

BY-LAWS OF MERCER COUNTY WORKFORCE DEVELOPMENT BOARD

Article I. Representatives Duties and Powers.

(a) Each workforce development area shall be under the jurisdiction of a Workforce Development Board (WDB). Each local workforce development area established by the Governor shall have the same boundaries as the labor market area of which it is a part, except in cases where the boundaries are different because the Governor is required, pursuant to section 116 of Pub. L. 1050220 (29 U.S.C. s.2831), to approve a request to be a workforce investment area. These bylaws are designed to be consistent with the New Jersey State Employment and Training Commission's (SETC) Resolution SETC # 2015-01.

Each WDB shall be in conformity with section 116 of Pub. L. 105-220 (29 U.S.C.s.2831) and the guidelines issued by the SETC. Members shall be appointed/reappointed upon the approval of the County Executive and the Board of Chosen Freeholders and shall consist of:

(1) Representatives of Businesses:

(a) Representatives are owners of businesses, Chief Executives or training officers of businesses, or chief operating officers of non-governmental employers, or other private sector executives who have optimum policy-making or hiring authority.

Approximately half should be from larger employers and half from small business. Business members should represent the local area's key industry sectors as defined in the WDB Local Area Plan. Representatives from private not-for-profit entities that operate as businesses and are employers may be considered business sector members on the local WDB. Representatives from proprietary schools cannot be considered business sector members.

(b) Represent businesses with employment opportunities that reflect the employment opportunities, or growth sectors, of the local area.

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(c) Are appointed by the County Executive and approved by the Board of Chosen Freeholders from among individual(s) nominated by the WDB Chair, Director, Board members or local businesses.

(d) Business members shall constitute no less than 51% of the Board.

(2) Education Representatives

The WDB must have, at minimum:

(a) One (1) member from a Title II Adult Education and Literacy provider.

(b) One (1) member from a higher education entity, including Community colleges, that provides workforce training.

(c) One (1) member representing a County Vocational-Technical school in the local WDB area.

(d) Other Education members may include:

- Superintendent from a K - 12 system
- Representatives of local educational agencies or CBOs with demonstrated experience and expertise in addressing the training and education needs of individuals with barriers to employment

(3) Organized Labor and Community Based Organizations

(a) The WBD must not have less than twenty percent (20%) of its members as representatives of local area organized labor organizations who are nominated by local labor federations reflecting industries of the regional area and active in apprenticeship programs.

(b) The local WDB membership must include one (1) joint labor-management apprenticeship program representative. If no such joint program exists in the area, then an apprenticeship program representative shall be a member. The representative must be a member of a labor organization or a training director. Representatives from labor organizations should be active in apprenticeship programs such as the Apprenticeship Advisory Committee or serve in an advisory capacity for a college or school board.

(4) Community Based Organizations ("CBO")

(a) Local WDB membership may include representatives from CBOs that have demonstrated experience and expertise in serving those with barriers to employment (including individuals with disabilities and veterans) and organizations with experience and expertise addressing the employment, training or education needs of youth. CBO refers to private nonprofit organizations (which may include faith-based organizations) that is representative of a community or a significant segment of a community and has demonstrated expertise and effectiveness in the field of workforce development. Additional representatives of CBOs should be appointed if needed to reflect significant population segments. Representatives of local Community Action Agencies, as defined by the NJ Department of Community Affairs, may be considered CBO members. Members appointed to the local WDB must be actively engaged with the CBO as a board member, employee, or active member.

(b) This category of membership is included in the 20% allocation set forth for labor and community based organizations as described above.

(5) Economic Development Authority

(a) The local WDB must have at minimum of one (1) representative from economic development authorities, agencies or organizations.

(6) Government Partners

The local WDB must have, at minimum,

(a) One (1) member representing the State Employment Service (Wagner-Peyser) Office.

(b) One (1) member representing the Division of Local Rehabilitation Services.

(c) Other members may include representatives from agencies providing local area programs related to transportation, housing and public assistance, such as

- a. Housing and Urban Development or local housing authority;
- b. Local Community Service Block Grant;
- c. Carl D. Perkins programs;
- d. County Board of Social Services;
- e. Human Services advisory Council Director/Coordinator/Chair.

