

WORKFORCE INVESTMENT SAN FRANCISCO

Local Workforce Investment Board for the City and County of San Francisco

BYLAWS of Workforce Investment San Francisco Board

February 1, 2001
(Amended April 11, 2001)
(Amended November 20, 2002)
(Amended April 21, 2004)
(Amended October 20, 2004)
(Amended October 28, 2009)
(Amended February 24, 2010)

1.0 Name & Definitions

1.1 Name

The name of the organization shall be Workforce Investment San Francisco (“WISF”).

1.2 Definitions

The following terms and their definitions shall apply to these Bylaws:

- a. The Workforce Investment Act of 1998, 28 USC Sections 2801, et.seq., is referred to herein as “the Act” or “the WIA.”
- b. The certified local Workforce Investment Board of San Francisco is referred to herein as “the LWIB.”
- c. Individuals who serve on the LWIB are referred to herein as “Members.”
- d. The secretary of the LWIB is referred to herein as “the Secretary.”
- h. The Mayor of the City and County of San Francisco is referred to herein as the “the Chief Local Elected Official (CLEO).”
- i. The working partnership, as described in the Master Partnership Agreement, between the LWIB and the CLEO is referred to herein as the “Partnership.”

2.0 Mission Statement

The purpose of Workforce Investment San Francisco (WISF) is to design and implement a workforce development system that prioritizes scarce employment and training resources in conformance with the Workforce Investment Act of 1998, 29 U.S.C. §§ 2801, et seq. and other appropriate legislative and policy authorities. LWIB shall: 1) create meaningful opportunities for employment skills development; 2) coordinate and enrich workforce development plans and activities with other supportive service needs; 3) integrate current services to provide universal access to career and labor market information; 4) provide quality services and resources to employers, job seekers and other stakeholders

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to ensure full employment in jobs that pay enough to sustain healthy families; and 5) leverage both public and private resources to fulfill these goals.

3.0 **Membership of the Certified Local Workforce Investment Board**

3.1 Appointments, number & classes

The Mayor, in conformance with the Act, the certified state and local plans, appoints members of LWIB from among individuals meeting membership criteria.

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3.2 Classes of voting Members

The LWIB shall be composed of the following classes of voting Members:

- a. Representatives of business in the local area who:
 - 1) Are owners of businesses, chief executives or operating officers of businesses and other executives or employers with optimum policy-making or hiring authority;
 - 2) Represent businesses with employment opportunities that reflect the employment opportunities of the local area;
 - 3) Are appointed from among individuals nominated by local business organizations and business trade associations

A majority of the Members shall be from this class.

- b. Representatives of local educational entities including educational agencies, school boards, entities providing adult education and literacy activities, the community college and other postsecondary educational institutions selected from individuals nominated by regional or local educational agencies, institutions or organizations representing such entities.
- c. Representatives of labor organizations nominated by local labor federations.
- d. Representatives of community-based organizations.
- e. Representatives of public and private sector economic development agencies.
- f. Representatives of the each of the One-Stop partners as required in the Act.

3.3 Other Members

The Membership of the LWIB may include other individuals or representatives of entities as determined appropriate by the CLEO.

3.4 One Vote

All Members shall have one vote regardless of the number of membership class definitions a member meets.

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3.5 Appointment

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The authority to appoint Members to the LWIB rests with the CLEO and is not a shared function of the LWIB.

3.6 Term of appointment

The regular term of appointment of each Member shall be two (2) years, expiring on January 31st of every other year or until a successor is appointed by the CLEO, whichever occurs last. However, the initial term for not more than 50% of the Members appointed in January 2009, randomly selected, shall be one (1) year so that only 50% of the Members are replaced or re-appointed at one time. Thereafter all terms shall be 2 years.

3.7 Resignation of membership

Any Member may resign from membership by submitting written notice to the Secretary and to the CLEO at least thirty (30) days prior to the effective date of the resignation.

3.8 Removal from membership

Any Member may be recommended for removal from membership by a vote of two-thirds of the Members present and voting.

