

## Full Board Meeting

Mark Gibson, Chair

8:00 a.m. **Welcome & Introductions**

Mark Gibson, Chair

8:05 a.m. **Approval of Past Meeting Minutes: May 24, 2017 (AI)**

Mark Gibson, Chair

8:10 a.m. **Approval of Consent Agenda (All)**

Mark Gibson, Chair

8:15 a.m. **Reports**

- Literacy Council Letoyia Horton
- Youth Committee Danea Badio-McCray
  - Educational Pathways Into Careers (EPIC)
- Governance & Org Development Bryant McDaniel
  - Vice-Chair Nomination
  - By-laws Update (Alll)
- Finance & Administration Sarah Dimond
  - Audit
- Partners Council Michelle Jenkins-Clark
  - Disability Awareness Event
- Business Services Committee Alisa Jackson
- Business Services Committee Rob Garcia

8:40 a.m. **CEO Report**

- PY 2016 Monitoring Visit Summary
- Annual Report
- Upcoming Goals and Priorities

9:00 a.m. **Adjourn**

**ATTACHMENTS:**

AI: Meeting Minutes: May 24, 2017

All: Consent Agenda

Alll: By-laws Changes

**Workforce Development Board Minutes**

Mark Gibson, Vice-Chair

MEMBERS PRESENT	STAFF PRESENT	MEMBERS ABSENT
Daneea Badio-McCray	Nicole Carsten	Rick Aranson
Rob Garcia	David Cormier	Rex Bishop
Mark Gibson	Donna Frankovsky	Yvonne Byars
Tim Gordon	John Helton	Valerie Carter
Letoyia Horton	Bill Haskins	Greer Gallagher
Nick Kelland	Glenda Hicks	Beth Herman
Tra Moore	Alisa Jackson	Bryant McDaniel
Terence Norman	Aida Jones	Rich Mohr
Kimberly Roberts	Rose Middendorf	Mark Templeton
Jeff Rogers		
Scott Russell		
Elizabeth Scott		
Tamika Stafford		
McKieva Sullivan		
Dennis Winslow		
Petra Young		

**I. Welcome & Introductions**

The **meeting** was called to order at **8:10 a.m.** with welcome and introductions by Mark Gibson, vice-chair.

**II. Approval of Prior Meeting Minutes**

Mark Gibson asked the board to review the minutes from the March 22, 2017 Workforce Development Board meeting and asked for a motion to approve.

The minutes were amended with the explanation that the audit was favorable.

**Motion** made to approve the amended March 22, 2017 meeting minutes by Tra Moore and further seconded by Kimberly Roberts. Motion subsequently carried (*Sixteen members voted yea and there were no nays*).

**III. Committee Council Reports**

Literacy Council

Letoyia Horton informed the board that the Are You Smarter than a 10-Year-Old? fundraiser was a success. The winners were InfoMart with the Smarty-pants award and SJV with the spirit award. She also added that the turnout of people in attendance was very good and the money raised was going to be divided among different areas supported by the literacy council, including digital literacy, the YELLS program and Marietta City Schools.

#### Youth Committee

Daneeza Badio-McCray informed the board that they were still working on new ways of recruiting students and the Paxen contract would soon be up for renewal.

#### Planning, Governance and Organizational Development

##### Vice-Chair Nominations:

John Helton told the board the process for finding a vice-chair nominee was still underway and there would be more information to share at the WDB meeting in July.

#### Finance and Administration

Mark Gibson explained to the board the 990 had been submitted also adding that the FY 2017 budget would be discussed at the next WDB meeting.

#### Business Services/Cobb Workforce Partnership

Rob Garcia spoke to the board regarding the new Business Services/Cobb Workforce Partnership Committee. He said he hoped this committee would be a bridge between the work that is done by WorkSource Cobb and the Cobb Chamber. He also expressed that areas seeing growth and development were apprenticeships and manufacturing and they would be working with college and career academies to seek out opportunities to advance what was already being started.

### **IV. CEO Report**

John Helton referred the board to the CEO report PowerPoint.

#### HDCI

Helton informed the board that the HDCI grant application had been completed and that the area had been awarded \$400,000 for advancing transportation and logistics, healthcare and IT, stating also that ARC would be the lead administrative entity and CareerRise would be the lead programmatic entity.

