

Workforce Arizona Council
Bylaws

Article I NAME AND LEGAL AUTHORITY

Section 1. Name of the Board

The name of the organization shall be the Workforce Arizona Council, hereinafter referred to as the “Council.”

Section 2. Legal Authority for Board

The Council is established as the State Workforce Development Board, pursuant to the Workforce Innovation and Opportunity Act (WIOA), 29 U.S.C. § 3111 and in accordance with A.R.S. § 41-5401 and Executive Order No. 2015-10. The Council must comply with the WIOA and its regulations, applicable Federal and State Laws, rules and regulations, and State policies and procedures.

Article II PURPOSE, POWERS, AND MISSION

Section 1. Purpose

The Council shall advise the Governor on all matters of workforce development strategy and policy for the State of Arizona as outlined in WIOA Sec, 101 (d), 20 CFR § 679.110, 20 CFR § 679.130, and shall:

- A. Bring together a broad range of stakeholders representing industries vital to Arizona’s continued economic development;
- B. Provide state-level coordination of workforce development policies and programs;
- C. Establish goals for the continued development of Arizona’s Unified Workforce Development Plan; and
- D. Make recommendations to the Governor on the effective use of resources.

Section 2. Powers

The Council shall have the powers necessary to carry out its purpose and accomplish its functions as outlined in the WIOA, 29 U.S.C. § 3111(d), and any amendments thereto, A.R.S. § 41-5401, and any amendments thereto, and under Executive Order No. 2015-10.

Section 3. Mission and Vision

The mission of the Workforce Arizona Council is to develop and support an inclusive and equitable workforce system that connects business, education, and job seekers that results in a healthy economy in Arizona.

The vision of the Workforce Arizona Council is to create a future where every Arizonan has the opportunity to reach their full potential through access to meaningful employment while meeting employer needs, by driving the economic growth and prosperity of our communities.

Article III MEMBERSHIP

Members of the Council are public officers for purposes of A.R.S. Title 38, Chapter 3, Article 8 and the Council is a public body for purposes of A.R.S. Title 38, Chapter 3, Article 3.1. Membership is pursuant to Section 101 of the WIOA.

Section 1. Composition and Size

- A. The membership of the Workforce Arizona Council must meet the requirements of WIOA sec. 101(b) and 20 CFR § 679.110 and must represent diverse geographic areas of the State, including urban, rural, and suburban areas.
- B. The Workforce Arizona Council membership must include:
 - a. The Governor;
 - b. A member of each chamber of the State legislature, appointed by the appropriate presiding officers of such chamber, as appropriate under State law; and
 - c. Members appointed by the Governor, which must include:
 - i. A majority of representatives of businesses or organizations in the State who:
 - 1. Are the owner or chief executive officer for the business or organization, or is an executive with the business or organization with optimum policy-making or hiring authority, and also may be members of a Local WDB as described in WIOA sec. 107(b)(2)(A)(i);
 - 2. Represent businesses, or organizations that represent businesses described in paragraph (b)(3)(i) of this section, that, at a minimum, provide employment and training opportunities that include high-quality, work-relevant training and development in in-demand industry sectors or occupations in the State; and
 - 3. Are appointed from a list of potential members nominated by State business organizations and business trade associations; and
 - 4. At a minimum, one member representing small businesses as defined by the U.S. Small Business Administration.
 - ii. Not less than 20 percent who are representatives of the workforce within the State, which:
 - i. Must include two or more representatives of labor organizations nominated by State labor federations;
 - ii. Must include one representative who must be a member of a labor organization or training director from a joint labor-management registered apprenticeship program, or, if no such joint program exists in the State, a member of a labor organization or training director who is a representative

- of an registered apprenticeship program;
- iii. 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
- iv. 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.
- e. The balance of the members:
 - i. Must include representatives of the Government including:
 - 1. The lead State officials with primary responsibility for the following core programs:
 - a. The adult, dislocated worker, and youth programs authorized under title I of WIOA and the Wagner-Peyser Act;
 - b. The Adult Education and Family Literacy Act (AEFLA) program authorized under title II of WIOA; and
 - c. The State Vocational Rehabilitation (VR) program authorized under the Rehabilitation Act of 1973, as amended by title IV of WIOA.
 - d. Where the lead official represents more than one core program, that official must ensure adequate representation of the needs of all core programs under his or her jurisdiction.
 - 2. Two or more chief elected officials (collectively representing both cities and counties, where appropriate).
 - ii. May include other appropriate representatives and officials designated by the Governor, such as, but not limited to, State agency officials responsible for one-stop partner programs, economic development or juvenile justice programs in the State, individuals who represent an Indian tribe or tribal organization as defined in WIOA sec. 166(b), and State agency officials responsible for education programs in the State, including chief executive officers of community colleges and other institutions of higher education.
- f. The Governor must select a chairperson for the Workforce Arizona Council from the business representatives on the Council.
- g. A Workforce Arizona Council member may not represent more than

one of the categories described in:

- i. Paragraph (b)(3)(i) of this section (business representatives);
 - ii. Paragraph (b)(3)(ii) of this section (workforce representatives); or
 - iii. Paragraph (b)(3)(iii) of this section (government representatives).
- h. A Workforce Arizona Council member may not serve as a representative of more than one subcategory under paragraph (b)(3)(ii) of this section.
- i. A Workforce Arizona Council member may not serve as a representative of more than one subcategory under paragraph (b)(3)(iii) of this section, except that where a single government agency is responsible for multiple required programs, the head of the agency may represent each of the required programs.

