



**BY-LAWS OF THE
GRUNDY LIVINGSTON KANKAKEE WORKFORCE BOARD**

Article I - General

Section 1. Name

The name of the organization shall be the Grundy Livingston Kankakee Workforce Board, hereinafter referred to as the Workforce Board. The Workforce Board is established by Public Law 105-220, the Workforce Investment Act of 1998 (H.R.1385).

Section 2. Service Area

The Workforce Board shall serve the residents of Workforce Investment Area (WIA) #11 (Grundy, Livingston and Kankakee counties), Illinois.

Article II - Purpose

Section 1. General Purpose

The Workforce Board shall strive to enhance workforce quality to meet regional needs by providing equal opportunity for all to achieve economic independence and improved quality of life through establishing an evolving collaborative system that promotes life-long learning and proactively addresses the workforce needs and requirements of the community and employer base.

The Workforce Board shall, in conjunction with the Grundy, Livingston and Kankakee County Chief Elected Officials (CEOs), use available funding in ways that will most effectively satisfy the labor demand needs of the residents and business community of WIA #11 to enhance the economic well-being of the region.

Section 2. Specific Responsibilities

The Workforce Board shall perform the following specific responsibilities in conjunction with the CEOs:

- A. Develop and submit the five-year local Workforce Investment plan.
- B. Designate the One-Stop Operator(s).
- C. Develop a budget for Workforce Investment activities.
- D. Oversee the local Workforce Investment programs and One-Stop System.
- E. Negotiate Memorandums of Understanding (MOUs) with One-Stop Partners.
- F. Select service providers for WIA Title IB programs.
- G. Establish employer linkages for the local Workforce Investment system.
- H. Identify eligible providers of training services.
- I. Negotiate local performance measures.
- J. Assist in the development of the statewide employment statistics system.

Article III - Membership

Section 1. Composition

The Workforce Board membership shall be composed of representatives required by the provisions of the Workforce Investment Act and its regulations or policies established by the Governor for the State of Illinois. Membership shall include business, labor, education, community-based organizations

(CBOs), economic development entities, and One-Stop Partners. The majority (51%) of the members shall be representatives of the business sector. Business composition shall reflect the employment opportunities in the area. All members shall have optimum policymaking authority at their place of employment. The Workforce Board membership shall reasonably represent the population of the area.

Section 2. Selection

- A. The Chief Elected Officials (CEOs) shall make initial and subsequent appointments to the Workforce Board in WIA #11 subject to the provisions of the Workforce Investment Act and its regulations and pursuant to the policies established by the Governor for the State of Illinois and the local CEO agreement.
- B. At least fifty-one percent (51%) shall be private sector members who are owners of businesses, chief executives or operating officers of businesses, and other business executives or employers with optimum policymaking or hiring authority. Business composition shall reflect employment opportunities in the area. Local business organizations or business trade shall nominate all business member associations.
- C. At least two members shall represent each of the four following public sectors: education, one of which is a Community College President; labor; community-based organizations; and, economic development entities.
- D. Each public sector representative shall have optimum policymaking authority. Education representatives shall be nominated by regional or local educational agencies. Local labor federations shall nominate Labor representatives.
- E. At least one member shall represent each of the following One-Stop Partners: WIA Title I Adult, WIA Title I Dislocated Workers, WIA Title I Youth, WIA Title I Migrant and Seasonal Farm Workers programs, Wagner-Peyser, Trade Adjustment Act/NAFTA, Veterans, Unemployment Insurance, Adult Education and Literacy, Vocational Rehabilitation, Welfare-to-Work, Senior Community Service Employment Programs, Postsecondary Vocational Education (Perkins Act), Community Service Block Grant (CSBG) employment and training, HUD employment and training. Multiple One-Stop Partners may be represented by a single member with written consent. One-Stop representatives shall have optimum policymaking authority.
- F. An additional required member shall be a representative for the Temporary Assistance for Needy Families (TANF) Program.
- G. Initial terms shall be for a one, two, or three-year term so that one-third of the council is reappointed or replaced annually. Thereafter, all terms shall be for three years.

Section 3. Termination

- A. Any member may resign from the organization upon written request to the Workforce Board Chairperson and the respective CEO. If a member resigns prior to the expiration date of his/her term in office, nominations for filling the vacancy shall be made in the same manner as was made for the resigning member to the CEO. Upon appointment, the member shall serve the unexpired term of the member whose vacancy he/she is filling.
- B. Workforce Board membership requirements include regular attendance at meetings of the Workforce Board and assigned committees. Any member may be removed from the Workforce Board if he/she has three consecutive unexcused absences.