#### WIOA Implementation

Helton stated that the implementation of the One-Stop Operator selection and guidelines would be effective July 1, 2017, adding that an MOU and IFA would be drafted and approved by the executive committee in addition to certifying WorkSource Cobb's affiliate sites.

#### CEFGA

Helton recommended the board renew the contract with CEFGA for the period of July 1, 2017 to June 30, 2018 for no greater than \$300,000.

Tim Gordon called for a motion to renew the contract between WorkSource Cobb and CEFGA for the period of July 1, 2017 to June 30, 2018 with a budget not to exceed \$300,000.

**Motion** made by Rob Garcia and further seconded by Elizabeth Scott. Motion subsequently carried (*Sixteen members voted yea and there were no nays*).

#### Adult Literacy Provider Proposals

John Helton briefly touched on the proposals for the adult literacy provider in Cobb County. He stated that three had been approved at the April 14, 2017 executive committee meeting including Cobb Adult Education (Cobb County BOE), Catholic Charities, and Center for Pan Asian Community

Services. The next step required the board to ratify the approval made by the Executive Committee.

Tim Gordon called for the ratification of the adult literacy provider proposals as approved by the Executive Committee. Sixteen members voted yea, there were no nays.

#### Facility Update

Helton announced that the \$1 million in CDBG funds awarded for a new facility were received and the next step was to appoint a committee to lead the facility plan. If any board members were interested, they should inform him after the meeting.

#### **ACTION ITEMS:**

- **CEO would look into appoint WDB members to the Facility Plan Committee.**

#### **V. Adjourn**

After hearing no other business, the meeting was adjourned at 9:13 a.m.

## Cobb Workforce Development Board

### CONSENT AGENDA

September 20, 2017

The purpose of the consent agenda is to allow the full workforce investment board the opportunity to address routine board issues or actions that have been previously approved by various committees. Upon request by any board member, an item(s) on the consent agenda may be removed for full discussion by the board. Similarly, any board member may pose questions regarding the items listed.

**1. To authorize a 90-day contract extension for Paxen (youth provider) with funds up to \$125,000.**

Background: Youth service provider contract extension to allow for performance approval before committing to another year long contract.

Originating Committee:      Executive Committee  
Date Approved:                  June 14, 2017

**2. To approve the FY18 budget**

Background: Budget put forth for the FY18 totaling \$7.1 million. (See attachment)

Originating Committee:      Executive Committee  
Date Approved:                  June 14, 2017

**3. To authorize the execution of the partner MOU and IFA**

Background: The Partner Memorandum of Understand and the Infrastructure Funding Agreement were updated to meet the standards of WIOA for the One-Stop Operator.

Originating Committee:      Executive Committee  
Date Approved:                  June 14, 2017

**4. To authorize the certification of CobbWorks as the comprehensive one-stop location and REACT (Accountability Courts) and the Mobile Career Center as affiliate sites**

Background: WIOA regulations require all one-stop and affiliate locations be certified.

Originating Committee:      Executive Committee  
Date Approved:                  June 14, 2017

**5. To authorize the negotiation with the One-Stop Operator bidder**

Background: Executive Director requested authorization to negotiate with In-the-Door, the sole bidder, to reach a contract agreement; however, in the event that a successful negotiation could not be reached, to declare a failed procurement.

Originating Committee: Executive Committee  
Date Approved: June 14, 2017

**6. To authorize the maintenance contract with American Facilities Services**

Background: Accept the American Facilities Services bid for a one-year contract with the option to renew for two additional years a year at a time.