Reasons for removal include failure to attend at least half of the regularly scheduled meetings of the LWIB during the twelve-month year (February 1 – January 31), or a failure to attend two (2) consecutive meetings without prior notification to the WISF secretary (“unexcused absences”).

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Once the LWIB has voted to recommend removal of a Member, the following procedures shall be followed:

- a. A notice shall be sent by prepaid first class or registered mail to the most recent address of the Member, as shown on the LWIB’s records, setting forth the action to be taken, the reasons for the action, and the date, time and place of the hearing provided for in this section. Such notice shall be sent at least fifteen (15) days before the proposed effective date of termination.
- b. The Member proposed for removal shall be given an opportunity to be heard, either orally or written, at a hearing to be held not fewer than five (5) days before the effective date of the proposed removal. The hearing will be held before the LWIB.
- c. Following the hearing, the LWIB shall decide whether or not the Member should be removed. The decision of the LWIB shall be final.

3.9 Vacancies

If a vacancy should occur through normal expiration of the term of appointment or for other reasons, a replacement will be appointed by the CLEO. Where the vacancy is in an unexpired term, the appointment shall be for the remainder of the term.

3.10 Annual Statement of Economic Interests

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Members have the duty of submitting to the Secretary, upon their appointment to the LWIB, and annually during their membership, a completed and signed Statement of Economic Interests and any other documents required by federal, state or local laws governing conflicts of interest.

4.0 **Officers of the Certified Local Workforce Investment Board**

4.1 Number of Officers

The Officers of LWIB shall consist of a Chairperson, Vice Chairperson, Secretary and Treasurer. A Member who is also a representative of business must fill the office of Chairperson. Any class of Member may fill the office of Vice Chairperson. The office of Secretary may be filled by a Member or from the Staff. The LWIB may also have other Officers as may be appointed by the Executive Committee, or with authorization from the Executive Committee, by the Chairperson or some other Officer.

4.2 Chairperson

- a. The Chairperson shall ~~be~~ elected by the LWIB, from among the members described in Section 3.2a. ~~The Chairperson shall preside at all meetings of the Executive Committee and the LWIB.~~
- b. The CLEO and Chairperson shall make all appointments to Executive Committee, and the Youth Council, the authority for which is not otherwise designated in the Act. The Chairperson shall make appointments to other committees.
- c. The Chairperson shall serve as an ex-officio member of all committees, with full voting privileges.
- d. The Chairperson shall approve signatories for bank accounts and contracts.

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4.3 Vice Chairperson

The Vice Chairperson shall be elected by a majority of the members of the Executive Committee, and shall act in the place and stead of the Chairperson in the event of the Chairperson's absence, in ability or refusal to act, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the Chairperson.

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4.4 Secretary

The Secretary shall be appointed the Director of Workforce Development. Unless otherwise determined by the Executive Committee or the Director of Workforce Development, the Secretary shall have the following powers and duties:

- a. The Secretary shall attend all meetings of the LWIB and the Executive Committee and shall record all votes and the minutes of such meetings, to be kept at all times in accordance with state and local public meeting laws. The Secretary shall provide for the recording of all votes and proceedings of Standing Committees.

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- b. The Secretary shall at all times keep the original copy of the agendas and minutes of LWIB and Executive Committee meetings, Bylaws and other business records of LWIB.\
- c. The Secretary shall give *and document* such notices as required by state and local public meeting access laws *and* these Bylaws.

5.0 Committees of the Certified Local Workforce Investment Board

5.1 Guiding principles

- a. The Standing Committees shall:
 1. Conduct public hearings and take public testimony when needed to ensure that all viewpoints are considered, and in all cases when required by statute or regulation.
 2. Provide the LWIB with readily available expertise regarding the policies and direction of the LWIB.
 3. Review staff recommendations with appropriate public hearings and advise the LWIB and the Executive Committee regarding action to be taken.
 4. Provide for broad community participation in LWIB activities.
- b. Members of the Committees who are non Members of the LWIB as set forth in section 3.0, above, shall be voting members of the Committee, but shall no be voting members of the LWIB.
- c. It shall be the responsibility of each committee to establish its schedule for meeting and to ensure that all interested parties are provided with adequate notice of such schedules in conformance with public meeting laws. Committee Chairpersons may delegate such responsibilities to Staff.

