

POLICY – BYLAWS

ARTICLE I - NAME/SERVICE AREA/OFFICE LOCATION/DEFINITIONS/AUTHORITY

Section 1. Name

The name of this organization shall be the Workforce Investment Board of Will County (hereafter referred to as "the Board.")

Section 2. Service Area

The Board shall serve the residents of Will County, hereinafter referred to as Workforce Innovation Area #10

Section 3.

The official office location and mailing address shall be: 203 N. Ottawa Street, Suite 100, Joliet, IL 60432.

Section 4. Authority

The Board shall act as the Workforce Innovation Board ("WIB") for local Workforce Innovation Area 10. The Board shall conduct and engage in activities as set forth in the federal Workforce Innovation and Opportunity Act (hereinafter referred to as "WIOA"), applicable federal regulations, state, and local law.

Section 5. Definitions

For the purposes of these bylaws and consistent with WIOA, "Chief Elected Official (CEO)" is defined as the County Executive of Will County.

ARTICLE II - VISION/PURPOSE/FUNCTION

Section 1. Vision

The Board envisions Will County with a vibrant economy bolstered by a workforce ready for today's and tomorrow's careers.

Section 2. Mission/Values

Mission:

The Board, in collaboration with our private and public sector partners, will lead the creation and implementation of systems that meet our community's workforce needs.

Values:

- The Board endorses workforce initiatives that conform to standards of excellence and accountability.
- The Board will expect collaboration and encourage innovation in all workforce initiatives.

Section 3. Function

In partnership with the Will County Executive, the Board sets policy for the local workforce system consistent with State policies. The functions of the Board are described in WIOA Sec. 107(d) and are as follows:

- A. Develop and submit a 4-year local plan for the local area, in partnership with the County Executive and consistent with Section 108 of WIOA;
- B. Develop and submit a regional plan in collaboration with other local areas in the designed region. The local plan must be submitted as a part of the regional plan;
- C. Conduct workforce research and regional labor market analysis as defined in section 107(d)(2) of WIOA;
- D. Convene local workforce system stakeholders to assist in the development of the local plan under Section 108 and in identifying non-federal expertise and resources to leverage support for workforce activities;
- E. Lead efforts to engage with a diverse range of employers and other entities in the region in order to promote business representation on the Board, develop effective linkages with employers in the region, ensure that

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workforce investment activities meet the needs of employers, and develop and implement proven or promising strategies for meeting the employment and skill needs of workers and employers;

- F. With representatives of secondary and post-secondary education programs, lead efforts to develop and implement career pathways within the local area by aligning the employment, training, education, and supportive services that are needed by adults and youth, particularly individuals with barriers to employment;
- G. 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;
- H. Develop strategies for using technology to maximize the accessibility and effectiveness of the local workforce system for employers, and workers and jobseekers consistent with Section 107(d)(7) of WIOA;
- I. In partnership with the Will County Executive, conduct oversight of: youth workforce investment activities authorized under WIOA Sec. 129(c), adult and dislocated worker employment and training activities under WIOA Secs. 134 (c) and (d); and entire one-stop delivery system in the local area; 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 ensure the appropriate use management, and investment of funds to maximize performance outcomes under WIOA Sec. 116;
- J. Together with the Will County Executive, negotiate and reach agreement on local performance measures with the Governor;
- K. Together with the Will County Executive, negotiate with the required partners on the methods for funding the infrastructure costs of one-stop centers in the local area in accordance with WIOA or notify the Governor if they fail to reach agreement at the local level and will use a State infrastructure funding mechanism;
- L. Select providers of youth workforce investment activities, training services, career services, and one-stop operators in the local area as specified in WIOA, and where appropriate terminate such providers in accordance with 2 CFR Part 200;
- M. 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;
- N. Coordinate activities with education and training providers in the local area, including 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, making recommendations to the eligible agency to promote alignment with such plan, and replicating and implementing cooperative agreements to enhance the provision of services to individuals with disabilities and other individuals;
- O. Develop a budget for the activities of the Board, with approval of the Will County Executive and consistent with the local plan and the duties of the Board;
- P. 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.); and
- Q. Conduct certification of one-stop centers in accordance with WIOA.

ARTICLE III - MEMBERSHIP

Section 1. Composition

Board membership shall be composed of representatives required under WIOA and by policies established by the State of Illinois.