- C. Should a Workforce Board member cease to represent the category to which he/she was appointed to fill on the Workforce Board through change in status, or otherwise become disabled, ill or unable to perform his/her duties on the Workforce Board, he/she shall be removed upon recommendation of the Executive Committee to the CEOs.

Section 4. Alternates

In the event that a Workforce Board member cannot attend a meeting, he/she may designate an alternate to represent him/her at the Board meeting. Alternates may discuss Workforce Board business and relate the member's opinion to the Workforce Board, but shall not have voting rights.

Section 5. Voting Restrictions

Each member of the Workforce Board is entitled to one vote in any action taken by the Workforce Board at a public meeting. Meetings include both in-person and telephonic assemblages.

Section 6. Reimbursement of Expenses

No member of the Workforce Board shall receive compensation for his/her services on the Workforce Board. However, it shall be the policy of the Workforce Board that members may on a voluntary basis be reimbursed for travel to and from meetings of the Workforce Board and its committees if their employer does not provide mileage reimbursement. Mileage reimbursement will be made at the current federal rate.

Article IV - Board Officers and Committees

The Workforce Board Nominating Committee shall present a slate of officers to the Workforce Board. The officers shall consist of the Chairperson, Vice Chairperson, Secretary, and Treasurer. The slate of officers shall be recommended to the Workforce Board and selected based upon a majority vote of the quorum present at the regular meeting in May, every other year beginning in 2004. The slate of officers shall take office in July. The slate of officers shall have one representative from each county and one at-large nominee.

Section 1. Chairperson

The Workforce Board shall have a Chairperson who shall be selected from among the representatives of business and industry.

The Chair shall preside at all meetings of the Workforce Board and shall call special meetings upon proper requisition, or when deemed expedient. The Chairperson shall appoint standing committee chairpersons. The Chairperson may appoint ad-hoc committees, as necessary, for short-term projects or business. The Chairperson shall organize the Workforce Board schedule and agenda, assign responsibilities to standing committees, and serve as immediate supervisor of the Executive Director for the Workforce Board.

Section 2. Vice-Chairperson

The Workforce Board shall have a Vice-Chairperson who shall be selected from among the representatives of business and industry.

The Vice-Chairperson shall preside over meetings in the absence of the Chairperson, and shall in general, perform all duties incident to the office of Chairperson in the absence of the Chair, as well as any other special duties as assigned.

Section 3. Secretary

The Secretary shall, in cooperation with Board staff, prepare and maintain a permanent, written record of all proceedings, transmit notices and agendas to the officers and Workforce Board members, and

transmit a copy of the minutes of each meeting of the Workforce Board to each member prior to the next meeting. The Secretary shall be elected from either the public or private sector membership of the Workforce Board.

Section 3A. Treasurer

The Treasurer shall monitor the control, receipt, and custody of all assets, if any, of the Board and shall monitor the disbursements, if any, as authorized by the Executive committee. The Treasurer shall report the receipt, use and disbursement of all assets of the Board. The Treasurer shall work with Board staff in the preparation of Workforce Board financial reports and ensure that an annual independent audit is conducted. The Treasurer shall ensure that an operating budget is developed and a financial report prepared bi-monthly for the Workforce Board. The Treasurer shall be elected from either the public or private sector membership of the Workforce Board.

Section 4. Term of Office

The term of office for the Chairperson, Vice-Chairperson, Secretary, and Treasurer of the Workforce Board shall be for two (2) years. If an officer resigns his/her position on the Workforce Board, a replacement shall be elected by the majority of a quorum of the Workforce Board to serve the unexpired term of office.

Section 5. Executive Committee

The Workforce Board shall have an Executive Committee consisting of the Officers, the Standing Committee Chairs, the immediate past Chairperson of the Workforce Board and any other individuals as elected by the Workforce Board. In the interim between meetings of the Workforce Board, the Executive Committee shall have charge of the routine business of the Workforce Board. The Executive Committee is authorized to act on the behalf of the full Workforce Board in the event of an urgent matter that requires action prior to the next scheduled Board meeting.

Section 6. Committee Structure

The Workforce Board shall have standing committees and ad hoc committees, as necessary, and as determined by the Workforce Board Chairperson.

