

**BY-LAWS  
OF PIERCE COUNTY  
WORKFORCE DEVELOPMENT COUNCIL**

**Amended October 15<sup>th</sup>, 2020**

**ARTICLE 1  
NAME**

The Name of the organization shall be Pierce County Workforce Development Council (WDC).

**ARTICLE II  
PURPOSE**

The WDC, in partnership with the Chief Local Elected Officials (CLEOs), dba the Executive Board, shall plan and oversee the Workforce Development System of Tacoma-Pierce County. Such planning and oversight activities shall include, but are not limited to, developing and obtaining approval of the local WIOA plan; selecting “One-Stop” service delivery operators and providers; selecting youth providers; identifying training service providers; negotiating local performance measures with the state Workforce Development Board and Governor; monitoring local WIOA system performance against established performance measures; assisting development of a labor market information system, directing disbursement of WIOA grants, and promoting participation of private sector employers in the WIOA system.

**ARTICLE III  
MEMBERS**

**SECTION 1. APPOINTMENT/TERMS.** Membership on the WDC shall be by appointment of the Executive Board in accordance with criteria established by the Governor. Members shall be elected for two (2) year terms or such other terms as may be established by the Executive Board. To ensure only a portion of membership expires in any given year, the Executive Board will stagger new appointments from the date of these amended bylaws so that no more than 1/3 board members will turn over in any given year, and so that the WDC does not experience a majority of private sector representatives within that turnover. This will be regulated through intentional appointments that occur on the Executive Board established board appointment timeline. Renewal of terms shall be approved by the Executive Board.

**SECTION 2. GENERAL POWERS.** All business and policy affairs of the WDC shall be governed by its Members.

**SECTION 3. NUMBERS AND COMPOSITION.** The number of WDC Members shall be determined by the Executive Board. A majority of the WDC Members shall be representatives of businesses in the local area. At a minimum, at least two members must represent small businesses. The balance of the memberships, as defined by WIOA, shall be comprised of the following: local educational entities; labor organizations; economic development agencies; community-based organizations (including organizations representing individuals with disabilities and veterans); “One-Stop” partners; and such other organizations designated by the Executive Board. The Executive Board and the WDC will use its best efforts to assure representation of the entire Tacoma-Pierce County region.

**SECTION 4. VOTING.** Each Member, except for a Member Emeritus, shall be entitled to one vote. Members in emeritus status shall not have voting privileges. Proxy voting will be permitted only when a Member is unavailable to attend a meeting due to illness, travel, or other mitigating circumstances as approved by Executive Board. Proxies must be executed in writing or be submitted electronically to the WDC Chair, WorkForce Central CEO/Designee and must specify the date the proxy shall expire. No Member may designate more than three proxies in any twelvemonth period.

**Voting may occur through electronic means when deemed necessary by a majority of WDC membership.**

**SECTION 5. EMERITUS STATUS.** A Member who has left the WDC in good standing and has demonstrated outstanding service during his/her membership is eligible for nomination as an Emeritus. Any WDC member may submit nominations for consideration to the Chief Local Elected Officials. The CLEOs will take action to approve or deny the recommendation. An Emeritus shall serve a term without limit. While this position is non-voting with regard to official actions of the WDC, an Emeritus may be invited to participate in all WDC meetings and functions, be eligible to be appointed by the Chairperson to serve on any of the WDC’s committees, and may be called upon to assist the WDC on matters where the individuals interest, experience and expertise will best serve the WDC. The number of such positions is discretionary with the WDC, however the honor will be reserved for individuals with a record of distinguished service.

**SECTION 6. REMOVAL.** At the discretion of the WorkForce Central Executive Board, any Member may be removed for cause. The WDC Chairperson and WorkForce Central Chief Executive Officer (CEO) may recommend to the WDC the removal of a Member from the WDC. Members are expected to attend all scheduled WDC meetings with the exception of three excused absences provided that proxies are designated (as referenced in Article 3, Section 4), actively participate in WDC committees and taskforce groups as opportunities arise, and maintain good standing in the community. Failure to meet these expectations shall warrant removal from the WDC. Upon the approval of the WDC, the recommendation for removal of the member will be forwarded to the WorkForce Central Executive Board which is comprised of the CLEOs and the WDC Chairperson. The WDC Chairperson and WorkForce Central Chief Executive Officer may recommend an exception to the WorkForce Central Executive Board.