Originating Committee: Executive Committee  
Date Approved: June 14, 2017

**CobbWorks, Inc.**  
**Operation Budget**  
**Period July 1, 2017 to June 30, 2018**

REVENUE	PY2017 WIOA	PY2016 WIOA	PY2016			Total
			Carryover Grants Adult & Dislocated Worker	Cobb Literacy Council	Building Grant	
Grants -Federal	\$ 4,243,792.00	\$ 4,622,890.00	\$ 1,795,960.00		\$ 1,000,000.00	\$ 7,039,752.00
Grants -State & Local				\$ 95,882.37		\$ 95,882.37
Fundraiser				\$ 16,000.00		\$ 16,000.00
<b>Total Revenue</b>	<b>\$ 4,243,792.00</b>	<b>\$ 4,622,890.00</b>	<b>\$ 1,795,960.00</b>	<b>\$ 111,882.37</b>	<b>\$ 1,000,000.00</b>	<b>\$ 7,151,634.37</b>
<b>Expenses</b>						<b>\$ -</b>
<b>Budget</b>						<b>\$ -</b>
Total Salaries, Fringe Benefits & ADP Fees	1,744,850.53	1,743,402.99	\$ -	21,770.58	-	\$ 1,766,621.11
Office Supplies	\$ 28,750.00	\$ 66,800.00	\$ -	\$ 2,390.00		\$ 31,140.00
Equipment	\$ 27,600.00	\$ 95,080.98	\$ -			\$ 27,600.00
Gas & Diesel	\$ 5,750.00	6,200.00	\$ -			\$ 5,750.00
Title, Tag, & Notary	\$ 2,000.00		\$ -			\$ 2,000.00
Accounting & Auditing	\$ 20,000.00		\$ -	-	-	\$ 20,000.00
Administrative Services	\$ 151,819.00	120,000.00	\$ -	-	-	\$ 151,819.00
Professional Services	\$ 160,000.00		\$ -	2,220.00		\$ 162,220.00
Grants and Awards	\$ -	-		5,000.00		\$ 5,000.00
Contract Services	\$ 1,152,558.00	\$ 800,000.00	\$ -	60,460.96	-	\$ 1,213,018.96
Rent (Youth)	\$ -	28,166.00				\$ -
Rent (CobbWorks)	\$ 59,330.00	59,330.00	\$ -	2,680.00	-	\$ 62,010.00
WIA Training Expense	\$ 747,209.47	1,519,689.45	\$ 1,795,960.00	-	-	\$ 2,543,169.47
Computer Charges	\$ 11,100.00	27,794.58	\$ -			\$ 11,100.00
Postage	\$ 1,080.00	20,000.00	\$ -	-	-	\$ 1,080.00
Telephone & Telegraph	\$ 12,500.00	15,000.00	\$ -	-	-	\$ 12,500.00
Telephone Equipment	\$ 6,300.00		\$ -			\$ 6,300.00
Registration Fees	\$ 5,700.00	12,000.00	\$ -	-	-	\$ 5,700.00
Travel Expense	\$ 13,750.00	\$ 17,000.00	\$ -	3,895.85		\$ 17,645.85
Advertising & Legal Notices	\$ -	3,000.00	\$ -	-	-	\$ -
General Printing Charges	\$ 5,700.00	20,000.00	\$ -	-	-	\$ 5,700.00
Insurance	\$ 22,051.00	\$ 15,862.00	\$ -			\$ 22,051.00
Utilities	\$ 18,844.00	\$ 16,800.00	\$ -			\$ 18,844.00
Other Costs (primarily GED related)	\$ -	-		5,250.00		\$ 5,250.00
Annual Service/Maintenance Contracts	\$ 26,000.00	25,764.00	\$ -	-	-	\$ 26,000.00
Building & Grounds- Repair/Maint. Svc	\$ 2,300.00	1,000.00	\$ -	-	-	\$ 2,300.00
Memberships	\$ 16,000.00	5,000.00	\$ -	-	-	\$ 16,000.00
Subscription, Directories, & Publications	\$ 2,300.00	5,000.00	\$ -	-	-	\$ 2,300.00
Capital Expenditures					1,000,000.00	\$ 1,000,000.00
Parking Deck Fees	\$ 300.00		\$ -			\$ 300.00
<b>TOTAL EXPENSES</b>	<b>\$ 4,243,792.00</b>	<b>\$ 4,622,890.00</b>	<b>\$ 1,795,960.00</b>	<b>\$ 103,667.39</b>	<b>\$ 1,000,000.00</b>	<b>\$ 7,143,419.39</b>
	\$ 4,243,792.00	\$ 4,622,890.00	\$ 1,795,960.00	\$ 111,882.37	\$ 1,000,000.00	
<b>INCOME OVER (UNDER) EXPENSES</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 8,214.98</b>	<b>\$ -</b>	<b>\$ 8,214.98</b>

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**COBB COUNTY WORKFORCE DEVELOPMENT BOARD  
BY-LAWS**

**ARTICLE I - NAME**

The name of the organization shall be the Cobb County Workforce Development Board, hereinafter referred to as the CCWDB.

