

**BYLAWS OF THE
WORKFORCE DEVELOPMENT BOARD
FOR EL PASO AND TELLER COUNTIES**

**Article I
Names and Definitions**

Section 1.1 Name

The name of the Board is the Pikes Peak Workforce Development Board (hereinafter referred to as "WDB").

Section 1.2 Definitions

- a) **Board Year:** The Workforce Development Board shall operate on a-Calendar Year which begins on the first day of January and ends on the last day of December for each year these By-Laws are in effect.
- b) **Workforce Development Board:** The Workforce Development Board created under the Workforce Innovation and Opportunity Act ("WIOA").
- c) **WDB Officers:** Officers of the WDB consist of (1) WDB Chairperson, (2) Vice Chairperson, who shall also be the Chairperson-elect and (3) Secretary/Treasurer.
- d) **Consortium:** The entity established by El Paso and Teller Counties through an intergovernmental agreement for the joint implementation, operation and sponsorship of funds, programs and services for the One-Stop Career Center and related employment and job training programs.
- e) **Consortium Executive Board:** The Consortium Executive Board consists of two members of the El Paso County Board of County Commissioners and one member of the Teller County Board of County Commissioners and is authorized to act on behalf of the Consortium in administering workforce development, related grants and reviewing these by laws.
- f) **One-Stop Career Center:** The entity designated to provide career services authorized by federal employment and job training programs.
- g) **Service Area:** The area served by the WDB is the Pikes Peak region defined as El Paso and Teller Counties.
- h) **WDB Executive Committee:** The WDB Executive Committee consists of the WDB's current Chairperson, the immediate past Chair of the WDB, the Vice Chairperson/Chairperson-Elect of the WDB, and the Secretary/Treasurer to the WDB.

Article II Formation/Functions/Authority

Section 2.1

The WDB has been established to provide oversight and policy guidance in concert with the Consortium with respect to the implementation of workforce development system in the Pikes Peak Workforce Development Area.

The vision and mission of the board includes:

1. Increase access to and opportunities for the employment, education, training, and support services needed by the residents and citizens of El Paso and Teller Counties, particularly those with barriers to employment, to succeed in the labor market.
2. Support the alignment of workforce, economic development systems and education thereby comprising a comprehensive, accessible, and high-quality workforce development system in the Pikes Peak workforce development area.
3. Improve the quality and labor market relevance of workforce, economic development, and education efforts to provide the Pike Peak workforce development area workers with the skills and credentials necessary to secure and advance in employment with family-sustaining wages and to provide the Pikes Peak workforce development area employers with the skilled workers they need to be successful.
4. The WDB shall coordinate the workforce investment activities authorized under the WIOA, as amended, with economic development strategies implemented by El Paso and Teller Counties and develop other employer linkages with such activities. The WDB shall promote the participation of private sector employers in the Colorado Workforce Development System and ensure the effective provision, through the system, of connecting, brokering, and coaching activities, through intermediaries such as the WDB or through other organizations, to assist such employers in meeting hiring needs. In doing so, the WDB will:
 - a) Convening, Brokering, and Leveraging: Convene the local workforce development system stakeholders to assist in the development of the local area plan, and identify non-federal expertise and resources to leverage support for workforce activities; and
 - b) Employer Engagement: Lead efforts to engage with a diverse range of employers, service providers and other entities in the region, in order to promote the participation of local area and regional private sector employers, develop effective linkages with employers, support employer utilization of the El Paso and Teller Counties workforce system, ensure the workforce investment activities meet the needs of employers, to develop and implement

proven and promising strategies to meet workforce needs (including establishing industry and sector partnerships) and support economic growth in the region).

Section 2.2

a) **Purpose**

The WDB is formed for the purpose of carrying out its vision and mission. To attain its objectives, the WDB shall have full power and authority to perform all lawful acts which may be deemed necessary or expedient for the proper and successful pursuit of the purposes for which the WDB is created.

b) **Membership**

Each member of the WDB shall be appointed by the Consortium Executive Board acting in its capacity as the Chief Elected Official of El Paso and Teller Counties, Colorado, respectively, which counties constitute the Workforce Development Area. The membership appointments to the WDB shall be made as required under WIOA and the Colorado Workforce Development Council Program Guidance Letter “Local Workforce Development Board Policies”.