**SECTION 7. VACANCIES.** A vacancy on the WDC shall be filled by the Executive Board if deemed necessary and appropriate. Each successor Member shall complete the term vacated and shall stand for reappointment at the end of the term. The WDC Chair or WorkForce Central CEO will notify the Executive Board on vacancies. When deemed necessary, the Chief Local Elected Officials and CEO will work diligently to ensure the WDC promptly has the seat filled. This process will include an immediate request for recommendations from WDC members and local business leaders, outreach and meeting between the WDC chair and/or CEO and potential candidates, and vetting of potential members to meet criteria set for the vacant seat.

**SECTION 8. REMUNERATION.** Members shall not receive any compensation for attendance at regular or special meetings.

**SECTION 9. RESIGNATION.** Any Member may resign at any time by delivering written notice of resignation to the Chairperson. Upon receipt and acknowledgement by the Chairperson, such resignation shall be effective on the date set forth in the notice.

#### **ARTICLE IV** **MEETING OF MEMBERS**

**SECTION 1. REGULAR MEETINGS.** Regular meetings of the Members shall be held at least six times a year at such time and place as WDC members shall determine. Video conferencing technology will be used to facilitate participation of members who cannot physically travel to the meeting location. Video conferencing will be used in place of physical meeting location whenever necessary. The CEO, WDC Chair and WDC members shall set the agenda for the regular meetings of the WDC. Such meetings shall be open to the public and shall be conducted in accordance with Robert's Rules of Order. The public shall have access to virtual meetings through a link posted on the WorkForce Central website. The WDC will accommodate participation by the public through open invitation on the website and through use of accessible, virtual meeting platforms, video recordings, and safe and welcoming physical meeting space.

**SECTION 2. SPECIAL MEETINGS.** Special meetings of the WDC may be called by request of the Chairperson or any three (3) Members.

**SECTION 3. MEETING LOCATION.** Meetings of the WDC shall be conducted within Pierce County, Washington. Should they be held virtually, the link will be available and made public to all interested in attending through the WorkForce Central website.

**SECTION 4. QUORUM.** Fifty-one percent (51%) of the total number of Members shall constitute a quorum. If fifty-one percent results in a fractional number, the fraction shall be rounded upward to indicate the number of Members required for a quorum. The act of the majority of the Members present at the meeting at which a quorum is present shall be the act of the Members unless otherwise specially required by law or by the bylaws. If a quorum is not present at the meeting of the Members, the Members present may adjourn the meeting.

**SECTION 5. FAILURE TO HOLD MEETING.** The failure to hold any meeting of the Members whether special or regular shall in no way suspend or invalidate the business of the WDC.

## **ARTICLE V** **OFFICERS**

**SECTION 1. OFFICERS.** The Officers of the WDC shall be the Chairperson and Vice-Chairperson. Each Officer shall be elected for a term of two years.

**SECTION 2. ELECTIONS.** The Officers shall be elected by the Members and shall serve two terms. The Chair will, at the June meeting, ask for recommendations from the WDC and recommend a slate of officers to serve during the following year.

**SECTION 3. VACANCIES.** Vacancies shall be filled at any meeting of the Members. Officers so elected shall serve until the next election of officers. Process for filling vacancies is determined in the WorkForce Central WDC recruitment process approved by the CLEOs and WDC and will be implemented promptly upon notice of a vacancy to ensure seats do not remain empty for prolonged periods.

**SECTION 4. CHAIRPERSON.** Chief Local Elected Officials and WDC members shall elect the Chairperson from among the business representatives on the WDC. The Chairperson shall preside at the meetings, supervise and control the business and affairs of the WDC and shall see that orders and resolutions of the Members are carried into effect. The Chairperson may not serve more than two consecutive terms.

**SECTION 5. VICE-CHAIRPERSON.** The Vice-Chairperson shall act for the Chairperson in their absence and perform such other duties as the Chairperson may direct.

## **ARTICLE VI** **WIOA ADMINISTRATIVE ENTITY**

As designated by the Executive Board, the Tacoma-Pierce County Employment and Training Consortium, doing business as WorkForce Central, is the official Administrative Entity that serves as the local WIOA grant recipient and fiscal agent for the distribution of the funds. Any WorkForce Central staff assigned to support the WDC or its committees shall be ex-officio members of the council or committee.