(7) Other Members

Local Elected Officials may appoint other individuals to the Board. Other members may include in the Standing Committee or an Ad hoc Committee membership structure, other individuals whose knowledge or experience can contribute to or enhance the Board's Committee functions and activities. However, said individuals will not have a voice or vote on the appointed WDB:

The Workforce Development Board shall provide policy guidance for, and exercise oversight with respect to all workforce development programs within its labor market area in partnership with the unit or units of general local government within the area. The WDB will provide policy guidance and oversight and shall review and evaluate the programs and, as appropriate, make recommendations to entities involved in the funding or administration of the programs. The recommendations shall be based primarily on how effective each program is in meeting relevant performance standards, which includes standards outlined in the Local Workforce Development Boards; Certification, Recertification and Decertification Rule, N.J.A.C. 12:42-4.4(e).

The Workforce Development Board shall establish skill level and competency guidelines in accordance with the performance accountability model as outlined in the New Jersey State Unified Workforce Development Plan to be used as a basis for the selection of skill training programs and competency curriculum in its local area. The WDB will also assist in the development, approval and submission of the WDB operating plan for its labor market area.

The Workforce Development Board shall maintain either an Internet website or webpage on the County's Internet website. The purpose of the website or webpage shall be to provide increased public access to the Board's operations and activities. The website shall also include a list of attorneys, advisors, consultants, and any other person, firm, business, partnership, corporation or other organization which received any remuneration of \$17,500 or more during the preceding fiscal year for any service whatsoever rendered to the WDB. Additionally, to be included on the website are the board's rules, regulations and official policy statements deemed relevant by the Board as well as approved minutes and resolutions of the Board for each meeting of the WDB and committees for the current fiscal year.

(8) Alternates

An appointed voting member may designate an official Alternate to represent him/her on the Board during such member's absence at WDB meetings and other events. The Alternate shall have the same rights and privileges unless otherwise provided by these by-laws.

The individual designated as the Alternate must be employed with the same agency/business/association as the member they represent and must have substantial management and or policy-making authority in that business/agency/Association.

The Alternate represents the member at meetings and/or events at which the member cannot attend. The alternate cannot vote on issues before the Board if the member is present.

The voting member shall advise and provide to the WDB Executive Director the name & contact information of said designee. The member shall notify the WDB Executive Director of any changes.

The declaration of a designee does not waive the attendance requirement for the member as listed in Article VII Workforce Development Board Meeting and Attendance.

Article II. Workforce Development Board Officers

The Chairperson and Vice Chairperson shall be elected in accordance with Article V from among members of the Board who are representative of businesses in the local area.

Chairperson: The Chairperson shall be the Chief Executive Officer of the WDB and shall in general supervise and control with the Executive Committee all of the business and financial affairs and all matters of general policy of the WDB. The Chair shall and preside at WDB meetings, chair the Executive Committee, and initiate meeting announcements and agenda distribution for WDB meetings in conjunction with the Executive Director, represent the WDB at appropriate meetings or events upon request of the Executive Director, convey WDB recommendations to the Director and/or other responsible person(s) and serve as an ex-officio member of all WDB committees.

The Chairperson, subject to the Robert's Rules of Order as Revised shall decide all points of order and matters of procedure governing the meeting, unless otherwise directed by a majority vote of the WDB members present.

Vice-Chairperson: The Vice-Chairperson shall in the absence of the Chairperson perform the duties of the Chairperson when necessary, sign WDB required documents as necessary, serve on the Executive Committee, and assist the Chairperson with other assignments upon request. When the Vice-Chair is so acting they shall have the power of and be subject to all the restrictions placed upon the Chairperson and shall perform such other duties as from time to time may be assigned by the Chairperson.

The term of office of Chairperson and Vice Chairperson shall be for two years or until a successor has been duly elected in accordance with Article V and approved by the County Executive and Board of Chosen Freeholders. The Chairperson and Vice Chair person shall not serve more than two consecutive terms in the same position unless authorized by the vote of two-thirds (2/3) of the Board.