**ARTICLE II - PURPOSE OF THE WORKFORCE DEVELOPMENT BOARD**

The CCWDB's purpose is to:

- A. Lead efforts to engage employers through the development of sector partnerships, identification of career pathways and leveraging of non-federal resources in strengthening the local area's workforce development system;
- B. Provide strategic and operational oversight in collaboration with the required partners and other stakeholders to help develop a comprehensive and high quality workforce development system in the local area and larger economic development planning region;
- C. Assist in the achievement of the state's strategic plan, vision and operational goals as outlined in the Unified State Plan or Combined State Plan; and
- D. Maximize and continue to improve the quality of services, customer satisfaction and effectiveness of the services provided.

The CCWDB shall be responsible for providing policy guidance for and exercising oversight with respect to a local workforce development system operated under the Workforce Innovation and Opportunity Act in partnership with the Chief Local Elected Official (CLEO) of Cobb County. The geographic service area for the CCWDB shall be Cobb County, Georgia.

The CCWDB shall in accordance with an agreement with the CLEO:

- A. Develop and submit a 4-year local plan as a well as a regional plan in collaboration with other local areas in the same planning region.
- B. Conduct workforce research and regional labor market analysis to include requirements in Sec. 679.37(c)(1) through (c)(3) of WIOA regulations.
- C. Convene stakeholders to assist in the development of the local plan and in identifying non-federal expertise and resources to leverage support for workforce development activities.
- D. Lead efforts to engage with a diverse range of employers and other entities in the region to: promote business representation on the local board; develop effective linkages with employers in the region; ensure workforce activities meet the needs of employers and support economic growth by enhancing communication, coordination and collaboration among employers, economic development entities and service providers; and develop and implement proven and promising strategies to meet the employment and skill needs of workers and employers (such as the establishment of industry and sector partnerships) that provide the skilled workforce needed by employers in the region and that expand employment and career advancement opportunities for workforce system participants in in-demand industry sectors or occupations.
- E. Lead efforts to develop and implement career pathways within the local area and in

collaboration with representatives of secondary and post-secondary education programs by aligning the employment, training, education, and supportive services that are needed by adults and youth, particularly individuals with barriers to employment.

- F. Lead efforts in the local area to identify and promote proven and promising strategies and initiatives for meeting the needs of employers, workers and jobseekers, and identify and disseminate information on proven and promising practices carried out in other local areas for meeting such needs.
- G. Develop strategies for using technology to maximize the accessibility and effectiveness of the local workforce development system for employers, workers and jobseekers.
- H. In partnership with the chief elected official for the local area:
  - a. Conduct oversight of youth workforce activities authorized under WIOA Sec. 129(c), adult and dislocated worker employment and training activities under WIOA Sec. 134 (c) and (d); and entire one-stop delivery system in the local area;
  - b. Ensure the appropriate use and management of the funds provided under WIOA subtitle B for the youth, adult, and dislocated worker activities and one-stop delivery system in the local area; and
  - c. Ensure the appropriate use management, and investment of funds to maximize performance outcomes under WIOA sec. 116.
- I. Negotiate and reach agreement on local performance measures with the CLEO and the Governor.
- J. Negotiate with CLEO and required partners on the methods for funding the infrastructure costs of one-stop centers in the local area in accordance with § 678.715 or notify the Governor if they fail to reach agreement at the local level and will use a state infrastructure funding mechanism.
- K. Select the following providers in the local area, and where appropriate, terminate such providers in accordance with 2 CFR part 200:
  - a. Providers of youth workforce activities through competitive grants or contracts based on the recommendations of the Youth Standing Committee.
  - b. Providers of training services consistent with state requirements and WIOA Sec. 122;
  - c. Providers of career services through the award of contracts, if the one-stop operator does not provide such services; and
  - d. One-stop operators in accordance with §678.600 through §678.635.
- L. In accordance with WIOA Sec. 107(d)(10)(E) work with the state to ensure there are sufficient numbers and types of providers of career services and training services serving the local area and providing the services in a manner that maximizes consumer choice, as well as providing opportunities that lead to competitive integrated employment for individuals with disabilities. Consumer choice requirements shall be met by complying with §678.380.
- M. Coordinate activities with education and training providers in the local area, including:
  - a. Reviewing applications to provide adult education and literacy activities under Title II for the local area to determine whether such applications are consistent with the local plan;
  - b. Making recommendations to the eligible agency to promote alignment with such plan; and
  - c. Replicating and implementing cooperative agreements to enhance the provision of services to individuals with disabilities and other individuals, such as cross training of staff, technical assistance, use and sharing of information, cooperative

efforts with employers, and other efforts at cooperation, collaboration and coordination.

