



# WORKFORCE PARTNERSHIP OF GREATER RHODE ISLAND BY-LAWS

## ARTICLE I. NAME/SERVICE AREA/AUTHORITY/DEFINITION

### Section 1. Name

The name of this organization shall be the Workforce Partnership of Greater Rhode Island (hereafter referred to as the "Board".)

### Section 2. Service Area

The Board shall serve 37 of the 39 cities and towns in the State of Rhode Island including: Barrington, Bristol, Burrilville, Central Falls, Charlestown, Coventry, Cumberland, East Greenwich, East Providence, Exeter, Foster, Glocester, Hopkinton, Jamestown, Johnston, Lincoln, Little Compton, Middletown, Narragansett, New Shoreham, Newport, North Kingstown, North Providence, North Smithfield, Pawtucket, Portsmouth, Richmond, Scituate, Smithfield, South Kingstown, Tiverton, Warren, Warwick, West Greenwich, West Warwick, Westerly and Woonsocket. (All cities and towns in Rhode Island except Providence and Cranston).

### Section 3. Authority

The Board shall act as the local Workforce Development Board ("WDB") for the service area identified in Article I, Section 2. The Board shall conduct and engage in activities as set forth in the federal Workforce Innovation and Opportunity Act ("WIOA"), applicable federal regulations, state, and local law.

### Section 4. Definition

For the purposes of these By-Laws and consistent with WIOA, the Chief Elected Official ("CEO") is the Governor of the State of Rhode Island.

## ARTICLE II. VISION/PURPOSE/FUNCTION

### Section 1. Vision

The vision for the Board is to serve as a strategic leader and convener of local workforce system stakeholders. The Board partners with employers and the workforce system to develop policies and investments that support workforce system strategies that support regional economies, the development of effective approaches including local and regional sector partnerships and career pathways, and high-quality, customer-centered service delivery and service delivery approaches.

### Section 2. Purpose

The purpose of the Board is to:

- A. Provide strategic and operational oversight in collaboration with the required and additional partners and workforce stakeholders to help develop a comprehensive and high-quality workforce system in the local area and larger planning region;

- B. Assist in the achievement of the State’s strategic and operational vision and goals as outlined in the Unified State Plan; and
- C. Maximize and continue to improve the quality of services, customer satisfaction, and effectiveness of the services provided.

**Section 3. Function**

The Board is appointed by the CEO in accordance with State criteria established under WIOA sec. 107(b), and is certified by the CEO every 2 years in accordance with WIOA sec. 107(c)(2).

In partnership with the CEO, 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 20 CFR 679.370 and are as follows:

- A. Develop and submit a 4-year local plan for the local area, in partnership with the CEO and consistent with Section 108 of WIOA;
- B. Conduct workforce research and regional labor market analysis as defined in Section 107(d)(2) of WIOA;
- C. Convene local workforce system stakeholders to assist in the development of the local plan under WIOA Section 108 and in identifying non-federal expertise and resources to leverage support for workforce activities;
- D. 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 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;
- E. 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;
- F. 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;
- G. 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;
  - 1. Facilitating connections among the intake and case management information systems of the one-stop partner programs to support a comprehensive workforce development system in the local area;
  - 2. Facilitating access to services provided through the one-stop delivery system involved, including access in remote areas;

3. Identifying strategies for better meeting the needs of individuals with barriers to employment, including strategies that augment traditional service delivery, and increase access to services and programs of the one-stop delivery system, such as improving digital literacy skills; and
  4. Leveraging resources and capacity within the local workforce development system, including resources and capacity for services for individuals with barriers to employment;
- H. In partnership with the CEO:
1. 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;
  2. 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
  3. Ensure the appropriate use management, and investment of funds to maximize performance outcomes under WIOA Sec. 116;
- I. Negotiate and reach agreement on local performance measures with the CEO.
- J. Negotiate with CEO and required partners on the methods for funding the infrastructure costs of one-stop centers in the local area in accordance with § 678.715 or must notify the CEO if they fail to reach agreement at the local level and will use a State infrastructure funding mechanism.
- K. 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.
- L. 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;
- M. 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;
- N. Develop a budget for the activities of the Board consistent with the local plan and the duties of the Board;
- O. 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
- P. By a competitive process, select a One-Stop Operator and certify 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 Rhode Island.

The Board must elect a chairperson from among the business representatives on the Board.