WDB Staff: The County of Mercer shall provide staff for the daily operation and responsibilities of the WDB. Staff will be responsible for coordinating Board meeting, preparation and distribution of correspondence, minutes, reports and related documents, and the completion of all tasks set forth by the WDB, its committees, the State Department of Labor and Workforce Development or as required under WIOA. WDB staff members or volunteers shall be designated by the Director as Secretary and shall prepare official minutes of each WDB meeting for review and approval by the WDB and assist the Chairperson with other reasonable assignments upon request.

Article III. Executive Committee

An Executive Committee shall be comprised of the elected WDB officers, the Chairs of all WDB Standing Committees, and two members elected at-large from the WDB membership.

In electing the at-large members, the WDB shall consider achieving inclusive representation on the Executive Committee with respect to public and business representatives. The Executive Committee shall be responsible for providing leadership for the effective operation of the WDB such as:

- (a) Development of the agenda for each WDB meeting.
- (b) Review of issues emerging from WDB committees or other sources, and determination of whether and when specific issues are ready for WDB consideration.
- (c) Draft resolutions as appropriate to frame possible WDB actions, policies or position statements.

(d) Evaluate proposals submitted for WDB consideration by any member of the WDB or the community.

(e) Review the disposition of matters which have been recommended by the WDB.

(f) Recommend to the WDB or to any Standing Committee the establishment of ad hoc committees to study particular issues.

All Executive Committee meetings shall be open for attendance to any WDB member or the general public. Participation in Executive Committee discussions by non-members is at the discretion of the Chairperson. Only members of the Executive Committee may participate in voting.

Article IV. Standing Committees

The WDB shall establish standing committees as needed to conduct its business. Each standing committee shall be chaired by a WDB member nominated by the Executive Director and elected annually. It is preferred that the committee chair be a business representative. Each standing committee shall determine its own meeting schedule in consultation with the Director.

The WDB has established the four committees mandated by the SETC and two additional committees in addition to the Executive Committee.

Mandated Committees:

- (1) Disabilities Issues
- (2) Executive Oversight – provides fiscal & programmatic oversight
- (3) Literacy
- (4) Youth Investment Council

Additional Committees:

- (4) Business Integration - Advanced Manufacturing
- (5) Business Integration - Health Care

The establishment of other committees or “task forces” may be established by the Chair as appropriate.

Article V. Vote and Quorum

A quorum of twenty-five percent (25%) of the total WDB membership shall be required to be present at any meeting for any WDB business to be transacted and any vote to be valid. All discussions or debates may be limited or terminated by majority vote of WDB members present provided that a quorum exists. A simple majority of fifty-one percent (51%) of the quorum present shall be sufficient to conduct WDB business. Recommendations of the WDB shall be reported to the Director.

Candidates for Officer of the WDB shall be selected by a Nominating Committee appointed by the Chair to serve at such time and for such a period as is necessary to hold elections, which shall be at least every 2 years.

The Nominating Committee shall present the slate of candidates to the WDB at the January Quarterly meeting or at a minimum 30 days prior to the next scheduled meeting of the WDB. Nominations from the floor will be accepted prior to the vote taking place.

Election of officers shall take place at the April Quarterly meeting or at the next scheduled meeting after January. The officers shall be elected by a simple majority of those members present who constitute a quorum.

The Elected WDB Chairperson shall take over the position beginning July 1st after the elections have been finalized.

Article VI. Vacancies

A vacancy shall be deemed to exist when: (1) a member's term expires, (2) a member no longer represents the organization, or business, or the community, from which they were originally selected; (3) a member resigns by giving written notice to the WDB Chairperson, Executive Director or (4) a member is removed in accordance with the following procedure:

- Vacancy of any office during the course of a term shall be appointed by the Chairperson for the unexpired term of office.

Resignations: Any officer may resign his or her office by giving written notice thereof to the WDB Chairperson. Any resignation shall take effect immediately upon receipt thereof by the Chairperson or at such other time as specified in the notice. The acceptance of the resignation shall to be necessary to make it effective and said position will then be filled as herein stated.