- N. Develop a budget for the activities of the local board, with approval of the CLEO and consistent with the local plan and the duties of the local board.
- O. Assess, on an annual basis, the physical and programmatic accessibility of all one-stop centers in the local area, in accordance with WIOA sec. 188, if applicable, and applicable provisions of the Americans with Disabilities Act of 1990 (42 U.S.C. 12101 et seq.).
- P. Certification of one-stop centers in accordance with § 678.800.
- Q. Enter into an agreement with the Chief Local Elected Officials (CLEOs) that describes respective roles and responsibilities of the board and CLEOs.

### **ARTICLE III - MEMBERSHIP**

The members of the CCWDB must be selected by the CLEO consistent with criteria established under WIOA Sec. 107 (b) and criteria established by the Governor and must meet the requirements of WIOA Sec. 107 (b) (2). The CCWDB will consist of a minimum of nineteen (19) members. An individual may be appointed as a representative of more than one entity if the individual meets all the criteria for representation, including the criteria described in paragraphs (C) through (G) of § 679.320. The board composition shall meet the requirements stipulated in WIOA:

- A. A minimum of 51% who are representatives of business in the local area and who shall be owners, chief operating officers, chief executive officers or other individuals with optimum policy making or hiring authority; and whose businesses provide employment opportunities in in-demand industry sectors or occupations. WIOA sec. (23) A minimum of two business representatives shall represent small business.
- B. At least 20% of the total board shall be:
  - a. A minimum of two (2) representatives of organized labor or other representatives of employees, if existing in the area.
  - b. A representative of a joint labor-management or union-affiliated registered apprenticeship, if those programs exist or a representative of a registered apprenticeship program if one exists in the local area.
  - c. May include one or more community-based organization qualifying for § 679.320 (c) 3.
  - d. May be representatives of organizations with experience and expertise in addressing services to eligible youth per § 679.320 (c) 3.
- C. At least one (1) representative of providers of adult education and literacy § 679.320 (d)(1).
- D. At least one (1) representative from institutions of higher education providing workforce activities § 679.320 (d)(2).
- E. At least one (1) representative each from (a) economic and community development entities; (b) State Employment Service (Wagner-Peyser Act); and (c) programs under Title I of the Rehabilitation Act of 1973 other than sec. 112 on Part C of that title.
- F. The memberships of the WDB may include other representatives per § 679.320 (e) (1) through (e) (4).

All representatives will have optimum policy-making authority within the entities they represent. Nominations will be from designated organizations in accordance with § 679.320 (g) (1) through (3).

#### **ARTICLE IV - APPOINTMENT, VACANCY/ REPLACEMENT, OR REMOVAL OF DIRECTORS**

Directors of the CCWDB shall be appointed or replaced by the CLEO with nominations solicited for appropriate organizations\*:

- A. Business representatives shall be appointed from among individuals who are nominated by local business organizations and business trade associations.
- B. Labor representatives shall be appointed from among individuals who are nominated by local labor federations (or, for a local area in which no employees are represented by such organizations, other representatives of employees; and
- C. Institutions providing adult education and literacy activities under Title II and institutions of higher education providing workforce investment activities as described in WIOA 107(b)(2)(C)(i) or (ii) shall provide nominations through solicitation from those particular entities (WIOA sec 107(b)(6)).
- D. Required WIOA partners and other organizations shall be requested to provide nominations for representatives.

*\* Note for initial PY15 transition appointments: Workforce Investment Board (WIB) members under the Workforce Investment Act (WIA) who otherwise meet WIOA member eligibility criteria will be appointed to the CCWDB outside the nominations process specified above.*

#### **ARTICLE V - TERMS OF OFFICE**

Initial appointments will be staggered with one-half of the members having terms of three years; one-half having an initial term of two years. Other than the initial period terms, the terms of office of the directors of the WDB are determined to be three (3) year terms. Appointments begin on July 1, 2015 and end on June 30, 2017 or June 30, 2018, according to whether it is a one or two or three-year term.