Section 2. Officers

- A. The Officers of the Council shall be the Chair, Vice Chair, and Second Vice Chair.
- B. The Governor shall designate the Council Chair.
- C. The designated Chair shall be a representative of business.
- D. The Council shall elect officers for the Vice Chair and Second Vice Chair.
- E. The elected Vice Chair and Second Vice Chair shall be a representative of business.
- F. The Chair will preside at all Council meetings and may appoint committees and Chairs of committees as needed to carry out Council business. The Chair must be present (physically or virtually) to preside at meetings.
- G. The Vice Chair shall perform the Chair's duties in the event of the Chair's absence at meetings or in such circumstances where the Chair shall relinquish to the Vice-Chair.
- H. In the absence of the Chair and Vice Chair, the Second Vice Chair shall perform all duties of the Chair.

Section 3. Term of Office

- A. Members shall serve a three year term.
- B. Lead state officials shall serve a three year term or be appointed for multiple terms.
- C. Terms shall be staggered so that approximately one-third of the appointments expire each year.
- D. Members shall serve at the discretion of the Governor, who may appoint or replace members at will.
- E. The officers shall serve a three-year term and may be appointed for multiple terms.
- F. In the event that an officer is removed from their duties or from the Council, their term expires immediately.
- G. The appointed Chair of the board shall have the authority to designate each member's term as needed to meet the one-third allotment of expiring terms for the purpose of maintaining staggered terms.

- H. If a member is appointed to fill out a term, that member's term shall be for three years.

Section 4. Removal and Resignation

- A. Members are required to attend all meetings in person or virtually.
- B. The Executive Committee shall annually evaluate member attendance and contribution and provide a recommendation for retention/removal of members to the Governor.
- C. Members may not send a proxy to represent them at Council meetings except for the following:
 - a. The Governor
 - b. The CEO of the Arizona Commerce Authority
 - c. The Chief Elected Officials
 - d. The WIOA core programs
- D. Any member or officer may resign at any time by giving written (including electronic) notice to the Council Chair and Council Project Manager. Subject to the approval of the Governor, any such resignation shall take effect at the time specified in the member's or officer's written notice, or on the date of the notice if a date is not specified. Governor appointments to fill a term of resignation or removal shall follow the process outlined in Section 3 of this Article.

Section 5. Elections

- A. All officers aside from the Chair shall be elected for a three year term by a majority vote of the current membership of the Council.
- B. Elections shall be held at the first regularly scheduled meeting of each calendar year or on an as needed basis due to officer vacancies.
- C. The term shall begin on the date of election into office.
- D. If a vacancy occurs by other than an expiration of an Officer term, the vacancy shall be filled for the unexpired portion of the term using the process outlined in Section 3 of this Article.

Section 6. Compensation

Members of the Council are not eligible to receive compensation for their services but are eligible for reimbursement of expenses pursuant to A.R.S § 38-621 et al.

Article IV MEETINGS

Section 1. Regular Meetings

- A. Regular meetings of the Council shall be held a minimum of four times each calendar year.
- B. A quorum of Council members must be present in order to vote. The meeting may be held for information and discussion without quorum.
- C. Additional "Special Meetings" may be called by the Chair, and at such times and in such places, as the Chair deems necessary.
- D. Meetings may be scheduled and held at locations throughout Arizona in response to the expanse of the geographic region.

- E. All meetings of the Council and committees will be conducted in accordance with Arizona State Open Meeting Law and Sunshine Provision.
- F. Telephone and web-based meetings and other use of appropriate technology may be used to promote and enhance Council member participation in conjunction with in-person meetings when applicable. The agenda may state the means of connection to the meeting if participation via phone or other electronic means is being utilized.

Section 2. Notice

Notice of all meetings shall be in accordance with Arizona Open Meeting Law and Sunshine Provision requirements.

Section 3. Meetings Open to the Public

All meetings of the Council and its committees shall be publicly announced and open to the public in accordance with Arizona Open Meeting Law and Sunshine Provision.

Section 4. Meeting Minutes

Minutes of the Council meetings and its committees shall be maintained in accordance with the requirements of A.R.S § 38-431.01(B) and shall be made available no later than three (3) working days after the meeting (A.R.S. § 38-431.01(D)).

Section 5. Quorum

A quorum of the Council shall be defined as outlined in A.R.S. § 1-216 and may consist of any membership of the Council. A majority of the Council shall constitute a quorum to conduct business.