## **ARTICLE VII** **COMMITTEES**

**SECTION 1. COMMITTEES.** The committees of the WDC shall be established through priorities set by the WDC and Chief Local Elected Officials. Committees may be standing or limited to a defined period and should be established in response to workforce development needs and strategies that require more concentrated leadership from a committee of the WDC.

**SECTION 2. COMMITTEE CHAIRS.** The Chair of any WDC committee shall be a member of the WDC.

**SECTION 3. COMMITTEE VICE CHAIRS.** The Vice-Chair of any WDC committee shall be a member of the WDC.

**SECTION 4. COMMITTEE MEMBERSHIP.** Membership of the committees will be a combination of WDC Members and non-WDC Members. Non WDC members who are appointed shall be individuals who have demonstrated experience and expertise in accordance with the purpose of the committee. The process and appointment of non-WDC members to the committees shall be determined and appointed by the WDC.

**SECTION 5. COMMITTEE MEETINGS.** The committees shall determine the frequency of their meetings based upon the work that must be done. The Chair of each committee shall determine the meeting dates and the agenda as needed or directed.

## **ARTICLE VIII** **CONFLICT OF INTEREST**

No Member or ex-officio Member of the Workforce Development Council (whether compensated or not) shall engage in any activity, including participation in the selection, or award of a sub-grant or contract supported by WIOA formula funds if a conflict of interest, real or apparent, would be involved. Such a conflict would arise when the Member, or any member of his/her immediate family, a partner or an organization which employs, or is about to employ, any of the above, has a financial or other interest in the firm or organization selected for award. A WDC Member shall declare when a conflict of interest, real or apparent, could occur. The minutes of the meeting shall reflect that a disclosure was made and an abstention from voting or discussing during the meeting shall occur. Members or ex-officio Members of the WCD will neither solicit nor accept gratuities, favors or anything of monetary value from contractors, potential contractors or parties to sub-agreements. Each Member is entitled to one vote, unless prohibited by a declared conflict of interest.

## **ARTICLE IX** **MISCELLANEOUS PROVISIONS**

**SECTION 1.** WorkForce Central may enter into contracts and agreements that are in accord with the goals and objectives of the Executive Board, the WDC and WIOA. All such contracts must be executed by the WorkForce Central CEO based upon local, state, and federal laws, regulations, and ordinances.

**SECTION 2. FISCAL YEAR AND PROGRAM YEAR.** The fiscal year of the WDC and WorkForce Central shall begin on the first day of January in each year and shall end on the last day of December in each year. The program year of the WDC and WorkForce Central shall be the first day of July in each year and shall end on the last day of June each year.

**SECTION 3. NONDISCRIMINATION.** The WDC shall comply with all applicable federal, state, and local laws, regulations, and ordinances. The WDC shall adhere to a policy of equal opportunity for all people, regardless of race, color, religion, sex, (including pregnancy, childbirth, and related medical conditions, transgender status, and gender identity) national origin (including limited English proficiency), age, disability, political affiliation or belief, citizenship status, or participation in any WIOA Title I financially assisted program or activity. WorkForce Central is an equal opportunity employer.

**SECTION 4. BOOKS AND RECORDS.** The WorkForce Central shall keep correct and complete books and records of account and minutes of the meetings of the council and its committees. All books and records of the WDC may be inspected by any Member or Officer for any proper purpose at any reasonable time. These files will be kept in WorkForce Central's virtual cloud storage space when feasible, and in hard copy format in WorkForce Central filing and record retention office space.

### **ARTICLE X** **AMENDMENTS**

These bylaws may be amended or repealed at any meeting of the members at which a quorum is present, by the affirmative vote of two-thirds (2/3) of the members present at such a meeting provided that any proposed amendment shall be submitted in writing to the members in advance of their next meeting.

### **CERTIFICATION**

I do hereby certify that the foregoing bylaws, consisting of six (6) pages, are a true and correct copy of the bylaws of the Pierce County Workforce Development Council as adopted by its members on October 15<sup>th</sup>, 2020.

\_\_\_\_\_  
WDC Chair

\_\_\_\_\_  
Date