- A. The Workforce Board Executive Committee shall select Committee Chairs from among the Workforce Board membership.
- B. The Workforce Board shall appoint committee members. Although committee members may include non-Workforce Board persons, at east fifty percent (50%) of the committee members shall be Workforce Board members except for the membership of the Youth Council, the membership of which is prescribed by law.
- C. The Board Chairperson shall appoint a Nominating Committee consisting of three (3) Board members, one representing each county in LWIA #11, for the purpose of nominating officers for the next term. The purpose of the Nominating Committee will be to recommend a slate of candidates for the annual Board of Directors election to fill any resulting vacancies from unexpired terms, and non-reappointment or withdrawal of sponsoring organizations. The Nominating Committee shall meet at least one (1) time per year, unless the Chairperson deems it necessary to meet more often. The committee shall, at the final meeting of the fiscal year, submit to the Board a slate of officers for election, who shall assume office on the first day of July following their election. The Committee shall nominate board members representing the private sector for the office of Chairperson, and consistent with any criteria regarding sector representation that the Board may have adopted, shall nominate board members for the offices of Vice-Chairperson, Secretary, and Treasurer.

Section 7. Standing Committees

In addition to the Executive Committee, there shall be four Standing Committees of the Workforce Board: the Operations Committee, the Business Services Committee, the Marketing/Membership Committee, and the Youth Council. The responsibilities of each of these committees will be outlined as an Addendum to these by-laws.

No committee or its members shall take or make public any formal action, or make public any resolution, or in any way commit the organization on a question of policy without first receiving approval from the Workforce Board. The Executive Committee must first review committee proposals to the Workforce Board. A recommendation by the Executive Committee shall then be made to the Workforce Board.

Section 8. Youth Council Appointments

The members of the Youth Council shall be appointed by the Workforce Board Chair and the CEOs subject to the provisions of the Workforce Investment Act and its regulations and pursuant to the policies established by the Governor for the State of Illinois. In addition, any member of the Workforce Board can elect to serve on the Youth Council.

Article V - Meeting Procedures, Voting Rights

Section 1. Meeting Procedures

- A. Regular meetings of the Workforce Board shall be held at a place to be determined by the members, at such times and as often as they may deem necessary.
- B. Committee meetings shall be noticed and conducted in the same manner and with the same formality as regular Workforce Board meetings.
- C. All Workforce Board and Committee meetings shall be subject to the Illinois Open Meetings Act.
- D. The Executive Director shall send written notice of each meeting to the Workforce Board members.
- E. The Workforce Board committees shall meet at the call of the Workforce Board. Minutes shall be kept of all meetings and shall be available in the Workforce Board office for anyone who requests to see them and shall be reviewed and approved at the next Workforce Board or Committee meeting, as appropriate.
- F. Special meetings of members may be called at any time by the Chairperson or by a petition signed by not less than twenty five percent (25%) of the membership of the Workforce Board setting forth the reason for calling such a meeting.
- G. The public shall be informed of meetings through notice that shall state the purpose of the meeting, the time, and the place. Special meeting notices shall state the purpose of the meeting and whether it has been called by the Chairperson or by petition.
- H. In order to vote on any matter coming before the Workforce Board, a quorum must be present. A quorum shall consist of fifty-one percent (51%) of the membership.

Section 2. Voting Rights

- A. Each member shall have one (1) vote. Members must be present at meetings to cast a vote and may not vote by proxy. Alternates may discuss Workforce Board business and relate the

member's opinion to the Workforce Board but shall not have voting rights.

- B. When an issue presents a possible conflict of interest to a member, said member shall disclose the conflict of interest and shall abstain from voting on said issue. A conflict of interest is any matter that has a direct bearing on services to be provided by the member or any organization that such member directly represents, or any matter which would financially benefit such member or any organization such member represents.

Article VI - Management

The Workforce Board shall with the advice and consent of the CEOs, employ an Executive Director who shall be responsible for the day to day administration of the Workforce Board. The Workforce Board shall set salary and develop the job description for the Executive Director. The Executive Director may hire additional staff as deemed necessary by the Workforce Board.

Article VII – Finances

Section 1. Funds

All money received by the organization shall be placed in a general operating fund, unless restricted or specified otherwise by the funding source.

