BY-LAWS
OF THE UPSTATE WORKFORCE INVESTMENT BOARD
OF THE CONSORTIUM OF
CHEROKEE, SPARTANBURG, AND UNION COUNTIES
FOR THE IMPLEMENTATION OF PL 113-128

ARTICLE I – PURPOSE

A. To carry out the intent and purpose of P.L. 113-128, Workforce Innovation and Opportunity Act of 2014 (WIOA), according to the consortium agreement entered into between Cherokee, Spartanburg, and Union Counties, as the Workforce Investment Area (WIA) designated by the Governor, with respect to the Upstate Workforce Investment Board (UWIB) responsibilities as defined in the Act.

B. To provide workforce investment activities, through local workforce investment systems, that increase the employment, retention, and earnings of the participants, and increase occupational skill attainment by participants, and, as a result, improve the quality of the workforce, reduce welfare dependency, and enhance the productivity and competitiveness of our Workforce Investment Area.

ARTICLE II – BOARD

A. MEMBERSHIP

1. Number – The total membership shall be no more than 21. Membership from each county shall be in the same ratio as the county's percent of the total population of the three counties, based on 2010 census data.

2. Appointment – Members shall be appointed by the chief elected official(s) of the representative counties. Appointments shall be made from the categories as outlined in section 107 (b) of the Workforce Innovation and Opportunity Act of 2014.

3. Term of Office – All appointments shall be for a term of three years, except for initial appointments. The initial terms shall be staggered with one-third of the board appointments consisting of one-year terms, one-third of the board with two-year terms, and the final members with three-year terms. Thereafter all appointments shall be made for a three-year term, except to fill a vacancy. Each vacancy will be filled to complete the unexpired term. All terms shall begin July 1.

4. Removal from Office – any member may be removed before the end of their term for any conduct considered inappropriate. Any such conduct should be reported to the Board Chair, upon completion of an investigation, the Board Chair will report the allegations and findings to the Executive Committee. The Executive Committee

will vote to determine the appropriate course of action including, but not limited to, removal from the Board. The Executive Committee will then recommend this action to the full board. Upon majority vote of the full board, the action will be effective immediately.

5. Categories of Membership – all members shall be classified as "Private Sector" or "General Sector" members. The membership shall at all times be not less than 51% representative of the "Private Sector" and 20% "Labor and Community-Based Organizations" as defined in the Workforce Innovation and Opportunity Act (Section 107(b)). Private sector members will be at the time of their appointment, owners of business concerns, chief operating officers, or other private sector executives who have hiring authority or policy-making responsibility. Each county shall be responsible for meeting this requirement for the membership and shall designate each member's classification. Other categories of members are defined in Section 107 (b) 2 (C, D).

B. OFFICERS

1. Chairperson – The Chairperson must be a representative from the "Private Sector". The Chairperson shall preside at all meetings of the board and execute on behalf of the board all official instruments and documents authorized by the board. He/she shall appoint committees and call special meetings when in his/her opinion such special meetings are in the best interest of the board. He/she shall preserve order and a quorum at all meetings, and shall state every question coming before the board, announce the decision of the board and decide questions of order. The Chairperson shall be elected annually by a majority vote of the members of the Upstate Workforce Investment Board for a one-year term consistent with the program year.

2. Vice Chairperson – Members of the Upstate Workforce Investment Board shall elect a Vice Chairperson for a one year term consistent with the program year, which must represent the "Private Sector". In the event that the Chairperson is absent or unable to serve, the Vice Chairperson shall serve as Chairperson. In the event that the office of the Chairperson is vacated, the Vice Chairperson shall succeed to that office until the vacancy of the Chairperson is filled by a vote of the members of the Upstate Workforce Investment Board. When the Chairperson is absent from a regular or special meeting of the Board, or unavailable at the time when execution on behalf of board is necessary, the Vice Chairperson shall execute on behalf of the board all official instruments or documents which have been adopted or authorized by the board.

3. All nominations for either Chairperson or Vice Chairperson, after the initial year, must be received by the UWIB Executive Director or UWIB Chairperson prior to the last regularly scheduled meeting of the program year for that person to be

eligible to be elected. At the aforesaid board meeting, persons nominated and those persons nominated from the floor shall be voted upon.

4. Other Officers – The board shall elect such other officers as they deem appropriate or necessary to fulfill the responsibilities of the board.

C. MEETINGS AND ATTENDANCE

1. Meetings – The UWIB shall meet a minimum of five (5) times per year.

2. Quorum – At least fifty percent of the members, plus one, to include at least the Chairperson or Vice Chairperson, or other member of the Executive Committee designated by the Chairperson, shall constitute a quorum for the purpose of transacting business. Such designated person shall chair the meeting in the absence of the Chair and Vice Chair.

3. Attendance – Members shall be expected to attend all meetings of the full Workforce Investment Board unless excused from the meeting by the Chairperson. Excused absences must be for good cause. Members must notify the staff if circumstances will prevent their attendance at any meeting of the full UWIB or its committees. Members who have more than two (2) unexcused absences in a one (1) year period will be considered to have resigned from the UWIB.