c) **Terms**

1. Members shall be initially appointed for a term of three years.
2. At the pleasure of the Consortium Executive Board, an individual’s appointment may be extended for an additional term of three (3) years following their initial appointment. Thereafter, the Consortium Executive Board may choose to extend an individual’s appointment for additional terms of three (3) years each, based upon the Member’s involvement in workforce related boards, commissions, and/or committees, or represents a sector with challenging recruitment, or otherwise provides unique benefit to the WDB; however, no extensions shall be granted if it causes more than 50% of any of the members’ of a specific category terms to expire at the same time.
3. Term appointments will be staggered to ensure that only a portion of memberships expire in a given year. The Consortium Executive Board may choose to extend an individual’s appointment for an additional year in order to promote consistency of leadership or to prevent the terms of more than 50% of the members of a specific category from expiring at the same time.

d) **Member Replacement:**

Members of the WDB shall serve at the pleasure of the Consortium Executive Board and may be removed at any time. In the event a Member resigns or is removed from the WDB or ceases to

hold a leadership or decision-making position with the entity he or she represents, a new Member shall be appointed by the Consortium Executive Board through the remainder of the resigning or removed Member's term in a manner to minimize the time during which WDB membership will not be at its full strength.

e) **Functions**

The WDB shall have the following functions:

1. Those functions required under WIOA;
2. Additional functions as assigned to the WDB by the Consortium Executive Board;
3. Additional functions as assigned to the WDB by itself, which may include choosing to address workforce related issues for the community which may arise from time to time.

f) **Additional Authority and Responsibilities**

1. Executive Committee Authority: The WDB may authorize the WDB Executive Committee to represent WDB Member groups and to act on behalf of the WDB when time constraints do not permit a board meeting to be called in accord with Article V(h). Items coming before the Executive Committee for purposes of final action shall be proposed by the Executive Director in conjunction with the Board Chair.
2. Nomination of members to the State Workforce Development Board: The WDB will nominate members to the State Workforce Development Board.

Article III
Operation of the Workforce Development Board

a) **Committees**

The WDB may create standing committees in order to carry out the WDB's functions in an orderly fashion. PPWFC staff shall provide administrative support and guidance to WDB committees.

Standing and ad hoc Committees may be established by the Chairperson; each committee shall be chaired by a WDB member. Members may serve on any committee. The Chairperson may appoint non-board members to committees. Existing chairs of any standing and/or ad hoc committees may be invited to the WDB Executive Committee meetings as non-voting members.

The Nominating Committee shall convene as contemplated below and shall be comprised of the existing WDB Executive Committee and two additional WDB members appointed by the

Chairperson. The Vice Chairperson/Chairperson Elect will serve as Chair of the Nominating Committee or in the absence of the Vice Chairperson, the WDB Chairperson shall preside.

b) Nominations and Appointments of WDB Members

WDB members shall be appointed by, and shall serve at the pleasure of, the Consortium Executive Board, which may consider membership nominations brought forward by the WDB's Nominating Committee.

Nominations to the private sector seats on the WDB shall be made by business, professional and trade organizations in the workforce development area. There shall be at least one (1) nomination for each vacancy.

Nominations to the non-private sector categories of membership shall be made by organizations representing that category.

The core partner seats on the WDB shall be filled by the highest-ranking representative of the local partner agency or their designee.

Upon knowledge of a vacancy either because of a resignation, the expiration of a member's term or other reason, the Pikes Peak Workforce Executive Director shall inform the CEB Chair and the WDB Chairperson.

The WDB Executive Committee shall convene whenever vacancies occur to discuss and recommend a new appointment for the WDB Member vacancy as needed.

c) Nomination and Election of WDB Officers

In the fall of the calendar year in which the Chairperson's term of office expires, the Executive Director shall send an email to the WDB Membership seeking nominations for the officer positions. The nominations received shall be presented to the Nomination Committee. The Nominating Committee shall consider all nominations and submit a recommended slate of WDB Officers (Vice Chairperson/Chairperson Elect and Secretary/Treasurer) to the full WDB for consideration at the next regular WDB meeting following the Nominating Committee's meeting.

The recommended slate from the Nominating Committee shall be published with the Board's Agenda. The WDB Chairperson shall allow for nominations from the floor prior to calling for a formal vote of officers.

As long as a quorum is present, the WDB Members present shall vote on the slate, which may include any nominations from the floor, in accordance with the published Agenda.