Section 6. Voting

- A. Each member of the Council shall be entitled to one vote on an action.
- B. No member of the Council shall vote on any matter which has a direct basis for conflict of interest as outlined in these bylaws.
- C. A question shall be carried by a majority affirmative vote of the membership in attendance.
- D. The Chair shall have all the rights of other members, including the right to introduce motions, speak, and vote while presiding.

Section 7. Conflict of Interest

Section 101(f) of the WIOA and A.R.S. § 38-503 prescribe what constitutes a conflict of interest for Council members, and prohibit a member from voting on a matter under consideration by the Council:

- A. Regarding the provision of services by such member (or by an entity that such member represents); or
- B. That would provide direct financial benefit to such member or the immediate family of such member.

According to state law, members are also prohibited from providing equipment, material or supplies unless pursuant to an award or contract issues after a

public competitive bidding process.

Section 8. Conflict Resolution

- A. Conflict which arises between Council members will be resolved through the Executive Committee. If the conflict involves members of the Executive Committee and/or if a resolution cannot be reached by the Executive Committee, then the resolution shall be reached pursuant to the process stated in Article IV, B.
- B. Except as may otherwise be provided for by law, or otherwise specifically agreed upon to members or partners, any dispute not involving the question of law that is not resolved between the parties within a reasonable time shall be submitted through the following dispute process:
 - 1. Disputes must be filed with the Workforce Arizona Council Project Manager.
 - 2. The Workforce Arizona Council Project Manager or other Council staff shall respond in writing to the dispute within fourteen (14) days.
 - 3. The individual(s) may abide by the decision or may appeal the decision to the State Ombudsman within seven (7) days.

Article V COUNCIL COMMITTEES AND WORKGROUPS

Section 1. General

- A. All committees established under the Council shall comply with these bylaws.
- B. All actions of the committees are advisory to the Council.

Section 2. Executive Committee

A. Composition

- a. The Executive Committee shall consist of the Chair, Vice Chair, Second Vice Chair, Title I & III, Title II and Title IV representative members and three additional members appointed by the Chair.

B. Powers and Duties

- a. The Executive Committee may:
- b. Collectively represent the Council on issues arising during the interval between quarterly meetings, on matters that require expeditious action and shall communicate any such action taken to the entire Council before and/or during the next quarterly meeting.
- c. Perform duties needed to ensure that the vision and goals of the Council are being met and developed.
- d. Coordinate and monitor performance of committees.
- e. Approve committee reports and recommendations.
- f. Review and recommend workgroup priorities and initiatives to the Council.
- g. Perform other duties as assigned by the Council.

Section 3. Standing Committees

The Chair may establish or dissolve standing committees as deemed appropriate for the purpose of accomplishing specific tasks required of the Council or by the Governor. Committees shall abide by the rules that govern the Council. Standing committees and their participants serve at the discretion of the Council Chair. Standing committee membership may include subject matter experts and other members of the community that are not members of the Council, as determined appropriate by the Chair. Standing committees ensure that members actively participate in convening the workplace development system's stakeholders, broker relationships with a diverse range of employers, and leverage support for workforce development activities.

Section 4. Workgroups

The Office of Economic Opportunity may establish or dissolve workgroups as needed which may consist of workforce partners and stakeholders to support Council initiatives including priorities identified in the strategic or state plan. Workgroups will inform the Executive Committee on initiatives and are not required to adhere to Arizona Open Meeting Law and Sunshine Provision. Workgroup information will be available to the public through the Workforce Arizona Council website.

Article VI ROBERT'S RULES OF ORDER

Robert's Rules of Order, Revised, may govern all questions of procedure not covered in these Bylaws.

Article VII LIMITATION OF LIABILITY

To the fullest extent that the law of the State of Arizona, as it now exists or as it may hereafter be amended, permits the elimination of or limitation on the liability of directors, advisors, public employees, or public entities, no director of the Council shall be liable for monetary damages for any action taken or for any failure to take any action. Any repeal or modification of this Article shall be prospective only and shall not adversely affect any limitation on the personal liability of a director of the Council existing at the time of such repeal or modification.

Article VIII AMENDMENTS TO THE BYLAWS

Section 1. Adoption

A. These bylaws may be adopted by a full Council quorum or a two-thirds affirmative vote of the Council members in attendance at a regular meeting.

Section 2. Amendments

A. Any member of the Council may put forth a recommended amendment to the bylaws. Any such amendment will go through the following process:

- a. The Executive Committee will determine if the amendment is deemed

- appropriate and valuable for consideration by the Council.
- b. The Executive Committee will vote for the amendment(s) to be brought to the Council.
 - c. If recommended to go before the Council, the amendment(s) may be adopted by a full Council quorum or a two-thirds affirmative vote of the Council members in attendance at a regular meeting.
- B. Bylaws and amendments cannot conflict with existing federal or state laws, regulations or guidelines.

Article IX EFFECTIVE DATE

Upon Council approval, these Bylaws are effective as of February 23, 2023.

CONTACT ENTITY: Inquiries regarding this policy should be directed to the Workforce Arizona Council staff at Workforce.Council@oeo.az.gov.