CITY OF DETROIT
WORKFORCE DEVELOPMENT BOARD
707 WEST MILWAUKEE AVENUE
DETROIT, MICHIGAN 48202

OFFICIAL BY-LAWS

OF THE

Detroit Workforce Development Board
Revised and Adopted

July 26, 2004

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MAYOR
CITY OF DETROIT

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CHAIRPERSON
WORKFORCE DEVELOPMENT BOARD

BY-LAWS

WORKFORCE DEVELOPMENT BOARD
DETROIT, MICHIGAN

MISSION STATEMENT

The Mission of the Detroit Workforce Development Board is to create a workforce development system that allows job seekers the opportunity to attain employment and training that leads to economic self-sufficiency, and helps employers find qualified employees quickly and efficiently.

ARTICLE I - NAME AND LOCATION

SECTION 1. The name of this organization shall be the Detroit Workforce Development Board, hereinafter referred to in these By-Laws as the Board.

SECTION 2. The official location of the Board shall be c/o Detroit Workforce Development Department, 707 W. Milwaukee Avenue, Detroit, Michigan 48202.

ARTICLE II- PURPOSE

SECTION 1. The Board takes its purpose from Section 2 of the Job Training Partnership Act (29 USC 801 et seq., P.L. 97-300, 96 Stat. 1322), hereinafter called the Act, and Department of Labor rules and regulations pursuant thereto promulgated in the Federal Register, 47 FR 58492, December 30, 1982, as 20 CFR, Part 626, amended by the Job Training Reform Act of 1992, and Section 660.100 of the Workforce Investment Act (WIA) *(20 USC 9276 (C), Public Law 105-220–August 7, 1998 112 Stat. 936)* hereinafter called the Act, and Department of Labor Rules and regulations pursuant thereto promulgated in the Federal Register *as 20 CFR Part 652, et al., April 15, 1999* and the Governor's Executive orders and policies issued by the Michigan Department of Labor and Economic Growth establishing Workforce Development Boards. The WIA reforms federal job training programs and creates a new, comprehensive workforce development system.

The Board is committed to: (1) ensuring that employers have the skilled workers they need to compete in a global economy; (2) overseeing the effective coordination of education, employment, training and related services to achieve accountability as judged by performance-related measures to foster economic expansion for the City of Detroit; and (3) implementing a comprehensive workforce development strategy to prepare youth and adults for jobs and careers in the competitive labor market.

ARTICLE III - FUNCTIONS

SECTION 1. The Board shall provide policy guidance for, and exercise oversight with respect to, activities under the workforce development plan for its Service Delivery Area, hereinafter referred to as the Michigan Works! Area (MWA), in partnership with the City of Detroit.

Shall be responsible for the allocation of funds in accordance with various federal and state regulations. It shall determine procedures for the development of the workforce development plan, and enter into agreements and/or contracts to implement such plan. In the execution of its functions, the Board:

May hire staff, as required;

May solicit and accept contributions and grant funds (from other public and private sources);

Shall select grant recipients and entities to prepare and administer the workforce development training programs;

Shall provide oversight of the programs conducted under the workforce development plan and programs under the control of the Board in accordance with procedures established by the Board; oversight, for purposes of this section, shall mean developing strategies for reviewing, monitoring, and evaluating their implementation;

Shall, in accordance with the workforce development plan, prepare and approve a budget for itself.

SECTION 2. The Board in partnership with the CEO (Mayor):

(1) Develop the five-year local workforce development plan (Local Plan) and conduct oversight of the One-Stop system, youth activities and employment and training activities under title I of WIA;

(2) Select a One-stop operator(s) to facilitate and operate centers;

(3) Establish standing and ad hoc committees to further the activities of the board;

(4) Identify the entity or entities that will administer the program and be the grant recipients of funds from the State;

(5) Identify the entities which will, in conjunction with the Board, provide for the preparation of the Workforce Development Plan and describe the services to be provided, maintain a list of eligible providers with performance and cost information as required;

(6) Conduct business surveys to determine employer hiring plans and training needs;

(7) Recommend model programs;

(8) Review and approve occupations and skill levels for training;

(9) Carry out such other functions, powers and duties as are necessary to fulfill its obligations under the WIA Regulations and State policy;

(10) In addition to WIA funded programs, plan, promote, recommend to the CEO and/or implement a workforce development policy for all job seekers and employer customers in the Michigan Works! Area.

