**BYLAWS OF REGION 6 IOWAWORKS IOWA VALLEY WORKFORCE SYSTEM**

**ARTICLE I**

**Name and Purpose**

* 1. Name. The name of the organization is IowaWORKS Iowa Valley (hereafter referred to as the Workforce System).
	2. Purpose. The purpose of the System is to provide training, placement, and other workforce services, generally through governmental agencies, related to the development of employment opportunities to people living in the counties of Hardin, Marshall, Poweshiek and Tama.

**ARTICLE II**

**Offices**

2.01. Principal Offices. The principal office of the System in the state of Iowa shall be located in the city of Marshalltown, in the county of Marshall. The System may have other offices within the state of Iowa, as the board may determine or as the affairs of the System may require.

**ARTICLE III**

**Regional Workforce Development Board (RWDB)**

3.01. Number, tenure and qualifications. The number of RWDB board members shall be 14. The RWDB shall have five voting members from business and five voting members from labor and shall include one county elected official, one city official, one representative of a school district and one representative of a community college. All RWDB voting members shall be nominated by the Executive Committee with input from throughout the region. At least two nominated individuals shall be submitted to the Governor for each position opening. The board may appoint ex-officio non-voting members. Additional rules regarding RWDB qualifications such as gender, political affiliation and nomination/appointment process, or other procedures will be referenced through the “WIOA Handbook”.

3.02. Removal. A board member may be removed at any time for cause by a vote of a majority of the entire board

3.03. Resignation. Any board member may resign at any time by filing a written resignation with the chair. Resignation is effective at the time specified in the letter or if not specified, when it is received by the chair. Failure to attend two consecutive meetings by a board member will be addressed by the Executive Committee and may result in that board member being asked to resign from the RWDB.

3.04. Meetings. Regular meetings shall be held at least four times each year (January, April, July and October, 3rd Wednesday of the month). Special meetings may be called by the chair or at the request of any member of the RWDB. Both regular and special meetings may be conducted via telephone, teleconferencing or other electronic medium. Board members may also be able to participate electronically if unable to attend personally. All meetings will have public notice posted either in a regional newspaper or on a designated website showing the time, location and date no less than two business days prior to the meeting. Each board member will receive meeting notice at least two business days prior to the meeting by mail or electronic correspondence.

3.05. Quorums. A simple majority of the voting members of the RWDB board shall constitute a quorum for transacting business (excluding vacancies).

3.06. Ethics. If a member of the RWDB has an interest, either directly or indirectly, in a contract to which the System is to be a party, the interest shall be disclosed to the whole board and that person shall not participate in any action by the RWDB pertaining to the contract.

3.07. Duties of the RWDB Board.

 1. The RWDB is solely responsible for the following duties:

 (a) Selecting service providers for WIOA adult and dislocated worker intensive services and youth programs.

 (b) Establishing policy for the region’s Workforce Development System.

 (c) Developing a budget to carry out the duties of the local board, subject to the approval of the CEO board

 (d) Coordinate WIOA youth, adult and dislocated worker employment and training activities with economic development strategies and developing other employer linkages with these activities

 (e) Promoting the participation of private sector employers in the workforce development system, and ensuring the availability of services to assist such employers in meeting workforce development needs.

(f) Certifying eligible training providers.

(g) Selection of service providers.

(h) Selecting the Welfare to Work Service Provider.

(i) Submitting an Annual Report to the State Workforce Development Board.

(j) Establishing cooperative relationships with other local boards.

(k) Directing the activities of the Youth Standing Committee.

2. In partnership with the CEO board, the RWDB is responsible for:

(a) Negotiating and reaching agreement with IWD on local performance standards.

 (b) Appointing a Youth Standing Committee.