- d) **Service Area Representation:** The WDB's charge is to represent the entire Service Area without regard to county or community.
- e) **Voting:** Each required WDB member shall have one vote in all WDB decision-making actions. No votes from an alternate WDB business member shall be allowed. Non-business WDB members shall be permitted to vote by proxy through an alternate.
- f) **Alternate Voting Methods:** Phone or electronic votes will be accepted only when made via a live phone or video call during an official, properly posted meeting of the WDB. Electronic meetings, which comply with the Colorado Open Meetings Law, shall be permitted at the discretion of the WDB Chairperson.
- g) **Conflicts of Interest:** WDB members shall comply with state and federal conflict of interest rules in the conduct of their business and shall develop and comply with a code of conduct to be drafted in accordance with the Uniform Code 2 CFR 200 et seq. and State of Colorado law as it applies to public officers.
 - 1. At a minimum WDB and committee members shall not vote on a matter under consideration by the WDB or a committee regarding the provision of services by such member or by an entity that such member represents; or 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 or in Colorado State law as it applies to public officers, to constitute a conflict of interest.

The WDB will follow the policy guidance as described in the Colorado Workforce Development Council Program Guidance Letter “Local Workforce Development Board Policies”.

Article IV Officers

- a) **General:** The officers of the WDB shall consist of a Chairperson, Vice Chairperson/Chairperson Elect, and Secretary/Treasurer. In addition, the WDB may elect such other officers and assistant officers having such duties and authority as may from time to time be deemed advisable by the WDB. Officers shall hold office for two Board Years commencing on January 1 immediately following their election, or until their successors are elected and qualified, whichever is later. The election or appointment of an officer shall not create any contract of employment.
- b) **Removal of Officers:** Any WDB officer may be removed from their officer position (but not from the Board) by majority vote WDB at any time, with or without cause. In the event an officer is removed, the WDB shall appoint a replacement officer for the remainder of the applicable term.

- c) **Chairperson:** The Chairperson shall serve as the WDB chief elected officer and shall preside at all meetings of the WDB and its Executive Committee, shall perform all duties assigned to the Chairperson for advising the WDB and its Executive Committee, and shall perform all duties assigned to the Chairperson by these Bylaws and by the WDB. The Chairperson shall be responsible for advising the WDB on the formation and composition of standing and/or ad hoc committees as are required to carry out the WDB's mission. The Chairperson shall, following the expiration of the Chairperson's term, become the Immediate Past Chairperson. The Chairperson will be representative of private industry or business.
- d) **Vice Chairperson/Chairperson Elect:** Upon the disability, absence, resignation or removal of the Chairperson, the Vice Chairperson/Chairperson Elect shall perform the duties and exercise the powers of the Chairperson. The Vice Chairperson/Chairperson Elect shall, following the expiration of the Chairperson's term, become the Chairperson of the WDB. The Vice Chairperson/Chairperson Elect will serve as Chair of the Nominating Committee. The Vice Chairperson/Chairperson Elect must be a representative of private industry or business.
- e) **Secretary/Treasurer:** The Secretary/Treasurer shall be responsible for attesting to documents on behalf of the WDB. The Secretary/Treasurer shall also perform all other duties assigned to the Secretary/Treasurer by the WDB. The Secretary/Treasurer must be a voting member of the WDB.

Article V
Meeting Guidelines

- a) **Schedule:** The WDB's first official meeting and all meetings thereafter shall be held at a publicly accessible location. At the first official meeting of each Board year, the WDB shall establish a meeting schedule for the next twelve (12) months and shall designate the location(s) for posting notices of meetings. The WDB shall hold at least one (1) regularly scheduled meeting in each quarter of the Board year.
- b) **Notice:** The time and location of regular meetings of the WDB shall be communicated to its members prior to the regular meetings. Special meetings shall require at least forty-eight (48) hours prior notification. Notice of meetings shall be posted in compliance with the Colorado Open Meetings Law, C.R.S. §§ 24-6-401, *et seq.*
- c) **Public Meetings:** All meetings of the WDB shall be open to the public. During the course of such meetings, the WDB may, in accordance with the Colorado Open Meetings Law, C.R.S. §§ 24-6-401, *et seq.*, go into executive session and close the meeting to the public for any of the reasons set forth in the Open Meetings Law.
- d) **Special Sessions:** The Chairperson may call special training or work sessions of the WDB, which shall be open to the public. WDB decisions shall not be formalized in work sessions but accomplished in the WDB's regularly scheduled or other specially called meetings.