SECTION 3. The Board shall exercise the following responsibilities:

(1) Securing and negotiating the cooperative agreement with the CEO

(2) Final approval of Executive Committee's recommendations;

(3) Evaluation of prior fiscal year activities;

(4) Approval of annual and long range goals and objectives for the coming year; and directions for the future;

(5) Review of proposals;

(6) Approval of the Workforce Development Plan for the MWA;

(7) Approval of the Executive Committee's quarterly activities report; and

(8) Appoint Non-Board members to serve on its various Committees and Councils in a non-voting capacity.

(9) Approval of any change in By-Laws;

(10) Approval of any policy changes;

SECTION 4. The Board shall exercise any additional functions or responsibilities as may be imposed by the statutes, and/or administrative rules and regulations of the U.S. Government or the State of Michigan.

SECTION 5. The functions herein enumerated are inclusive and not exclusive and do not limit the functions of the Board.

ARTICLE IV - MEMBERSHIP

SECTION 1. Size

The initial size of the Board shall be determined by the CEO (Mayor). Thereafter, the size will be determined by the Board itself. The Mayor shall appoint members to the Board from individuals nominated or recommended under this section.

SECTION 2. Composition

The specific composition of the Board shall be in accordance with the Michigan Department of Labor and Economic Growth's Office of Workforce Development policy and procedure as established in Policy Issuance 03-30, Change 1, Index: IV, and subsequent changes.

The Board shall consist of:

(1) A majority of the membership and the chairperson shall be private sector representatives. Private sector members shall represent the industrial and demographic composition of the business community within the Michigan Works! Agency (MWA) area. Two private sector members must be representatives from the 15 largest businesses within the geographical boundaries of the MWA. A local elected official may be appointed as a member representing the private sector with no more than two elected officials serving on the Board.

(2) At least two representatives from educational agencies, which shall be reflective of all educational agencies in the MWA area, are required to serve on the board. Educational representatives may be salaried employees of educational organizations, or elected or appointed board members of their respective institutions. The education sector members must meet and adhere to all WDB conflict of interest requirements.

(3) WDB membership must include one representative from the Employment Service (ES). An individual will be selected to fill this slot from one of the following options: an ES state staff person, an employer who is currently utilizing and has extensive background in utilizing ES services, or the WDB itself.

(4) At least one representative each from organized labor, community-based organizations (CBOs), rehabilitation, economic development, and public assistance agencies is required to serve on each board. The combined representation from organized labor and CBOs shall constitute at least 15 percent of the total membership.

(5) All WDB members must be currently employed in the sector they represent, with the exception of the ES and possibly the education and labor representatives. Individuals are prohibited from representing more than one sector, except for the ES representative.

(6) Any MWA with long-term vacancies (over 60 days) during the previous WDB recertification cycle must submit an updated WDB Roster in the subsequent July. Those MWAs will be notified under separate cover.

SECTION 3. Youth Council/ EAG Nomination Appointment Process

(1) For the purposes of governance, the Board shall establish a Youth Council by appointing existing WDB members to positions on the Youth Council, including a Council Chair position.

At a minimum, the composition of the Youth Council shall be derived from current WDB members as follows: all Private Sector representatives, one Economic Development representative, one Labor representative, one Community-Based Organization (CBO) representative and one Rehabilitation representative. The WIA requires local areas to ensure that their youth councils seek input from specialists and organizations beyond those represented in the grandfathered composition of the boards, including service agencies, juvenile justice and local law enforcement agencies, local public housing authorities, parents of eligible youth, former youth program participants, representatives of organizations with experience relating to youth activities, and local Job Corps centers. The position of Chair of the Council must be a private sector representative. The Youth Council will establish an Advisory Council to help establish a comprehensive workforce development system.

(2) The Education Advisory Group (EAG) will serve in an advisory capacity to the Board through the Youth Council in deliberations on youth and educational issues. In addition, the EAG will coordinate with other educational entities in guiding career development programs, such as career-technical education, tech prep, and adult education. The re-nomination of EAG members will be at the discretion of the Chair of the Youth Council and may be handled in the same manner as the original nomination. EAG representation, as appointed by the WDB, must be composed of WDB members, employers, labor representatives, local school districts, postsecondary institutions, intermediate school districts, career and technical educators, public school parents, and academic educators. All EAG members must be employed in the sector they represent. Conflict of interest provisions do not apply to the EAG.