5.2 Executive Committee

The Executive Committee shall be comprised of not more than eleven (11) Members of LWIB. The total number of Members appointed, if less than eleven (11), shall be either seven (7) or nine (9). This committee shall review the work plans of other committees, ensure coordination of the work of all committees and hear reports on their progress. This committee is authorized to act on behalf of LWIB and all action taken on behalf of LWIB shall be subsequently presented to LWIB for consideration. This committee shall hear, review and refer matters for action from other committees to LWIB as Consent Calendar item, see Section 7.2.

The Executive Committee shall appoint a Finance Subcommittee. The Finance Subcommittee shall be responsible for reviewing, and advising, the Executive Committee and the LWIB on financial matters including: (1) monitoring and reviewing LWIB budgets and expenditures; and (2) preparing recommendations for WIA and other funding sources within workforce development system. The Finance Subcommittee shall be chaired by a member currently serving on the LWIB, shall consist of a majority of Executive Committee members, shall include a Program and Service Oversight Committee member, and shall not exceed five members.

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5.3 Program and Service Oversight Committee

This committee shall have a chairperson who is a Member of the LWIB and shall include a Staff person as a *non-voting* member. The number and source of additional members shall be determined the LWIB Chairperson and the committee chairperson. The membership of the committee shall be not less than five (5) and not more than seventeen (17).

This Committee shall be responsible for reviewing, and advising, the Executive Committee and the LWIB on policy and funding recommendations for programs and services for adult job seekers. This Committee shall develop and recommend portions of the San Francisco Local Plan for Workforce Investment and Development as required by various federal, state, and local agencies, relating to adult services, including service delivery methods. This Committee shall develop and recommend program plans, eligibility requirements, priority of services, and design and solicitation criteria for adult job seekers. This committee shall prepare recommendations for local criteria for the Eligible Training Provider List (ETPL). Subcommittees of the Program and Service Oversight Committee shall be appointed by the LWIB Chairperson and this Committee Chairperson and may include special populations, e.g. refugees, homeless persons.

This Committee shall be responsible for the research and evaluation tasks of the LWIB. These tasks shall include responsibilities for the review of and advice regarding the overall quality of programs authorized by the LWIB. These tasks include assistance in developing a robust capacity driven by federal mandates, best practices and employer needs through analysis and assessment of programs for job seekers and employers, capacity of service providers, relative success and significance of interventions to move people in San Francisco to high skill, high wage employment.

This Committee shall oversee the One-Stop San Francisco (OSSF), the local One-Stop System, including monitoring operations of OSSF; of the facilities (centers and satellite locations) and the systems (technology, personnel staffing and training). This committee shall be responsible for recommendations regarding the Memoranda of Understanding with One-Stop Partners as required by the Act, and for development of marketing strategies for OSSF

5.4 Youth Council

a. Membership

This committee shall have a chairperson who is a Member of the LWIB and shall include a Staff person as a *non-voting* member. The membership of the committee shall be not less than fifteen (15) and not more than twenty-nine (29). The Youth Council shall be appointed by the LWIB in cooperation with the CLEO, and shall include:

1. members of the LWIB with special interest or expertise in youth policy;

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2. representatives of youth service agencies, including juvenile justice and local law enforcement agencies;
 3. representatives of local housing authorities;
 4. parents of youths seeking assistance from LWIB programs;
 5. individuals, including former participants, and representatives of organizations, that have experience relating to youth activities;
 6. representatives of the Job Corps, as appropriate.
 7. other individuals or representatives of entities as determined appropriate by the LWIB in cooperation with the CLEO.
- b. Duties
1. Develop portions of the Local Plan relating to eligible youth;
 2. Develop, approve and recommend the design and solicitation criteria for youth services and activities; and
 3. Conduct oversight with respect to the eligible providers of youth activities
4. Coordinate youth activities as authorized in the Act.
 5. Other duties determined appropriate by the Chairperson of the LWIB.

5.5 Sector Committees

The Chairperson shall establish Sector Committees that include employers and other key industry stakeholders. These Committees shall provide recommendations to the WISF to direct workforce services to meet the needs of the targeted industry. These Committees shall also advise job training academies and other workforce services designed to serve the targeted industries.