It shall be the duty of the CLEO to appoint members to fill all vacancies. A position on the CCWDB is considered vacant on the date the term expires, a member becomes ineligible, a member is removed, resigns or dies. In addition, a board member shall be automatically removed and replaced for failing to attend three consecutive board meetings without cause. In the case of an appointment to fill a vacancy on the Board, the replacement member's term shall begin on the date of concurrence by the CLEO as to the member's replacement unless otherwise specified, and shall end on the date designated for the original appointment for whom the replacement is selected. The CLEO shall be notified regarding board vacancies within 10 days of the notification from the member resignation, removal or death.

#### **ARTICLE VI - OFFICERS AND DUTIES**

The officers of the CCWDB shall consist of a Chairman and a Vice-Chairman to be elected by the CCWDB. The Chairman and Vice-Chairman must be representatives of the private sector. The terms of the officers shall begin in July 2015 and shall be for two (2) years and shall serve no more than 2 terms or until their successors are duly elected and qualified. The CCWDB may fill vacancies for officers at any meeting. Initial elections shall be through June 30, 2017 with the full two (2) year term to commence July 1, 2015.

If during their term of office, the Chairman or Vice-Chairman should no longer be employed in the private sector, the position shall be declared vacant and be filled in accordance with Article IV of these By-Laws.

The Chairman shall preside at the meetings of the CCWDB and shall see that all orders and resolutions of the WDB are communicated to the proper persons or entities for implementation.

The Vice-Chairman shall perform the duties of the Chairman in his/her absence and shall assume the elected Chairman's office should the office be vacated prior to the completion of the two-year term.

The CCWDB may appoint such other officers as the business of the CCWDB may require, each of whom shall hold office for such period and have such authority to perform duties as are provided by the By-Laws or as the CCWDB may determine.

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

The CCWDB shall have an Executive Committee which shall be composed of the Chairman, Vice-Chairman, the immediate past Chairman, and the Chairmen of standing committees. The Executive Committee may have such authority as may be designated by the WDB. The Executive Committee shall be responsible for coordinating and overseeing the activities of the board and committees to ensure the satisfactory performance of functions stipulated by the Governor, the By-laws and all pertinent statutes and regulations. The Executive Committee shall also guide the administrative management of the board.

The Executive Committee shall have general supervision of the affairs of the board in the intervals between board meetings. The Executive Committee may meet as often as it deems necessary. The Executive Committee shall make recommendations to the board and exercise such powers as may be delegated to it by the board. The Executive Committee shall act on behalf of the board between regularly scheduled board meetings. Actions of the Executive Committee shall be the actions of the board unless rejected by the board at its next meeting.

The Executive Committee shall act on behalf of the board when quorums are not established at a board meeting. When the Executive Committee acts on behalf of the board in the absence of a board quorum, the acts of the Executive Committee shall be the acts of the board.

The CCWDB shall have a Standing Youth Committee to provide information and to assist with planning, operational oversight and other issues relating to the provision of services to youth. The Youth Standing Committee members shall include: a member of the CCWDB who chairs the committee, members of community based organizations with a demonstrated record of success in serving eligible youth and other individuals with appropriate expertise and experience who are not members of the CCWDB. The Youth Committee shall reflect the needs of the local area. Members may represent agencies such as education, training, health, mental health, housing, public assistance, and justice or be representatives of philanthropic or economic and community development organizations and employers. The Youth Committee may also include parents, participants and youth. (WIOA sec. 129 (c)(3)(C). The Youth Committee members may be voting members of the committee but non-voting members of the CCWDB.

The Chairman shall have the authority to appoint standing or special committees for any

legitimate purpose at his/her discretion. A legitimate purpose is defined as one needed to achieve the stated and approved objectives of the CCWDB. The term of any special committee shall expire upon the completion of the task for which it was created.