In the event the Board chooses not to accept the EAG's recommended course of action, the Board will make final decisions on EAG related issues. The Executive Committee will schedule a separate fact-finding meeting with the Chair of the Youth Council and EAG representatives. These individuals will review the issues as presented and will jointly propose a final recommendation to the Full Board.

(3) The remaining members shall be selected by the Chair of the Youth Council from individuals recommended by interested organizations.

SECTION 4. Members Service

Members shall be appointed for fixed and staggered terms and may serve until their successors are appointed. A term may not exceed three years. Any vacancy in the membership of the Board shall be filled in the same manner as the original appointment within sixty (60) business days.

SECTION 5. Selection of Alternates for the Board

Members of the WDB and EAG may have official alternates appointed to attend meetings on their behalf.

EAG alternates: Must be from the same sector as the original member, i.e., a Post Secondary Representative must have a Post Secondary alternate, a WDB representative must have a WDB alternate.

WDB alternates: If the WDB chooses to appoint alternates, each alternate is required to be from the same sector but not necessarily from the same organization or company as the member who they represent. A WDB may nominate and appoint an alternate for a regular WDB member without having to comply with the 150 percent nomination requirement. Alternates must also satisfy all other requirements of a regular WDB member.

(1) Alternates may exercise full voting powers;

(2) Alternates must be approved by the Mayor and must be recorded with the Secretary. A member may have only one alternate. The selection of designated WDB alternates will follow the standard nomination/appointment process addressed in Article IV, Section 3. Just as EAG members are appointed by the local WDB, alternates are appointed in the same manner;

(3) Each member shall designate, in writing, the name of the person serving as an alternate and shall submit said name to the Mayor or his designated Executive Assistant;

Mayor, City of Detroit
1126 Coleman A. Young Municipal Center
Detroit, Michigan 48226

SECTION 6. Membership on the Board shall cease when:

(1) The member offers his/her resignation to the Mayor;

(2) The member is not reappointed after completion of a term;

(3) The member or his/her alternate is absent from two (2) scheduled meetings during the fiscal year, unless excused by the Chairperson or an absence rate exceeding 50 percent of the Board meetings during the Calendar Year, and/or has demonstrated a decided lack of interest;

(4) The organization or activity the member represents ceases to exist, the member is no longer with the organization or activity, (unless said member continues to meet necessary criteria for original slot or other existing vacancy), or the organization or activity this member represents withdraws that representative's name from membership;

(5) Valid State certification or other policy prohibits membership.

SECTION 7. Voting Rights

Each member of the Board or his/her designated alternate that has been approved by the Mayor shall be entitled to one vote during a regular or called meeting in which said member or alternate is present and provided a quorum, set forth in Article VIII, Section 4, is present at the time the voting is taking place except that no member shall cast a vote on any matter that is in violation of the Conflict of Interest Policy established by the Detroit Workforce Development Department and approved by the State of Michigan.

Voting by proxy for another Board Member, or by an alternate who has not been approved by the WDB Chair shall not be permitted.

SECTION 8. Reappointment Process

A WDB member may be re-nominated to maintain his or her existing seat at the end of a term, provided the re-nomination is initiated by the same sector responsible for the original nomination. This decision is to be made at the discretion of the Mayor without influence from the WDB. When a private sector member is re-nominated to the board, the 150 percent nomination process is not required.

ARTICLE V – OFFICERS

SECTION 1. The Chairperson of the Board shall be appointed by the Mayor from among members of the Board who are representatives of the private sector in accordance with Section 661.325 of the Workforce Investment Act. The principal officers of the Board shall be the Chairperson, Vice-Chairperson, Chairpersons, and Co-Chairpersons of the Standing Committees. The Chairperson shall serve for two three-year terms, at which time the Board shall review the performance and the ability of such Chairperson to participate. At this time or at any time during the term of the Chairperson that the performance is deemed unsatisfactory, the Workforce Development Board shall by a resolution submitted to the Mayor, a request that the Mayor remove the Chairperson and appoint another. In any event, the Chairperson must first have been appointed to the Board by the Mayor.