The Board members shall be appointed by the Will County Executive for Workforce Innovation Area #10 in accordance with the following categories:

- A. Business Sector – Members of this category shall constitute a majority of the membership of the Board. Members must be owners of businesses, chief executives or chief operating officers or other business executives or employers with optimum policy making or hiring authority. At least two business members must meet the requirements of a small business as defined by the Small Business Administration.
- B. Workforce Sector – Members of this category shall constitute at least twenty percent (20%) of the membership. The members shall include at least two (2) representatives of labor organizations and one (1) representative of registered apprenticeship programs (if they exist in the area); and may include representatives from community-based organizations that have demonstrated experience and expertise addressing the employment needs of (1) individuals with barriers to employment, including (2) organizations that serve veterans or (3) that provide or support competitive integrated employment for individuals with disabilities; and (4) may include representatives of organizations that have demonstrated experience and expertise in addressing the employment, training, or education needs of eligible youth, including representatives of organizations that serve out-of-school youth.
- C. Education and Training Sector – Local educational program representatives which shall include an eligible provider of adult education and literacy activities, and a representative of institutions of higher education providing workforce investment activities (including community colleges). The members may include entities administering education and training activities that represent local education agencies and community-based organizations with demonstrated expertise addressing the education or training needs of individuals with barriers to employment. No single member of a local board shall serve as a representative of the adult education and literacy activities under Title II and the institution of higher education providing workforce investment activities.
- D. Governmental and Economic and Community Development Sector – Entities shall include economic and community development entities, Wagner-Peyser, Title I of the Rehabilitation Services Act of 1973. Members in this category may include a representative that administers local programs providing transportation, housing and public assistance in the local area or a representative of philanthropic organizations serving the local area.
- E. Other Sector – May include such other individuals or representatives of entities as the CEO(s) may determine to be appropriate.

Section 2. Selection/Nomination

- A. The Will County Executive shall make appointments and reappointments in accordance with criteria established by the State of Illinois.
- B. All representatives of organizations, agencies or other entities serving on the local board shall be individuals with optimum policy making authority within the organizations, agencies or entities they represent, and should represent the diverse geographic areas within the local area.
- C. Business representatives are to be from local businesses and are appointed from among individuals nominated by local business organizations and business trade associations.
- D. Labor representatives are to be nominated by local labor federations or (for a local area in which no employees are represented by such organizations) by other representatives of employees, such as employee organizations and/or the State AFL-CIO.

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- E. Representatives of local educational entities providing adult education and literacy activities and institutions of higher education (including representatives of community colleges) are to be nominated by each respective group if there are multiple providers in the local area.
- F. Individuals may nominate themselves if they meet the criteria to nominate and represent the particular business, organization, or program for which they are being nominated.

Section 3. Term Limitations

Appointments and reappointments will occur October 1 of each year. Appointments to this board shall be made in accordance with WIOA requirements, policies established by the State of Illinois and the Will County Executive for Workforce Area #10. Board members shall serve staggered terms. Initial terms will be for a three-year term so that one-third of the board is reappointed or replaced annually. Thereafter all appointment and reappointment terms will be in three year increments.

Board members will serve until their term of office expires; or their status under which they were appointed changes; or the Will County Executive revokes their appointments; or the member becomes incapacitated or otherwise unable to complete their term of office; or the member resigns.

When possible, members shall serve until their successors are appointed.

Section 4. Vacancies

The Director of the Board shall notify the Will County Executive of a board member vacancy within ninety (90) days of the vacancy in order to ensure a prompt appointment to the vacancy.

Nominations for filling vacancies shall be made in the same manner as was made for the resigning member. Upon appointment, the member shall serve the unexpired term of the member whose vacancy he/she is filling.

Section 5. Proxy/Alternate Designee

Proxies or Alternate Designees for voting purposes are not permitted. In the event that a Board member cannot attend a meeting, he/she may not designate an alternate to represent him/her in a voting capacity at the Board meeting.

In the event that a Board member cannot attend a meeting, he/she may send an representative to the Board meeting. However, the representative may only relate the member's opinion to the Board, but shall not have voting rights or be counted towards the quorum.

Section 6. Compensation/Reimbursement of Expenses

All members of the Board shall serve without compensation or reimbursement of personal expenses except as otherwise authorized by the Board. (Refer to Board Travel Policy).

Section 7. Termination/Removal

- A. Any member may resign from the Board upon written request to the Board Chairperson(s) and the Will County Executive. If a member resigns prior to the expiration date of his/her term in office, the vacancy shall be filled by the Will County Executive pursuant to Section 4 above.
- B. Board members shall serve at the pleasure of the Will County Executive.
- C. Board membership requirements include regular attendance at meetings of the Board and assigned committees. Any member may be removed from the Board if he/she has three (3) consecutive unexcused absences. The Executive Committee will review the reasons for the absences and may make a recommendation to the Will County Executive regarding the membership of that member.
- D. Should a Board member cease to represent the category to which he/she was appointed to fill on the Board through change in status, or otherwise become unable to perform his/her duties on the Board, he/she shall be removed upon recommendation of the Executive Committee to the Will County Executive.
- E. A member may be removed for cause upon recommendation of the Executive Committee and in conjunction with the Will County Executive.