- e) **Quorum:** A quorum for the purposes of conducting the WDB's business shall consist of no fewer than one third of the filled WDB members. Members with a conflict of interest with respect to an item being considered by the board shall still count when determining whether a quorum has been seated for purposes of conducting the business of the board.

- f) **Voting:** WDB members shall have voting privileges.

- g) **Participation:** WDB members are encouraged to attend all the regularly scheduled WDB meetings each Board Year.
 - 1. WDB Members shall notify, in writing, the Chairperson, the Executive Director, or assigned Board liaison when they will be unable to attend any regularly scheduled WDB meetings and request to be excused, prior to the meeting.
 - 2. A WDB Member's failure to notify as provided for above shall constitute an unexcused absence.
 - 3. The Chairperson has the discretion and authority to petition the Consortium Executive Board for removal of the member and a new appointment if warranted due to excessive (3 or more) unexcused absences or lack of effective participation.
 - 4. The WDB Members may participate in any meeting of the WDB by means of a telephone conversation or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Such participation shall constitute presence in person at the meeting. Any such telephone or electronic meeting shall conform to the Open Meetings Law, C.R.S. §§ 24-6-401, *et seq.*, as amended, including the provision of proper notice, as may be relevant, that the telephone participant(s) has access to the same information and evidence as those participating in person, and there is a facility to permit members of the public in attendance to hear all of the proceedings.

- h) **Authority of Executive Committee:** The Executive Committee may, at any meeting properly posted pursuant to the Colorado Open Meetings Law, C.R.S. §§ 24-6-401, *et seq.*, act upon any item within the purview of the WDB, subject to the WDB's ratification at its next scheduled meeting.

- i) **Governance:** If not addressed by these Bylaws, the governance of the WDB's meetings shall be adapted from the most recent version of Robert's Rules of Order.

- j) **Minutes:** There shall be minutes of all regular and special meetings, other than work sessions of the WDB, and said minutes shall be approved by the Members of the WDB at its next regular meeting. Copies of the minutes shall be forwarded to WDB members prior to the next scheduled meeting. Minutes and records of the WDB shall be open to the public and subject to the Colorado

Open Records Act, C.R.S. §§ 24-72-201, *et seq.* All minutes and records are available upon request to the Consortium Executive Board.

- k) **Consent Calendar:** Ratification of decisions of the Executive Committee and all executive matters necessary for the management of routine tasks/internal affairs of business for the WDB, which require WDB action but are not statutorily required to be formally advertised/published in a newspaper or to hold a public hearing thereon, and are not policy matters or conveyances or acceptances of real estate, may be placed on the Consent Calendar portion of the Agenda developed pursuant to Sections b) through d) of this Article. Any WDB Member, personnel, or member of the public wishing to address any item may request, and the item shall be removed and considered as a regular item immediately following action on the remainder of the consent Calendar. If there is no discussion requested on any matter, the WDB may vote to approve the Consent Calendar in one cumulative motion.

Article VI Staff Support and Consortium Executive Board

Staff Support: Staff support to the WDB shall be provided by El Paso County.

Article VII Amendment Procedures

These Bylaws may be amended by simple majority vote of the WDB during a regularly scheduled meeting. Prior to any revision of these Bylaws, the Executive Committee shall first consider any such revisions, and thereafter such proposed revisions shall be published in the regular agenda for full WDB consideration. All Bylaw amendments shall also require approval of the Consortium Executive Board following approval from the WDB.

Notwithstanding anything in these Bylaws to the contrary, use of or reference to the words "partnership", "partners", or similar words shall mean and be deemed to be to a coordinated or cooperative effort, rather than, and not, to any type of partnership in the legal or statutory sense.

Article VIII Insurance

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

ENACTMENT PROVISION

These Bylaws shall become effective after approval by simple majority vote of the membership of the WDB membership with confirmation and approval of the Consortium Executive Board.

Approved by the Workforce Development Board:

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Tamara Moore 9/13/2024
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Tamara Moore, Chairperson Date
Workforce Development Board

Signed by:
Francis Vigil 9/13/2024
B51641A42C3A41D...

Francis Vigil, Secretary/Treasurer Date
Workforce Development Board

Approved by the Consortium Executive Board:

Signed by:
Robert W. Campbell 9/13/2024
99796D49CA93437...

Robert Campbell, Chairperson Date
Consortium Executive Board