(1) The Chairperson shall appoint the Vice-Chairperson who shall be a representative of the private sector, or other Board member if approved by the State; and the Chairpersons of the Standing Committees.

SECTION 2. Functions and responsibilities of said officers shall be as follows:

Chairperson

I. shall preside at all meetings of the Board and the Executive Committee;

II. shall establish, with input from the Executive Committee and the MWA Staff, agendas for each regular Board meeting;

III. shall sign, on behalf of the Board, all necessary legal documents;

IV. shall appoint Ad Hoc committee(s), as determined necessary by the Board; and all committee chairpersons;

V. shall be the official representative of the Board, as required;

VI. may call special meetings of the Board; and

VII. other responsibilities as determined by the Board.

Vice-Chairperson

I. shall assume all responsibilities of the Chairperson, noted herein, in his/her absence;

Chairpersons of all Standing Committees

I. serve as members of the Executive Committee and carry out those duties, which may be assigned by the Chairperson.

SECTION 3. All officers, with the exception of the Chairperson shall serve at the discretion of the Chair. They may be re-appointed to additional terms by majority vote of the Board.

SECTION 4. The City of Detroit shall serve and act as fiscal agent of the Board.

ARTICLE VI - EXECUTIVE COMMITTEE

SECTION 1. The Executive Committee shall be composed of the Chairperson, Vice-Chairperson, the Chairpersons, and Co-Chairpersons of each Standing Committee, and up to three other Board members at large appointed by the Chairperson. In instances where both co-chairpersons are present for their respective committee, only one vote may be cast per committee.

SECTION 2. The Executive Committee is hereby empowered to exercise all the power of the Workforce Development Board at times when the Board is not in session. The Executive Committee, however, shall not act on job training plans, plan modifications, contracts, contract modifications, and grants if the next regularly scheduled Board meeting will be held in time to properly process the documents.

Other functions and responsibilities of the Executive Committee shall be as follows:

(1) Foster a regional workforce development strategic plan to address workforce needs in the region, resources available in various programs, gaps in existing services and action steps needed to fill these gaps;

(2) Approval of contracts;

(3) Strive for standards for continuous improvement of system performance;

(4) Analyze local workforce needs in key industries and define strategies for meeting these needs;

(5) Establish ongoing dialogue with employers to define workforce competency standards that reflect the changing skill requirements of the workplace, and reach a consensus on the skills and levels of proficiency that should be achieved by those preparing to enter the workforce and by existing workers;

(6) Set strategic direction for the one-stop career network system including employment services;

(7) Establish strategic alliances among stakeholders, including education, employers, labor and government at the local, regional and state levels;

(8) Meet monthly, scheduled between the regular meetings of the Board (or as necessary);

(9) Assist the Chairperson in setting agendas for regularly scheduled meetings;

(10) By majority agreement, call special meetings of the Board;

(11) Submit recommendations to the Board for action;

(12) Recommend actions to the CEO or to MWA staff, within parameters of set policies;

(13) Oversee the participation of the Board members and recommend to the Chairperson of the Board or the CEO, those persons who should be removed for violation of Article IV, Section 6, Subsection 3, of the By-laws;

(14) Perform other functions and responsibilities as may be designated by the Board;

(15) Prepare quarterly activities report, together with recommendations, for presentation to the Full Board; and

(16) Attend meetings as scheduled. The member may only be absent from two (2) scheduled meetings during the fiscal year, unless excused by the Chairperson.

ARTICLE VII - COMMITTEES

SECTION 1. The Chairperson with the approval of the Executive Committee shall appoint the Chairs of all the committees.

Standing Committees:

The following six committees and their subcommittees will report to the Executive Committee:

(1) *Business Services*
   A. Healthcare Industry
   B. Construction Industry
   C. Manufacturing Industry
   D. Service Industries

(2) *Marketing (Resource Development – Ad Hoc)*

(3) *Contract Management*

(4) *Disabilities Council*

(5) *Finance Committee*

(6) *Youth Council*
   A. Youth Advisory Council
   B. Education Advisory Group

Committee Functions:

A. Business Services Committee

The functions and responsibilities of this Committee shall be to effectively perform the WDB's role in Detroit's economic development future in order to strengthen and grow the City's economy. This area would identify, collaborate, and seek to establish strategic relationships within the private sector, labor, and educational communities. Potentially organized in taskforce groups along industry sectors, it will lead such actions by serving as the principal, convening entity charged with facilitating the development of strategies to address labor shortages and responding to the needs of the emerging workforce. An additional responsibility includes the development of fee-based services provided through the WDB system. The Committee shall established the following taskforce groups (organized around industry clusters) to perform its work:

Healthcare Industry

This Subcommittee will develop various strategies to stem worker shortages occurring within the industry through linkages with educational institutions and labor unions. It will seek to establish viable incumbent worker training programs, among other tasks.