(c) Determining the role of the Coordinating Service Provider

(d) Designating and certifying the Coordinating Service Provider

(e) Developing an agreement between the RWDB and the CEO outlining how the two boards will cooperate and collaborate in establishing and overseeing the region’s workforce system

(f) Developing and entering a MOU with the Workforce System partners

(g) Conducting oversight of the Workforce System, insuring local needs are being met , determining changes in regional needs and modifying the plan, ensuring quality improvements and ensuring performance standards are met.

(h) Developing and submitting the Regional Workforce Development Customer Service Plan based upon regional assessment and analysis.

**ARTICLE IV**

**Chief Elected Officials Board (CEO)**

4.01. Number, tenure and qualifications. Federal Law requires that each county within the region and each city with a population of over 50,000 are required to have representation on a chief elected official’s board. Each board of supervisors from each county selects one of their own to serve as well as the mayor of any city over 50,000. Because of this, they serve no set term.

4.02. Meetings. The CEO Board meets at the same time, and location as the RWDB unless they have business to conduct that is separate and distinct from the RWDB. Notice is given in the same rules and manner as described in the RWDB section pertaining to meetings. Usage of electronic means for meetings is available with the same rules as is used by the RWIB.

4.03. Quorum. A simple majority of the voting members of the CEO board shall constitute a quorum for transacting business.

4.04. Ethics. If a member of the CEO Board has an interest, either directly or indirectly, in a contract to which the System is or is to be a party, the interest shall be disclosed to the whole board and that person shall not participate in any action by the CEO Board pertaining to the contract.

4.05. Duties of the CEO Board:

 (a) Providing input to the Governor, through IWD, on designation of local workforce investment regions.

 (b) Securing nominations for RWDB vacancies in accordance with Iowa Administrative Rules 877 - Chapter 6, and making final selection for appointment.

(c) Accepting liability for any misuse of WIOA funds expended under the contract.

(d) Serving as Local Grant Recipient under WIOA, including designating an entity to serve as local sub recipient.

 (e) In partnership with the RWDB, the CEO board is responsible for the duties outlined in 3.07.2

**ARTICLE V**

**RWIB Officers**

5.01. Officers and their election. The officers of the RWDB shall be a chair and a vice-chair. Other officer positions may be elected if deemed necessary or desirable to perform duties. Each position will be filled through an election by the members of the RWIB board with majority vote annually at the April meeting. Those elected shall serve for a one-year term.

5.02. Resignation and Removal. Any officer may be removed by the RWDB board whenever in its judgment the best interests of the organization would be served by the removal. Further, an officer may resign at any time by delivering notice to the board.

5.03 Delegation of Authority. The RWDB board may delegate to any officer(s) any powers possessed by the full board.

5.04. Vacancies. A vacancy in any office may be filled by the RWDB board for the unexpired portion of the term.

5.05 Duties of the Chair. The chair of the RWDB shall be the principal executive officer of the board and shall represent the RWDB and has authority to speak on its behalf at local public forums, public hearings and other gatherings. The chair shall preside at meetings of the RWDB board. The chair shall appoint chairs and members of committees both permanent and ad hoc as deemed necessary. The chair shall sign and execute agreements as necessary and perform other duties that the board prescribes. The chair shall provide leadership to the RWDB to insure that the goals and objectives of the workforce system in the region are performed.

5.06. Duties of the Vice-Chair. In the absence of the chair, or in event of the chairs refusal or inability to act, the vice-chair shall perform the duties of the chair and when so acting has all of the powers and restrictions placed upon the chair.

5.07 Executive Committee. The chair, vice-chair and CEO chair shall serve as the executive committee between meetings of the full board. The Executive Committee shall have the power to exercise authority in emergency situations, over issues or approvals that are documented to be so critical that waiting for approval (or denial) by the Board at the next scheduled meeting would not be in the best interest of the Region. Minutes of the Executive Committee shall be provided at the next scheduled meeting of the Board and the Board may overturn decisions made by the Executive Committee. The Executive Committee may use electronic mediums for its meetings.