Removal: Any office may be removed, with cause by a vote of the majority of the entire Board at a special meeting called for that purpose, or at any other designated meeting of the membership upon the presence of quorum. Notice of a special meeting for removal of an officer shall be given in writing five (5) days prior to such meeting, stating the date time place and purpose of the meeting. Grounds for removal shall minimally exist when any officer either has a conflict that prevents them from serving in the capacity; or their designee fails to attend two (2) consecutive meeting of the Board; or if there has been a breach of fiduciary responsibility. The resulting vacancy shall be filled in the manner specified herein.

Article VII. Workforce Development Board Meetings and Attendance

The WDB shall meet quarterly. WDB members are expected to be actively engaged in the work of the local WDB, attending meetings as well as serving on local WDB Committees.

Any member who fails to attend three (3) consecutive meetings without sufficient cause and notice shall receive a written notice which requires that the non-complying member provide notice within thirty (30) days of their intention to remain on the WDB. Failure to provide such notice amounts to a resignation from the position. Provision of such notice without full attendance at subsequent meetings shall also amount to resignation from the position without the requirement for additional written notice of termination.

Article VIII. Special Rules

All WDB meetings shall be open for attendance to the public. Non-members of the WDB may be allowed to participate in discussion or debate but shall not be permitted to vote on any WDB business. Only WDB members may vote on resolutions or other matters which come before the WDB. If a WDB member is unable to attend a meeting, they may designate an alternate representative from the firm, agency or organization that they represent.

At the start of the meeting and prior to holding a vote on any issue, the WDB Chair must confirm that sufficient members are present to constitute a quorum. Prior to holding a vote, the WDB chair must announce that only members are permitted to vote on an issue. Further, the WDB Chair must make a reasonable effort to confirm that those individuals voting on an issue are indeed members.

Article IX. Conflict of Interest

Unless otherwise amended or superseded, the Board is regulated by the Mercer County Code of Ethics as found within the County of Mercer Personnel Policy and to the extent not in conflict, the Conflict of Interest Directive promulgated by the New Jersey Department of Labor NJD-2-94 as well as the following:

a. In addition to the requirements at 29 CFR 95.42 or 20 CFR 97.36 (b) (3) (as applicable), which address codes of conduct and conflict of interest issues related to employees:

(i) A State Board member or a Local Board member or Youth Council member must neither cast a vote on, nor participate in, any decision-making capacity on the provision of services by such member (or any organization which that member directly represents), nor on any matter which would provide any direct financial benefit to that member or a member of his immediate family.

(ii) Neither membership on the State Board, the local Board or the Youth Council, nor the receipt of WIOA and/or WFNJ funds to provide training and related services, by itself, violates these conflicts of interest provisions.

b. A conflict of interest under this section would also arise when:

- (i) The individual,
- (ii) Any member of the individual's immediate family*,
- (iii) The individual's partner, or
- (iv) 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 a monetary award or grant.

(*For purpose of this Section the term "immediate family" means the individual's spouse, child, parent or sibling residing in the same household.)

The officers, employees, or agents of the agency and WDB members making the award will neither solicit nor accept gratuities, favors, or anything of monetary value from awardees, or potential awardees, or parties to sub-agreements. States and sub-recipients may set minimum rules where the financial interest is not substantial or the gift is an unsolicited item of nominal intrinsic value.

Article X. Ratification and Amendment

These By-Laws shall be ratified by a two-thirds majority vote of those in attendance at a duly noticed WDB meeting. These By-laws may be amended in writing by a two-thirds majority vote of those in attendance at any duly noticed WDB meeting. Any proposed amendments must be submitted to the Chair in writing at least Thirty-Five (35) days prior to a scheduled and duly noticed meeting. Written notice of the proposed amendment shall be circulated to the membership for review and comment at least Thirty (30) days prior to the next scheduled and duly noticed meeting.

Approved: October 16, 2012

First Amendment Approved: April 23, 2013

Second Amendment Approved: May 23, 2017

Third Amendment Approved: January 29, 2019

Fourth Amendment Approved: January 26, 2021