Section 8. Other Conditions

No conditions other than what are previous outlined in these By-Laws, the Workforce Innovation and Opportunity Act and its corresponding regulations, and Illinois state policies are required with respect to membership.

ARTICLE IV - BOARD OFFICERS

Board members shall nominate a slate of officers for the Board. The officers shall consist of Chairman and Vice Chairman. The slate of officers shall be selected based upon a majority vote of the quorum present at the regular meeting in December for a two-year term. The slate of officers shall take office in January. The Board Chairperson must be nominated from among the Board's business representatives.

Section 1. Chairperson(s)

The Chairperson –

- A. Shall preside at all Board meetings;
- B. Shall preside at all Executive Committee meetings;
- C. Shall establish the agenda for each Board and Executive Committee meeting together with the Board staff;
- D. Shall sign, all necessary legal documents, on behalf of the Board,;
- E. Shall establish such ad hoc committees as necessary to carry out its responsibilities;
- F. Shall appoint, all members of the standing committees and ad hoc committees;
- G. Shall be the official representative of the Board, as required;
- H. May call special meetings of the Board;
- I. Shall present the Annual Report to the Board; and
- J. Shall be an advisory member of all committees.

Section 2. Vice Chairperson(s)

Shall assume all duties and responsibilities of the Chairperson in the Chairperson's absence or disability.

ARTICLE V - COMMITTEES

Committees shall meet at the call of the committee chair as necessary. Meetings shall be conducted in the same manner and formality as regular Board meetings following Robert's Rules of Order and the Illinois Open Meetings Act.

All Committees, except the Executive, are advisory and will make recommendations to the full Board. The responsibilities of each of the committees are outlined in Addendum A to these bylaws.

Section 1. Executive Committee

The Board shall have an Executive Committee consisting of the Board Officers, the Committee Chair(s), the immediate past Chairman, the County Department head responsible for Title 1 funds, and a member at large.

Elected officers of the board may serve as committee chairs, but they have only one vote on the Executive Committee.

The Executive Committee is authorized to act on behalf of the full Board in the event of an urgent matter that requires action prior to the next scheduled Board meeting.

Decisions of the Executive Committee shall be ratified by the Board at the next regularly scheduled meeting.

Section 2. Standing Committees

The standing committees of the Board shall consist of: the Communications Committee, the System and Trends Committee, and the Youth Committee.

The Board Chairperson(s) shall select committee chairs from among the Board's membership.

The standing committees may include individuals appointed by the Chair who are not members and who the Chair has determined have demonstrated experience and expertise by contributing to the field of workforce development, human resources, training and development, or a core program function; or the Chair recognizes for valuable contributions in education or workforce development related fields.

To ensure Board members actively participate in board functions, each member will actively serve on a committee. The Chair will survey the membership as to their interest and appoint members to the committees.

Section 3. Ad Hoc Committees

The Board may have ad hoc committees, as necessary, and as determined by the Board Chairperson. Chairpersons of ad hoc committees shall not be members of the Executive Committee.

ARTICLE VI - MEETING PROCEDURES

Section 1. Procedures

- A. Regular meetings of the Board shall be held at a place or places to be determined by the members, at such times and as often as they may deem necessary. Board meetings shall be held no less than four (4) times per year.
- B. When parliamentary procedures are not covered by these bylaws, Robert's Rules of Order, Revised, shall prevail.
- C. All Board and related meetings such as committee meetings shall be subject to the Sunshine provisions under WIOA and the Illinois Open Meetings Act. The Board shall conduct its meetings according to the provisions of these current laws and any and all subsequent amendments.
- D. Minutes of the Board, Standing Committees, and Ad Hoc Committees shall be kept of all meetings and shall be available for anyone who requests to see them, and shall be reviewed and approved at the next Board or Committee meeting as appropriate.
- E. Board committees shall meet at the call of the Standing or Ad Hoc Committee Chairperson.
- F. Board staff shall send notice of each meeting to Board members following the Illinois Open Meetings Act requirements.
- G. The public shall be informed of meetings through notice which shall state the purpose of the meeting, the time and the place(s). Special meeting notices shall state the purpose of the meeting and whether it has been called by the Chairperson(s) or by petition.
- H. Participation in meetings shall be limited to the voting members of the Board and the County Executive with the following exceptions:
 - Committee meetings, in which it is mandated by law that members be both Board members and non-members.
 - There shall be a Public Comment item regularly scheduled at all Board meetings at which the Chairperson(s) may recognize members of the public and non-voting Board members.
- I. In matters of routine business, the chair may assume general (unanimous) consent unless or until someone objects. In those cases, a regular vote will be required.

Section 2. Quorum

The Board and Executive Committee shall conduct no official business in the absence of a quorum. A quorum of the full board and the Executive Committee shall consist of 51% of the voting members.