- A. The Board members shall be appointed by the CEO in accordance with the categories outlined below:
- B. A majority of the members of the Board must be representatives of business in the local area. At a minimum, two members must represent small business as defined by the U.S. Small Business Administration. Business representatives serving on Board may serve on the State WDB. Each business representative must meet the following criteria:
  - 1. Be an owner, chief executive officer, chief operating officer, or other individual with optimum policy-making or hiring authority; and
  - 2. Provide employment opportunities in in-demand industry sectors or occupations, as those terms are defined in WIOA sec. 3(23).
- C. At least 20 percent of the members of the Board must be workforce representatives. These representatives:
  - 1. Must include two or more representatives of labor organizations, where such organizations exist in the local area. Where labor organizations do not exist, representatives must be selected from other employee representatives;
  - 2. Must include one or more representatives of a joint labor management, or union affiliated, registered apprenticeship program within the area who must be a training director or a member of a labor organization. If no union affiliated registered apprenticeship programs exist in the area, a representative of a registered apprenticeship program with no union affiliation must be appointed, if one exists;
  - 3. May include one or more representatives of community-based organizations that have demonstrated experience and expertise in addressing the employment, training or education needs of individuals with barriers to employment, including organizations that serve veterans or provide or support competitive integrated employment for individuals with disabilities; and
  - 4. May include one or more 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.
- D. The Board also must include:
  - 1. At least one eligible training provider administering adult education and literacy activities under WIOA title II;
  - 2. At least one representative from an institution of higher education providing workforce investment activities, including community colleges; and
  - 3. At least one representative from each of the following governmental and economic and community development entities:

- (i) Economic and community development entities;
- (ii) The State Employment Service office under the Wagner-Peyser Act (29 U.S.C. 49 et seq.) serving the local area; and
- (iii) The programs carried out under title I of the Rehabilitation Act of 1973, other than sec. 112 or part C of that title;

E. The membership of Board may include individuals or representatives of other appropriate entities in the local area, including:

1. Entities administering education and training activities who represent local educational agencies or community-based organizations with demonstrated expertise in addressing the education or training needs for individuals with barriers to employment;
2. Governmental and economic and community development entities who represent transportation, housing, and public assistance programs;
3. Philanthropic organizations serving the local area; and
4. Other appropriate individuals as determined by the chief elected official.

F. Members must be individuals with optimum policy-making authority within the entities they represent.

#### **ARTICLE IV. OFFICERS**

##### **Section 1. Officers**

The officers of the Board shall be a Chairperson, a Vice-Chairperson, a Secretary, a Treasurer, and an Executive Director who shall serve ex officio. The Board may from time to time elect or appoint other officers, including assistant officers, as it may deem necessary.

##### **Section 2. Authority and Duties of Named Officers**

A. Chairperson: The Chairperson shall oversee the affairs of the Board and shall preside at meetings of the Board. The Chairperson shall exercise the powers and perform the duties as usually devolve upon the presiding officer of a deliberative body.

B. Vice-Chairperson: The Vice-Chairperson shall perform the duties of the Chairperson in his or her absence and such duties as shall be from time to time assigned by the Board. The Vice Chairperson may also function as Chairperson-elect and may work with the Chairperson in preparation therefor.

C. Secretary: The Secretary shall be responsible for and shall keep the records of all business transacted at each meeting, shall act as Secretary of the meetings of the Board and record all votes, and shall keep a record of the proceedings of the Board, and shall perform all duties incident to the office of Secretary.

D. Treasurer: The Treasurer shall be responsible for and shall keep all financial reports and records and other financial documents of the Board. The Treasurer shall have such further powers and shall perform such further duties customarily appurtenant to the office of treasurer and as shall be from time to time assigned to him or her by the Chairperson or the Board.

E. Executive Director: The Executive Director shall be the chief executive officer of the Board and shall supervise and conduct the affairs of the Board, subject to the supervision of the Board and the Chairperson. The Executive Committee shall select an individual to serve as the Executive Director if a vacancy in the office of Executive Director occurs until such time a new Executive Director is appointed.

### **Section 3. Nominating, Electing and Term**

Biennially the Chairperson shall, prior to February 1 of a given year, designate a nominating committee that shall produce a slate of candidates for the officers of the Board, except the Executive Director, to be submitted for approval by the Board at the next annual meeting. The term of each officer except the Executive Director shall be for a period of two (2) years and until his or her successor is elected and appointed or until his or her earlier death, resignation, or removal as hereinafter provided.