Construction Industry

Through linkages with general contractors, labor unions, and educational institutions, this Subcommittee will develop various strategies to increase the representation of Detroit residents in the industry.

Manufacturing Industry

In partnership with the WDB Youth Council, labor unions, and educational institutions, this Subcommittee will develop and implement strategic initiatives to address staffing needs of the industry.

Service Industries

This Subcommittee will create several work groups related to the service industry sector (banking, gaming, retail, hospitality, and information systems) to develop strategies to impact worker shortages occurring within the industry through linkages with educational institutions and labor unions, and the establishment of incumbent worker training programs.

B. Marketing Committee

This Committee has the responsibility, in conjunction with staff, to develop and implement marketing strategies and work plans promoting the WDB services to job seekers and employers.

C. Contract Management

This Committee reviews proposals for funding by the Detroit WDB in the areas of workforce education and training to ensure that the proposals address the needs of local and regional businesses. This Committee also recommends changes in the delivery of education and training services, and examines, as appropriate, universal methods for performance and continuous improvement in the quality of employment and training services.

D. Disabilities Council

This Committee would advise the Detroit WDB on the establishment of policies, goals, and program services that encourage public and private-sector employers to recruit, hire, retain, and provide career development opportunities for people with disabilities. Policy oversight for various disability-related grants will fall within the governance role of this committee.

E. Finance Committee

The Committee would monitor the financial health, ongoing and long-range financial operations of the Detroit MWA, and the related financial performance of approved contractors. The Committee, as necessary, recommends changes to the administrator of the Detroit MWA. This Committee would in addition evaluate Contractor performance.

F. Youth Council

This Committee shall be divided into two (2) advisory committees to perform its assigned duties, namely, the ***Youth Advisory Council*** and the ***Educational Advisory Group***.

The ***Youth Advisory Council*** shall have the responsibility of coordinating a comprehensive youth workforce development system that will offer life skills, occupational skills training, and employment services to both in-school and out-of-school youth, including at-risk youth, youth with disabilities, and youth ex-offenders through its Youth Advisory Council.

The ***Educational Advisory Group*** of the Council shall establish linkages that provide a strong association between academics and occupational learning, prepare youth for unsubsidized employment opportunities, and establish effective connections to intermediary job markets with local and regional employers. This would include the oversight of career development and related development of plans, school-to-work programs, and Perkins funds related performance.

G. Ad Hoc Committees:

The Chairperson may appoint or authorize the appointment of such other committees, as may be deemed necessary or appropriate to carry out the purpose of the Board (for example, bylaws revision, resource development, etc.).

H. Committee Rules:

The following rules shall apply for business conducted by all Committees:

I. A quorum shall be constituted by 50 percent of the Committee members or their alternates and the majority must be from the private sector. If less than a quorum is present for a vote on an action that requires approval of the full Board, and/or the Executive Committee, voting by all absent members via signed mail or fax ballots shall be permitted.

II. Upon request to the respective Committee Co-Chairpersons, and to the extent practicable, committee meetings shall be open to all Board members or their alternates. Such persons, so attending, may have the privileges of the floor, but not the right to vote on any issue presented to or before said Committee. To avoid any appearance of Conflict of Interest through undue influence or pressure, non-member actual or potential service providers shall not be permitted to attend meetings of the Contract Management Committee where such discussion or action would be of personal or monetary benefit to the individual or the organization that he or she represents.