Section 3. Technology

The Illinois Open Meetings Act (5 ILCS 120/2.01) as amended requires that all public meetings be held at specified times and places which are convenient and open to the public.

It also requires that a quorum of members of a public body must be physically present at the location of an open meeting. No meetings shall be held via phone or technology.

Section 4. Voting Rights – Absentee Voting

Each member shall be entitled to one (1) vote on each matter submitted to a vote of the members unless a conflict of interest arises.

In the event that a Board member cannot attend a meeting, he/she may send an representative to the Board meeting. However, the representative may only relate the member's opinion to the Board, but shall not have voting rights or be counted towards the quorum.

Section 5. Conflict of Interest

When an issue presents a possible conflict of interest for a member, that member shall disclose the potential conflict of interest and shall abstain from voting on the matter for which a potential conflict of interest exists. A conflict of interest is any matter that has a direct bearing on services to be provided by the member or any organization such member directly represents, or any matter which would provide direct financial benefit to the member of the immediate family of the member or any organization they represents. This section applies to board and committee meetings.

ARTICLE VII - INDEMNIFICATION

Section 1.

The 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.

Section 2.

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.

Section 3.

The Board shall have the power to purchase and maintain insurance sufficient to meet this Article's indemnification requirements.

ARTICLE VIII - GENERAL

Section 1. Right of Policy

Nothing in these bylaws shall be construed to take precedence over Federal, State, or local laws or regulations or to constrain the rights or obligations of the CEOs.

Section 2. Enactment Provision

These bylaws shall become effective after approval by a 51% vote of Board membership after due notice to Board members. Said notice shall be made no less than ten (10) days prior to the meeting at which these bylaws are enacted.

Section 3. Amendment

These bylaws may be amended at any regular or special meeting of the Board by an affirmative vote of 51% of the full Board. Notice must be given to Board members specifying or summarizing the proposed changes. Such notice shall be made no less than ten (10) days prior to voting.

Section 4. Termination of Board

The Board shall remain in existence until the Workforce Innovation and Opportunity Act expires or is repealed by Congress; it is dissolved for cause by the Governor of the State of Illinois; or if the Workforce Innovation Area is re-designated by the Governor of the State of Illinois.

Section 5. Contracts

The Board may authorize, when appropriate, any officer, member or staff, in addition to the officers so authorized by these bylaws, to enter into any contract in the name of and on behalf of the Board and to execute agreements and documents as required. Such authority will be limited to specific instances.

Section 6. Books and Records

The Board shall keep correct minutes of the proceedings of the Board and its Standing Committees, which shall include but are not limited to:

- the date, time and place of the meeting;
- the members of the public body recorded as either present or absent; and
- a summary of discussion on all matters proposed, deliberated, or decided, and a record of any votes taken.

The minutes along with a record giving the name and address of all members and officers of the Board entitled to vote shall be kept in the Board office.

Section 7. Effective Dates

These bylaws and any amendments thereto shall become effective immediately upon adoption, and shall remain in continuous effect from that date until otherwise amended.

Adopted on June 13, 2016
Amended on October 16, 2017
Amended on August 12, 2019

ADDENDUM A - Committee Responsibilities

EXECUTIVE COMMITTEE

- Ensure effective and efficient Board meetings (including proper utilization of Board Staff) and Board committee structure.
- Recruit and orient new Board members; provide continuing education to existing Board members.
- Approve and manage the annual WIOA budget.
- Manage performance measures for WIOA fiscal oversight, training providers, and subcontractors.
- Report fiscal and programmatic results to meet federal and state requirements.
- Recommend alliances to promote workforce and economic development in Will County.
- Provide guidance on action plan activities to accomplish the Board's strategic agenda.

COMMUNICATIONS COMMITTEE

- Develop and implement communications/marketing plan designed to promote the local workforce system, its programs, and activities.
- Create and distribute targeted materials for elected officials, employers, community leaders, and the general public.
- Schedule and conduct regular meetings with local/State/Federal elected officials.
- Recommend initiatives to enhance visibility and perception about the Will County Workforce System.

SYSTEM AND TRENDS COMMITTEE

- Recommend policy regarding the design, development and implementation of a seamless workforce system that responds to economic development needs.
- Recommend policy regarding the design, development and implementation of a seamless workforce system that responds to economic development needs.
- Enhance and manage performance measurements for the Workforce System.
- Manage participation and results in key workforce development system initiatives.
- Analyze current and projected economic and demographic trends and issues impacting workforce development.
- Recommend workforce development initiatives in response to economic and demographic trends and issues.

YOUTH COUNCIL COMMITTEE

- Recommend policy regarding the design, development and implementation of youth workforce development initiatives.
- Recommend and guide a comprehensive community workforce development system targeted to youth.
- Select and manage performance results of youth service providers.