#### **ARTICLE VIII - MEETINGS**

The CCWDB shall meet at least quarterly. The regular meetings shall be held at a location to be designated by the Chairman. Notice of regular meetings, specifying time, date, location and agenda, shall be provided, in writing or electronically, to board members seven (7) days prior to scheduled meetings. All meetings shall be in compliance with the open meeting requirements of the Official Code of Georgia, Annotated. A record shall be made of all meetings of the board in accordance with the aforementioned requirements. The date and frequency of meetings may be revised at the discretion of the Chairman except that meetings will not be held less frequently than quarterly. Special meetings of the board may be called by the Chairman or CLEO, or by written request of a majority of board members. Notice of special meetings shall be provided to board members at least three business days prior to the special meeting and shall state the purpose of the meeting. Public notice of meetings shall be provided pursuant to the provisions of The Georgia Open Meeting Act 50-14-1 (f). The local board shall make available to the public, on a regular basis through electronic means and open meetings, information regarding the activities of the local board, including information regarding the local plan prior to submission of the plan, and regarding membership, the designation and certification of one-stop operators, and the award of grants or contracts to eligible providers of youth workforce investment activities, and on request, minutes of formal meetings of the local board.

#### **ARTICLE IX - QUORUM**

A majority (50% +1) of the current members of the CCWDB shall constitute a quorum for the transaction of business at any meeting of the CCWDB. The members present at a meeting at which a quorum was determined to be present may continue to transact business until adjournment notwithstanding the withdrawal of enough members to have less than a quorum.

#### **ARTICLE X - VOTING**

Each member shall be entitled to one (1) vote on each matter brought before the CCWDB. The member must be present in order to cast a vote. Proxy voting is prohibited. The action of the majority of the quorum present at any meeting shall be the action of the board. In all voting matters members shall adhere to the CCWDB Code of Conduct relating to Conflict of Interest.

#### **ARTICLE XI – CODE OF CONDUCT**

CCWDB members shall be required to sign and file an affidavit with the Georgia Department of Economic Development Workforce Development Division as follows:

I hereby affirm and attest that I have read and understand the duties, obligations and restrictions imposed upon me by the Conflict of Interest and Code of Conduct Policy contained at Ga. Comp. R. & Regs. r. 159-2-1-.06, and that to date, I have not engaged in any conduct that would constitute a violation of the Conflict of Interest and Code of Conduct Policy. I hereby further affirm and attest that I will adhere to the duties, obligations, and restrictions identified in the Conflict of Interest and Code of Conduct

Policy, and that I will not engage in any conduct which violates that policy so long as I hold the Public Office or Position identified above.

The affidavit must be filed within 30 days of the official appointment by the CLEO or prior to participating in any official action. In the event that a member of the board participates in an official action, such as a vote, without signing and completing the Conflict of Interest Provision, such board member's action/actions shall be void.

Boards shall not contract with, directly or through a business entity, a member of the board, a relative of a board member, or an employee of the board or local elected officials. All potential conflicts of interest involving board members shall be made known prior to the awarding of the associated contract.

A member of CCWDB may not:

- (1) Vote on a matter under consideration by the local board or participate in decision making:
  - a) regarding the provision of services by such member (or by an entity that such member represents); or
  - b) That would provide direct financial benefit to such member or the immediate family of such member; or
- (2) Engage in any other activity determined by the Governor to constitute a conflict of interest as specified in the state plan.

Code of Conduct (governs the performance of members or administrative staff in contracting with or procuring services, supplies or equipment with federal funds under a WIOA grant or agreement).

No member of the CCWDB or administrative staff shall:

- (1) Solicit or accept gratuities, favor, or anything of monetary value from suppliers or potential suppliers including subcontractors under recipient contracts; or
- (2) Participate in the selection, award or administration of a procurement supported by WIOA funds in any case where the individual is aware that he or she, or any member of his/her immediate family, or his/her partner, or any organization that employs or is about to employ any of those persons, has any financial or material interest in any organization that may be considered for an award.

To the extent permitted by laws or regulations, the CCWDB will enforce penalties, sanctions, or other disciplinary actions (such as suspension, termination, or civil action to recover money damages) for grant or agreement-related violations of law or the Code of Conduct by officers, CCWDB members, staff, or by (sub) contractors of an agent or their agents.

Whenever a potential conflict of interest situation arises in the conduct of business, it shall be handled in the following manner:

- A. Before each vote regarding the award of WIOA funding, the CCWDB Chairman shall ask if a conflict exists. The individual members shall divulge the existence and the reasons for the potential conflict and refrain from voting on or participating in related discussions regarding the award, except as provided in "B" below.
- B. At the direct request of the affected member, the CCWDB shall decide if a direct relationship for conflict exists. If it is decided a conflict exists, the affected member shall

refrain from voting on the issue creating the conflict of interest. Should the CCWDB determine a direct conflict of interest does not exist, the CCWDB shall enter into the minutes the nature of the alleged conflict and the reasons for determining a conflict did not exist.