Any officer may be re-elected. Any officer may be removed by a majority vote of the full Board whenever in its judgment the best interests of the Board will be served thereby. Such removal will be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer will not of itself create contract rights.

The Executive Director shall serve at the pleasure of the Board.

### **ARTICLE V. COMMITTEES**

The Board designates Committees that will be chaired by a member of the Board and include other members of the Board and individuals who are not members of the Board but who have appropriate experience and expertise.

The following Committees are designated:

**Executive Committee:** responsible for overall management, direction and oversight of the Board and its program of work. The Committee's primary role is to ensure the functionality and effectiveness of the Board. Membership is limited to elected officers and chairs of both standing and ad-hoc committees. During the interim between meetings of the Board, the Executive Committee may act for and on behalf of the Board on ordinary or emergency matters, and shall report its acts to the next meeting of the Board.

**Board Development Committee:** responsible for the recruitment of potential members and the retention of existing members. Board membership of the partnership is critical to the success of the Board. It is also critical to remain in compliance with the membership mandates established by federal law.

**Youth Committee:** required by WIOA. The Committee is responsible for the planning, development and oversight of a comprehensive service delivery strategy to positively impact the provision of activities and services to local area youth. This Committee shall include community based organizations with a demonstrated record of success in servicing eligible youth.

**Strategic Development and Evaluation Committee:** Responsible for oversight and review of the netWORKri American Job Centers, the state's one-stop career center system within the Greater RI Workforce Investment Area. Review the federally mandated performance standards and ensure the service delivery meets the expectations of the WDB's constituency. Responsible for the overall planning and development of programs administered by the WPGRI.

**Finance Committee:** The Finance Committee shall be responsible for and shall keep all financial reports and records and other financial documents of the Board.

**Employment for Individuals with Disabilities Committee:** required by WIOA. The Committee is charged with providing information and to assist with operational and other issues relating to the provision of services to individuals with disabilities, including issues relating to compliance with WIOA sec. 188 if applicable, and applicable provisions of the Americans with Disabilities Act of 1990 regarding providing programmatic and physical access to the services, programs, and activities of the One-Stop delivery system. This committee is also responsible for providing appropriate training for staff on finding employment opportunities and providing supports for or accommodations to individuals with disabilities.

**Task Forces:** The Board may designate one or more task forces or other committees, solely to make recommendations to the Board.

## **ARTICLE VI. MEETINGS OF THE BOARD**

### **Section 1. Place of Meetings**

The Annual Meeting of the Board and all regular and special meetings of the directors will be held at such place as may be stated in the notice of the meeting.

### **Section 2. Annual Meeting**

The Annual Meeting of the Board for the election of such officers whose terms have expired and for transaction of such other business as may come before the meeting shall be held on not less than five days notice on such date and at such time during the quarter ending June 30 at the location stated in the notice of the meeting. In the event of the failure to hold said Annual Meeting at any time or for any cause, any and all business which might have been transacted at such meeting may be transacted at the next succeeding meeting which shall be deemed a special meeting in lieu of the Annual Meeting.

### **Section 3. Regular Meetings**

Regular meetings of the Board shall be held at least once in each calendar quarter at the call of the Chairperson.

### **Section 4. Special Meetings**

A special meeting of the Board for any purpose or purposes may be called by the Chairperson with notice in accordance with State law. Any such call shall state the purpose or purposes of the proposed meeting and no business other than that so stated shall be transacted at any special meeting.

### **Section 5. Quorum**

A majority of the Board shall constitute a quorum at all meetings of the Board for the transaction of business. If, however, such quorum shall not be present at any meeting of the Board, the Board shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum shall be present. When a quorum is in attendance, unless otherwise provided by law, the Articles or these by-laws, action may be taken upon a vote of a majority of the members present.

### **Section 6. Voting**

Each member shall be entitled to one vote. Voting by proxy is not permitted.

## **ARTICLE VII. CONFLICTS OF INTEREST**

Members of the Board are expected and required to comply with all the provisions of the Rhode Island Code of Ethics, including the recusal rules.

## **ARTICLE VIII. 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 IX. AMENDMENTS**

These By-Laws may be altered, amended or restated or new By-laws may be adopted at any meeting of the members at which a quorum is present by an affirmative vote of a majority of the members present, provided that notice of the intended action and a full copy or fair summary thereof is explicitly given as part of the notice of the meeting.