Section 2. Disbursements

All disbursements of the funds of the Workforce Board shall be expended as approved by the annual budget. All disbursements shall be made by check. The Executive Director and one officer of the Workforce Board shall sign checks.

Section 3. Fiscal Year

The fiscal year of the Workforce Board shall be July 1 through the following June 30.

Section 4. Oversight

The funds of the Workforce Board and the financial practices thereof shall be reviewed regularly by the Treasurer, who may recommend procedures to be followed. There shall be an annual independent audit conducted.

Article VIII - General Provisions

Section 1. Parliamentary Procedures

Workforce Board meetings shall be governed by and conducted according to the Robert's Rules of Order, Revised.

Section 2. Open Meetings Act

Workforce Board meetings shall be open to the public as per 5 Illinois Compiled Statutes (ILCS), Section 120/1 through 120/6.

Section 3. Right of Policy

Nothing in these by-laws shall be construed to take precedence over federal, state, or local laws or regulations or to constrain the rights or obligations or the units of the CEOs or governments party to the consortium agreement.

Article IX - Enactment Provision

These by-laws shall become effective after approval by a fifty percent (50%) vote of the membership

after due notice to the Workforce Board membership. Said notice shall be made no less than three (3) days prior to the meeting at which these by-laws are enacted.

Article X - Indemnification

- A. The Workforce Board shall indemnify any Board member, staff person, officer, or former Board member, staff person, or officer for expenses actually and reasonably incurred by him/her in connection with the defense of any action, suit or proceeding, civil or criminal, in which he/she is made a party by reason of being or having been a Board member, staff person or officer, except in relation to matters in which he/she was adjudged, in the action, suit or proceeding, to be liable for negligence or misconduct in the performance of his/her Board duties.
- B. The right to indemnification under this Article is only available to the extent that the power to indemnify is lawful and to the extent that the person to be indemnified is lawful and to the extent that the person to be indemnified is not insured or otherwise indemnified.
- C. The Workforce Board and the Chief Elected Officials (CEOs) of Grundy, Livingston, and Kankakee counties shall have the power to purchase and maintain insurance sufficient to meet this Article's indemnification requirements.

Article XI - Dissolution

If it becomes necessary to dissolve the Workforce Board, the Board shall, after paying or making provision for payment of all liabilities, dispose of all assets exclusively for the purpose of the Corporation in such manner, or to such organization or organizations, organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law.

Article XII - Amendments

These by-laws may be amended or replaced by an affirmative vote of fifty percent (50%) of the membership, after notice, which shall specify or summarize the changes proposed to be made. Such notice shall be made no less than five (5) days prior to the meeting at which such amendment or repeal is acted upon.

Approved: May 25, 2000

Amended: March 27, 2003

Amended: May 21, 2003

Amended: January 28, 2004

Amended: June 24, 2004

Amended: June 19, 2007

Addendum Committee Structure

Introduction

The Workforce Board uses committees for two principal purposes; the division of labor among its members and the development of expertise important to the Board's success. By assigning this Board's relatively large number of members to committee work groups, the leadership (the Chair and Executive Committee) engages members in worthwhile activities essential to achieving the Board's mission. The selection of committees reflects the Board's current strategic agenda. Committee assignments direct members' interest and energy toward major areas of Board engagement.

Standing Committees

The designated standing committees of the Board are **Executive Committee, Operations Committee, Marketing/Membership Committee, Business Services Committee, and Youth Council**. Descriptions of these committees follow. The designation of additional standing committees and of ad hoc committees is the prerogative of the Board Chair.

Committee Role

Each committee is responsible for a particular portion of the Board's successful operation. Ultimately, each committee is charged with proposing policy-relevant action recommendations to the full Board for discussion and decision. Committee recommendations are forwarded to the Executive Committee.

Committee Chairs

It is the Committee Chair who sets the tone for the committee. The Chair is responsible for assuring the committee carries out its mandate, for involving members in real work, for arranging meeting logistics, for managing committee meetings and materials, and for presenting recommendations to the full Board. The Workforce Board staff is available to assist in these activities. Each Committee Chair also serves as a member of the Executive Committee.

Committee Members

Committee members are responsible for involving themselves in their committee's work by preparing for meetings, reviewing materials, accepting assignments, and participating in discussions and decisions. The quality of the Board's work depends directly on the quality of work of each of these important committees.