III. To utilize available resources within the community, committee Chairpersons or Committee members are encouraged to invite private sector or other individuals with special expertise or skills and who are not members of the Board to assist in carrying out

certain committee functions. (Examples are computer analysts, curriculum specialists, professional counselors, skill training and labor market specialists, public relations and communications specialists and others. The purpose is to assist the committees and program staff in performing more effectively their planning, monitoring, oversight, evaluation, and program development functions.) Such persons may attend meetings and have the privileges of the floor, but not the right to vote on any issue presented to or before the said committee. To avoid conflict of interest or the appearance of such conflict, no such invited individual who is employed by or compensated by an organization that receives funds under the direct control of the Workforce Development Board shall participate in such discussions or activities.

IV. Membership on a committee shall cease when the member or his/her alternate is absent from two (2) consecutive, scheduled meetings during the fiscal year, unless excused by the Chairperson or an absence rate exceeding 50 percent of the Committee meetings during the Calendar Year.

SECTION 2. WDB Conflict of Interest Policy

A conflict of interest occurs when a WDB member is employed (i.e., receives a W-2 form) by an organization that receives funds under the direct control of the WDB.

If a WDB member is associated with an organization that receives funding which the WDB does not control, there would be no conflict of interest. (An example of this type of funding would be Economic Development Job Training Grants.)

All individuals on the WDB must comply with the conflict of interest policy. Conflict of interest requirements must be met as soon as members are appointed. There should not be even the slightest appearance of a conflict of interest on the part of a board member.

In some instances, it is federally mandated that Service Center Partners be on the WDB. This includes the ES, Public Assistance (Family Independence Agency), and Vocational Rehabilitation (such as Michigan Rehabilitation Services). Conflict of Interest Waivers are not required in these instances and these Service Center Partners do not need to be disclosed on the WDB Disclosure Report Form. While recognizing that in some instances a board member may be associated with an organization that receives funds under the direct control of the board, these instances should be few in number and be readily understood by the general public as not involving a conflict of interest on the part of the affected board member.

These instances are limited to schools which enroll students whose tuition is paid with funds under the control of the board, (including Individual Training Accounts), or employers who accept funds under the control of the board to compensate for the extraordinary cost of providing On the Job training (OJT) to program participants. In addition, a Conflict of Interest would not exist when an employer participates in the Incumbent Worker Program. While not viewed as a conflict of interest, these situations must be disclosed in the WDB Disclosure Report that describes the extent to which agencies, with whom WDB members are affiliated, receive funds controlled by the WDB.

Employees of agencies who receive funding to provide coordination services are precluded from serving on the board. Coordination is an administrative function that can be provided by WDB staff or contracted to another agency. If administrative functions are contracted to another agency, employees from that agency cannot be on the WDB.

If an individual appointed to the WDB serves as the chair or member of a board for another agency that receives funds under the direct control of the WDB, and the individual is also an employee of that agency (i.e., receives a W-2 form), a conflict of interest exists. As such, this individual is precluded from serving on the WDB. If an individual is the chair or member of a board of an agency that receives funds under the direct control of WDB, and is not an employee of that agency, the individual may serve on the WDB, but must abstain from voting and influencing other votes on issues related to that agency.

Local education representatives who are school board members are not employees of the district; therefore, the district may receive funds, but the WDB member(s) must abstain from voting on issues pertaining to the agencies with which they are affiliated.

WDB members and committee members (individuals serving on WDB committees may or may not be WDB members) representing agencies that are service providers or potential service providers, that will be responding to RFPs are not to be appointed to any committee or subcommittee of the WDB that can directly affect the funding of current or potential service providers. (Examples of such are proposal and performance review committees.)

If an agency currently represented on a local WDB intends to respond to a bid process (RFP) for delivery of program services, the individual representing that agency must become an "inactive" member at the time of bid submission. The inactive status of a member will be recorded in the meeting minutes. In inactive status, a member does not receive information from the WDB for the duration of the bidding timeline, nor does he/she vote or participate at meetings of the WDB while in inactive status. Quorum policies would be applied to active members of the board. Inactive members may attend a meeting on the same basis as a member of the general public.

Upon award of a contract, if the member's agency did not win the award, the individual is reactivated as a participating member. If the member's agency is awarded a contract, the member must immediately resign.

SECTION 3. WDB Conflict of Interest Waivers

There must not be a conflict of interest or appearance of a conflict of interest on the part of WDB members. Conflict of interest waiver requests shall be submitted to the OWD as part of the annual recertification package. However, composition changes that occur during the course of the year should be reviewed carefully to determine if a conflict of interest waiver is necessary and, if appropriate, submitted in a timely manner to the OWD.