- C. Where the potential for conflict of interest exists, a local CCWDB member will recite (in the minutes) that the member has neither voted on the matter nor participated in the decision-making process. The minutes or other official record of the meeting should leave no question as to the status of the CCWDB member at issue.
- D. Recipients of WIOA funds are not permitted to hire or contract with anyone who has an immediate family member in a decision making administrative or staff position, if funding or employment decisions involving that person may be affected by virtue of that family relationship. This is not intended to absolutely prevent the hiring of an individual or the awarding of a contract simply because of the existence of a family relationship, nor is it intended to keep any eligible applicant from participating in WIOA programs or activities solely because of such a family relationship. This policy is intended to ensure that whenever there is the potential for (or appearance of) nepotism, the situation is brought into the open, allowing all facts, issues and circumstances to surface and be discussed. When a Workforce Board/Youth Committee member, local elected official, staff member, or contractor is aware of a possible case of nepotism, they should divulge the existence of the situation to the hiring or contracting authority and remove themselves from the decision making process. This will allow proper assessment of the situation prior to decision making and ensure the selection process provides adequately for equal opportunities and fair and open competition. Additionally, it will assure that family relationships do not affect the hiring or the awarding of the contract.
- E. For clarity, definitions are as follows:  
Immediate Family - This term applies to the husband, wife, son, son-in-law, daughter, daughter-in-law, mother, mother-in-law, father, father-in-law, brother, brother-in-law, sister, sister-in-law, aunt, uncle, niece, nephew, step-parent, step-child, grandparent, and grandchild.

Administrative or Staff Position - These terms apply to any positions held by persons who have any governing or management responsibilities for a WIA funded program. This would include:

- all elected or appointed officials who have any responsibilities for obtaining or approving any grant funded under the Act;
- other officials who have influence or control over the administration of the program, such as the project director, deputy director, and unit chiefs; and
- individuals (for example, instructors, counselors, and staff personnel involved in administrative, training, or service activities) who are responsible for the selection, hiring, placement, or supervision of Workforce Board staff or participant positions.

The CCWDB, through the application of this code, determines whether a member or staff member directly represents or will receive direct financial benefit from any proposed provision of services.

## **ARTICLE XII - RULES OF ORDER**

All meetings of the CCWDB shall follow rules of order established for the conduct of such meetings as

set forth in the Roberts Rules of Order unless otherwise provided for by these By-Laws.

**ARTICLE XIII - INSURANCE**

The CCWDB may direct its administrative entity to purchase and maintain Directors and Officers liability insurance on behalf of any person who is and/or was a Director, officer, employee or agent of the CCWDB or its administrative entity, or who is or was serving at the request of the CCWDB as a member, officer, employee or agent of another CCWDB partnership, joint venture, trust or other enterprise, against any liability asserted against him/her and incurred by him/her in any such capacity, or arising out of his/her status as such.

**ARTICLE XIV - AMENDMENTS OF BY-LAWS**

The By-Laws may be amended, supplemented, or superseded only by the affirmative vote of not less than a majority of the directors of the Workforce Board present, provided there is a quorum present, and directors were given at least ten (10) days of written notice of such proposed amendments.

Effective July 1, 2015

*Revised January 27, 2016 – Article XI-Code of Conduct verbiage was revised to reflect the policy put forth by Georgia Department of Economic Development Workforce Division.*

*Revised July 27, 2016 - Article V- Terms of office was revised to include the removal of non-participatory board members failing to attend three consecutive board meetings without cause.*

*Revised July 27, 2016 – Article IX-Quorum was revised from 30% to a majority (50% +1) to reflect the policy put forth by Georgia Department of Economic Development Workforce Development.*

I, \_\_\_\_\_, acknowledge receipt of the Cobb Workforce Development by-laws. I further acknowledge that I have read, understand, and accept its entirety and that I have retained a copy of the by-laws for my own records.

\_\_\_\_\_  
Signature of CWDB Member

\_\_\_\_\_  
Date