EXECUTIVE COMMITTEE

The Workforce Board is responsible for its own organization and performance as a leader in workforce development in Grundy, Livingston, and Kankakee Counties. The formal leadership and management of the Board are assigned to the Executive Committee, comprised of the Board Chair, Vice-Chair, Secretary, Treasurer, Committee Chairs, and Immediate Past-Chair.

The fundamental purpose of this Committee is to lead and manage the Board. The Committee's leadership and management responsibilities include assuring a relevant strategic agenda, effective committees, well-prepared materials, well-managed meetings, and Board continuing education.

The Executive Committee organizes the Board into committees, manages the Board's day-to-day operations, and designs Board meeting materials and agendas. The Executive Committee receives and acts on recommendations from all other committees before making recommendations to the full Board. The Executive Committee is responsible for the Finance/Budget. This task relates to the

review, understanding, and communication to the full Board such items as the costs of administration of programs, youth program costs, and county by county allocations.

MARKETING/MEMBERSHIP COMMITTEE

The Marketing/Membership Committee recommends actions on the involvement of a full range of representative industry professionals on the board and actions regarding the visibility of the Workforce Board and for the three-county workforce system.

The Marketing/Membership Committee's priorities include recommendations for the cultivation of political influence, for alliances with strategic allies (business, economic development, education, labor, etc.), for Board advocacy regarding community workforce development initiatives, and for a marketing plan that advertises and promotes the workforce development service delivery system.

With the regular need for Board members resulting from expiration of terms and other vacancy reasons, the Committee is also responsible for identifying and recruiting potential Workforce Board members.

OPERATIONS COMMITTEE

The Board looks to this Committee for aggressive leadership in driving the design, development, and performance of the One Stop Career Center Network. In addition to providing policy direction, all boards have fiduciary responsibilities to assure the integrity and performance of their enterprises. This Committee assures the full Board that financial, policy, oversight, and service delivery functions are appropriately and successfully carried out.

This Committee is responsible for financial and performance analysis and reporting to the Board as well as for recommending appropriate action. The Committee assures the evaluation of all programs and implementation of continuous improvement.

This Committee is also responsible for recommending policy regarding the design, development, and implementation of a seamless workforce development service delivery system. Among the Committee's responsibilities are assuring the development of One Stop Career Center Network memorandums of understanding, business plans, performance measures, and related issues.

The Committee assists with budget development, fund expenditure, and monitoring and audit reporting, working closely with both the Program Manager and the WIA Accountant. In addition, the Committee assures the evaluation of all programs and performance measures, and implementation of continuous improvement.

The Committee acts in the best interests of the workforce area's employers and residents, by assuring that the workforce development service delivery system meets area labor market demand and supply needs.

BUSINESS SERVICES COMMITTEE

The Board's contribution to economic and workforce development in the three-county area depends on the Board's knowledge of relevant labor market demand and supply dynamics.

This Committee is responsible for analyzing relevant labor market trends and issues and for recommending to the Board initiatives that positively impact the community's workforce development. Additionally, the Committee analyses will recommend policy to guide the Career Center Network's service provision to employers and residents. Additionally, the Committee is responsible for researching and recommending certification for training providers eligible to serve WIA clients in their training programs.

The Committee oversees Community Audits and other research projects that engage key community stakeholders in an analysis of the counties' emerging, transitional, and incumbent workforce, of the business and economic climate in the region, and of the capacity of the employment, training and education infrastructure. The Committee recommends appropriate action to improve the workforce.

The Committee oversees the on-going analysis of specific industry and occupation-specific demands to provide the Board with policy recommendations regarding industry and occupation knowledge and skill requirements. The committee has considered and funded such projects as the construction trades career fairs, local job fairs, and the EMSI membership renewal.

YOUTH COUNCIL

This Council is required by the Workforce Investment Act. Its inclusion in the legislation reflects concerns about the preparedness of youth for jobs and careers throughout the country. Of particular concern are the needs of those youth having multiple barriers requiring special attention in their preparation as successful job seekers and employees.

This Committee is responsible for recommending policy direction to regarding the design, development, and implementation of programs that benefit all youth within the three-county workforce development system. The Committee is responsible for oversight of youth programs to ensure that activities are conducted in compliance with Board and federal policy.

The Committee oversees and monitors the on-going youth programs in each county and evaluates proposals for new programs submitted to the Board during the competitive procurement process. The Committee provides policy recommendations regarding youth program funding and performance measures.