The Governor will approve/disapprove conflict of interest waiver requests after receiving recommendations from the MWIB. The MDLEG will notify the WDB of the outcome. Until a waiver is approved, the applicable member may not serve on the WDB.

After a waiver is approved, the member shall publicly declare the conflict of interest and will not be involved in the discussion, reviewing, or voting on issues pertaining to the agency he/she represents.

WDBs are also required to file an Annual Conflict of Interest Report, describing the extent to which agencies with which members are affiliated, receive funds controlled by the WDB. This report shall identify conflict of interest situations for which a waiver has been requested/approved, and all instances where members are affiliated with employers who receive OJT contracts from the WDB, and/or schools where tuition is paid with WDB controlled funds. This report shall be included in the annual WDB recertification package.

This Conflict of Interest policy is based on the following references:

- Michigan Department of Career Development, Office of Workforce Development, Policy Issuance 03-30, Change I, Index: IV, Section VII, Conflict of Interest issued August 22, 2003 and subsequent changes.
- Section 102-103 of the Federal JTPA, as amended;
- Section 628.410 of the Final Regulations of the Federal JTPA; and
- Michigan Department of Career Development, Office of Workforce Development, Policy Issuance 03-30, Change 1, Section VII, Conflict of Interest

ARTICLE VIII - MEETINGS

SECTION 1. Regular meetings of the Full Board shall be held, minimally, four (4) times per year, scheduled quarterly beginning in the month of January of the calendar year. An annual schedule of dates shall be published by the Chairperson as soon as possible but not later than the final meeting of the previous fiscal year.

SECTION 2. Special meetings may be called at the discretion of the Chairperson or by petition of twelve members of the Board, or by a majority of the Executive Committee.

SECTION 3. The agenda for each regular Board meeting shall be established by the Chairperson, with input from any/all Board members.

SECTION 4. A policy directive transmitted by the Michigan Department of Labor and Economic Growth (formerly the Michigan Department of Career Development), Office of Workforce Development Policy Issuance 03-30, Change 1, Sec. XI imposes the following requirements:

> No official WDB or EAG business may be conducted in the absence of a quorum. To constitute a quorum, 50 percent of the total membership at the time of the meeting must be in attendance. Vacancies do not count towards a quorum. In those cases where vacancies in the private sector component of a WDB have occurred and where the procedure outlined under "Filling WDB Vacancies" has been followed, the vacancies may be counted as "present" during WDB meetings for purposes of determining compliance with this section. A quorum is not required when the meeting is for informational purposes only, nor does quorum requirements apply to the EAG.
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> A quorum shall be constituted by 50 percent of the Committee members or their alternates and the majority must be from the private sector. If less than a quorum is present for a vote on an action that requires approval of the full Board, and/or the Executive Committee, voting by all absent members via signed mail or fax ballots shall be permitted.

SECTION 5. Notice of Meetings, notice of the time, place and purpose of any regular meeting of the Workforce Development Board shall be served upon each member either personally or by mail or telephone, not less than five (5) working days before such meeting. Notice of special meetings shall be served in the manner described above, no less than three (3) working days before such meeting. Any such notice may be expressly waived by any member either before or at the meeting for which notice has been waived.

SECTION 6. Public Notice of Meetings. All meetings of the Board at which its business will be conducted shall be held in public. Participation in the meeting by an individual, excepting members, shall be at the discretion of the Chairperson. Any member of the public desiring to so participate shall notify the Chairperson before the meeting of the subject he/she wishes to address and shall be limited to a five (5) minute presentation, unless granted leave by the Chairperson to extend it.

ARTICLE IX - RULES OF ORDER

SECTION 1. The Board will adhere to Robert's Rules of Order; Revised.

ARTICLE X - METHODS OF AMENDMENTS

SECTION 1. Recommended changes in the By-Laws shall be submitted in writing by a Board member to the Chairperson.

SECTION 2. The Chairperson will notify the full Board of proposed changes at least thirty (30) days prior to the regular meeting at which time amendments are to be considered.

SECTION 3. Amendments may be adopted by a roll call majority vote in accordance with the quorum, specifications of Article VIII, Section 4, of these By-Laws.