**ARTICLE VI**

**Officers of the CEO Board**

6.01. Election of officers. The CEO’s shall elect among themselves persons to serve as chair and vice chair. Their term of office is one year and will be filled through an election by the members of the CEO board with majority vote at the annual April meeting.

6.02. Resignation and Removal. Any officer may be removed by the CEO board whenever in its judgment the best interests of the organization would be served by the removal. Further, an officer may resign at any time by delivering notice to the board.

6.03 Delegation of Authority. The CEO board may not delegate any powers possessed by the full board because of the fiscal responsibilities of the CEO board.

6.04. Duties of the Chair. The chair of the CEO board shall be the principal executive officer of the board and shall represent the CEO’s and has authority to speak on its behalf at local public forums, public hearings and other gatherings. The chair shall preside at meetings of the CEO board. The chair shall sign and execute agreements as necessary and perform other duties that the board prescribes. The chair shall provide leadership to the CEO to insure that the goals and objectives of the workforce system in the region are performed.

6.05 Duties of the Vice-Chair. In the absence of the chair, or in event of the chairs refusal or inability to act, the vice-chair shall perform the duties of the chair and when so acting has all of the powers and restrictions placed upon the chair.

6.06 Personal Liability: For both the RWIB and the CEO boards, a board member, officer or other volunteer is not personally liable in that capacity for any action taken or failure to take action except liability for any of the following: 1. The amount of any financial benefit to which the person is not entitled; 2. An intentional infliction of harm on the organization or its members; and an intentional violation of criminal laws.

**ARTICLE VII**

**Committees**

7.01. Executive Committee. The RWDB may designate an executive committee made up of the chair, vice chair and the chair of the CEO board. This committee may exercise all the authority of the board, provided that no such committee shall have the authority of the board in reference to:

 (a) Adopting a plan of merger or consolidation

(b) Amending, altering or repealing any resolution of the board members

(c) Recommending voluntary dissolution of the organization

(d) Electing, appointing or removing any board member or officer of the organization

7.02. Committees of Board members. The RWDB board may designate from its members one or more standing or temporary committees. These committees may draw persons whose expertise may be of assistance in carrying out the purpose of the committee from outside the board. The RWDB may terminate any committee as determined by the board.

7.03. Chair. One member of each committee may be appointed chair by the RWDB chair.

7.04. Quorum. A simple majority of the members present will constitute a quorum

7.05. Electronic Meetings. Committee meetings may be held through electronic medium.

**Article XIII**

**Indemnification**

8.01. Indemnity. The RWDB and the CEO board are indemnified in accordance to Iowa laws pertaining to not-for-profit organizations. In addition, the boards shall have as a requirement that any organization that responds to an RFP for fiscal services shall have coverage for the boards as a part of the response to the RFP.

**ARTICLE IX**

**Contracts**

9.01. Contracts. The boards may authorize any officer or officers to enter into any contract or execute and deliver any instrument in the name of the organization and such authority may be general or confined to specific instances.

**ARTICLE X**

**Books and Records**

10.01. Maintenance of Books and Records. There shall be maintained correct and complete books and records of account and minutes of the proceedings of the Boards and committees having any authority of the Boards. The following records are to be kept at the principal offices: bylaws, resolutions, minutes, list of names and addresses of current board members and officers, any accounting records and audits. In addition, as required by law or rule, all documents will be publicly displayed in a regional newspaper or on a website.

10.02. Inspection of Records. A board member is entitled to inspect and copy the books, records, and documents to the extent reasonably related to the performance of the duties of a board member.

**ARTICLE XI**

**Fiscal Year**

The fiscal year shall begin on July 1 of each year and end on June 30 of the following year. It may be changed upon unanimous vote of each board.

**ARTICLE XII
Amendments to Bylaws**

These bylaws may be altered, amended or repealed and new bylaws may be adopted by a majority of the board members present at any regular meeting or at any special meeting, if at least two days written notice is given of intention to alter, amend or repeal or adopt new bylaws at the meeting.