategic plan and to fund innovation.

Committee membership shall include a minimum of seven (7) LWDB members and consist of all LWDB officers and Committee Chairs of all committees except the community advisory committee. The LWDB Chair will chair this committee. Committee membership shall also include at least one member from each standing committee who is not a member of the LWDB, with the exception of the community advisory committee. At least one half of the members of the systems alignment committee but no more than two-thirds of the members shall be LWDB members. No more than one half of this committee may also serve on any board for the fiscal agent, if there is a board for the fiscal agent.

- b. *Racial Equity Committee.* This committee shall fill the role of tracking progress toward racial equity and advancing anti-racist policies within the workforce system. Committee membership shall consist of a majority of LWDB members. As a part of its functions, the racial equity committee shall:

- i. develop and update the racial equity policy for the LWDB
- ii. assess how all committees and conduct of the board advance the racial equity policy
- iii. provide analysis of what communities are underserved, and determining the ability of the system to address their needs
- iv. promote the transparency of data around racial equity in funding and outcomes across the workforce system
- v. develop and/or select trainings for LWDB members and LWDB staff

c. *Community Advisory Committee.* The Community Advisory Committee works to include and organize the voices and experiences of the economically disenfranchised in King County. The Community Advisory Committee takes lead responsibility for involvement of community and integrating feedback into the work of WDC and agency partners. The Community Advisory Committee ensures program operations, policies, and resources of the LWDB and partner agencies are responsive to community needs. The Community Advisory Committee works in partnership with the full Workforce Investment Board and will provide input and make recommendations on decisions undertaken by the LWDB, including but not limited to:

- i. Policies of the LWDB to be put out for public comment
- ii. The process for recruiting and hiring senior leadership of the WIB staff
- iii. The process for the selection of grantees of WIOA funding
- iv. The process for selecting operators of the local WorkSource system, select providers of training and career services, and conduct oversight of local WIOA programs

At least sixty percent of individuals on this committee will be people who are current or past recipients of employment and training services funded by the sub-recipient within the past three years. The remaining members will be representatives of the local community who are familiar with resources and services for low-income individuals and families. The Chair of the Community Advisory Committee will be appointed to the LWDB and at least one other member of the WIB will be a non-voting member of the Community Advisory Committee.

Elements of the structure of the Community Advisory Committee not included in these bylaws will be determined by CLEOs in consultation with the WIB. The structure of the community advisory committee will be revisited within one year of the finalization of these bylaws.

- 12.05 In addition to the required committees above, the LWDB shall develop a committee structure that effectively carries out the duties of the LWDB as defined under WIOA. In particular the committee structure must ensure that performance accountability, career pathway development and implementation, engagement with employers, and needs of vulnerable populations are functions addressed through work of standing committees.
- 12.06 Each standing committee shall have a charter that details membership and responsibilities of the committee. Committee duties and membership requirements not addressed in these bylaws and included in committee charters will be determined by the Chair in consultation with the LWDB. All charters will be reviewed by the Racial Equity Committee for assessment as to how the committee can incorporate racial equity goals.
- 12.07 The Chair, CLEOs, and/or the Systems Alignment Committee, may convene special committees as necessary, in collaboration with the LWDB. Appointments of these special committees may be made from among the current members and if appropriate, from outside sources to ensure needed expertise; such members shall enjoy all the rights of committee membership.
- 12.08 With exception of the Community Advisory Committee, a quorum for the purposes of committees shall consist of one third of the appointed committee members present.

ARTICLE 13. Standards of Conduct; Prohibitions

- 13.01 Members of the LWDB shall comply with the Conflict of Interest Code approved by the CLEOs.
- a. A conflict of interest exists if it is reasonably foreseeable that the outcome of participating in a governmental decision will have a material impact on a LWDB member's economic interest which is distinguishable from the public generally.
 - b. Participation in a governmental decision includes voting on a matter (including recommendations), appointing a person, obligating or committing the LWDB to a course of action, negotiating agreements, influencing a decision and otherwise exercising judgment in making a decision.
 - c. Each member is responsible for determining whether any potential or actual conflict of interest exists or arises for him/herself during tenure on the LWDB and/or standing committee.
 - d. Any member with a potential or actual conflict of interest shall comply with applicable law, including requirements for public disclosure and recusal.

ARTICLE 14. Amendments of Bylaws

14.01 These Bylaws may be amended by the CLEOs at any time. Alternatively, at any regular meeting of the LWDB, the LWDB may, by majority vote, propose bylaw amendments to be approved by CLEOs.

14.02 An amendment to the Bylaws shall take effect immediately upon its adoption unless an alternative effective date is otherwise addressed in the amended Bylaws. The foregoing Bylaws were adopted by the City of Seattle and King County on

ARTICLE 15. Signatures

15.01 By signing these Bylaws, each local elected official certifies that his or her signature has been duly authorized by official action of their governmental body. The Bylaws may be executed in one or more counterparts, each of which, when combined with all other counterparts, will constitute a completely executed agreement.

IN WITNESS THEREOF, the duly authorized CLEO have executed these bylaws as of the dates set forth below:

For King County:



6/18/2019

King County Executive Dow Constantine

Date

For the City of Seattle:



6/20/2019

Mayor Jenny A. Durkan

Date