4. Action without Meeting – Action required to be taken by the Board or a committee of the Board may be taken without a meeting if more than fifty percent of the members of the Board (and/or the particular committee) approve the action with consent documentation via phone, fax or electronically. This backup documentation shall be maintained on file in the UWIB office.

5. Notice of Meetings – Notification of board and/or committee meetings shall be submitted via email and/or facsimile and/or telephone and/or as otherwise directed by the Board. Each Board member shall choose the method of notice that he/she prefers.

D. COMMITTEES

1. The Chairperson shall appoint a One Stop Oversight Committee, a Youth Committee, an Executive Committee, a Committee for Individuals with Disabilities and other such committees (Standing or Ad-Hoc) as he/she deems necessary, or as the Workforce Investment Board may authorize to move effectively to fulfill the purpose of the UWIB. All committees, with the exception of the Executive Committee, must contain majority board members and must include non-board members. All Committee Chairs and Executive Committee members must be members of the UWIB.

2. Executive Committee – The Executive Committee may be designated to act on behalf of the UWIB between meetings, at the direction of the board. The most immediate past UWIB Chairperson who is still a member of the board shall serve on the Executive Committee as the Past Chairperson. The Executive Committee shall consist of: (A) Chairperson, (B) Vice Chairperson, (C) Past Chairperson, and (D) all other standing committee chairpersons as appointed by the UWIB Chairperson and any other members of the board whom the Chairperson deems necessary.

E. SUPPORT STAFF

Support staff will be provided from Upstate Workforce Investment Board resources to ensure minutes of all meetings are taken accurately and are kept as a part of the permanent record.

ARTICLE III – STAFF

A. COMPOSITION

The UWIB shall be appropriately staffed as detailed in the Consortium Agreement.

ARTICLE IV – ACTIVITIES

A. REVIEWS BY COUNTY COUNCIL

1. The activities of the UWIB shall be determined by the UWIB consistent with the Federal Regulations and the purpose of the UWIB. All activities may be reviewed by the County Councils of the respective counties. Contractual/grant obligations shall be approved, executed and managed by the Planning and Administrative Entity.

2. Financial Accountability – All financial records shall be kept in compliance with the requirements of, and as approved by, the United States Department of Labor. An annual report shall be rendered to each county governing body after the close of each program year.

3. Personnel Accountability – An individual record shall be kept of each person employed by the organization, including their previous experience, education and past performance records, if any, and performance while employed. An evaluation of each employee shall be made six months after the initial date of employment, which shall be considered a probationary period, prior to becoming a permanent employee and every twelve months thereafter. After permanent status is obtained, all employees shall be subject to approved personnel policies or other approved standards.

4. Students, Trainees of Beneficiaries – Staff shall maintain a record of each person receiving any benefits under the program. Participant data will be maintained in accordance with the South Carolina Participant Data System and shall be entered into the statewide computerized data base.

ARTICLE V – CONFLICT OF INTEREST

A board member may not cast a vote nor participate in any decision making capacity on the provision of services by such member or any member of the individual's immediate family (or any organization which that member or a member of his/her immediate family directly represents), nor on any matter which would provide any direct financial benefit to that member or a member of his/her immediate family. Each such conflict of interest shall be declared by the member and so recorded in the official minutes. Any concerns or questions that may arise during meetings regarding conflict of interest may be directed to the Board Chair or Board Director for clarification.

ARTICLE VI - SPECIAL PROVISIONS

A. Roberts Rules of Order shall apply in all procedural circumstances not covered in these By-Laws.

B. All members shall execute their signature agreeing to abide by the Code of Ethics adopted by the Upstate Workforce Investment Board and approved by the Chief Elected Officials of all three counties.

C. If a UWIB member(s) has (have) a complaint, grievance, or concern which he/she feels needs to be addressed or resolved, the procedure for such shall be:

- The Board Chair shall be notified in writing of the matter or complaint,
- The Board Chair may refer the matter or complaint, (a) to the appropriate committee based on the nature of the issue, (b) directly to the Executive Committee, or (c) to a third party to investigate the matter with due diligence,
- The result will be reported back to the Executive Committee,
- If the matter is not resolved or adequately addressed, it may then be presented to the full Board,
- If the matter is still not resolved and if the issue involves a specific board member, the Chief Elected Official(s) for the appropriate county(ies) may be notified to assist in resolving the matter.

D. Nothing contained herein shall diminish the right of any member of the UWIB to express his or her opinion or concern before any committee or the full Board.

ARTICLE VII – AMENDMENTS

These by-laws may be amended by a majority vote of the board and subsequent ratification by the governing bodies of the three counties after any such proposed amendment has first been reviewed by a committee designated by the UWIB Chairperson and at least fifteen (15) days notice of the proposed amendment has been given, in writing, to the members of the UWIB and the Chief Elected Official of each County.

These by-laws adopted by the governing bodies of Cherokee, Spartanburg, and Union Counties as of the _____day of _____, 2015.

CHEROKEE COUNTY COUNCIL

Tim Spencer, Chairman

7/6/15

Date

UNION COUNTY COUNCIL

Frank Hart, Supervisor

7/2/15

Date

SPARTANBURG COUNTY COUNCIL

Jeff Horton, Chairman

7/20/15

Date

UPSTATE WORKFORCE INVESTMENT BOARD

David Wall, Chairperson

7/1/15

Date