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5.6 Workforce Investment Community Advisory Committee

The Workforce Investment Community Advisory Committee (WiCAC) shall include members representing workforce development service providers and other community-based organizations serving low-income San Francisco residents and those with barriers to employment. The WiCAC shall advise the WISF on workforce system priorities, client needs and services.

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The Board of Supervisors shall appoint four (4) members to the WiCAC. The Transitional Youth Task Force shall appoint one (1) member to the WiCAC; the Local Homeless Coordinating Board shall appoint one (1) member to the WiCAC; the San Francisco Safe Communities Re-Entry Council shall appoint one (1) member to the WiCAC. All WiCAC members must be staff and/or Board members of 501c3 organizations.

All WiCAC members will be appointed to serve for a two year term, and all Committee members and/or the organizations they represent will serve for no more than two (2) consecutive terms. The terms are to be

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staggered. Therefore, at the first meeting of the WiCAC, the members will draw lots to determine which three (3) members will serve for one (1) year.

The Chair of the WiCAC and/or the organization he/she represents may not receive any funds for workforce development efforts from any department or agency of the City and County of San Francisco during his/her term of appointment as Chair, nor for a minimum of two years following the conclusion of his/her Committee service. The Committee will annually nominate a WiCAC Chair (from among its membership), to be appointed by the WISF.

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5.7 Other Committees

From time to time, the Executive Committee may establish Ad Hoc Committees or Task Forces to accomplish specific projects. The need for such committees will be determined by the Executive Committee, along with their composition, membership and structure.

5.8 Term of appointment

Unless otherwise specified in the request to serve as a member of any committee, the term of appointment will be one (1) year. Each year, after the election of Officers of the Council, the Chairperson shall review all committee assignments and will issue new letters of appointment.

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6.0 Meetings of the LWIB & Executive Committee

6.1 Agenda The Agenda shall be set by the Director of Workforce Development in consultation with the Chairperson. Members may request that an item be placed on the agenda through the Chairperson.

6.2 Regular Meetings

- a. LWIB: Regular meetings of the LWIB shall occur at least once in each calendar quarter, i.e., February, April, June, September and November of 2001. Executive Committee meetings may be held in conjunction with meetings of the LWIB. The future schedule of meeting dates and locations may be determined by the Executive Committee and will be published annually no later than November 30. Notice of any change to scheduled dates and locations will be delivered to Members at least ten (10) days in advance of the meeting.
- b. Executive Committee: The Executive Committee shall meet at least four (4) times per year.
- c. Other Committees: Other Committees shall establish a regular meeting schedule in accordance with its particular function.

6.2 Special meetings

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- a. LWIB: A special meeting of the LWIB may be called by the Chairperson or by the Executive Committee. In addition, five percent or more of the Members may call a special meeting of the Members for any lawful purpose.
- b. Executive Committee: The Chairperson, the Vice-Chairperson or any two Directors may call special meetings of the Executive Committee. The Director of Workforce Development after consultation with at least one Director may also call a special meeting.

6.3 Notice of meetings

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Notices of LWIB or Executive Committee meetings shall include the date, time and location of the meeting as well as an agenda containing a brief, concise and non-technical description of items to be considered, in conformance with public meeting laws.

- a. Regular meetings
Written notice of all regular meetings of the LWIB or Executive Committee shall be sent to Members not less than seven (7) days before the date of the meeting, provided the notice is mailed with first-class postage, or by facsimile or e-mail. Any such notice shall be deemed to have been given at the time when delivered personally or deposited in the mail or sent by other means of written communication.
- b. Special meetings
A written notice of the time and place of special LWIB or Executive Committee meetings shall be delivered personally to each Member by facsimile or e-mail, telegraph or first-class mail, with charges prepaid, addressed to the Member as it is shown on such records of the LWIB, or, if it is not so shown on such records or is not readily ascertainable, at the place at which the meetings of the LWIB are regularly held. In case such notice is mailed, it shall be deposited in the United States mail at least four (4) days prior to the time of the holding of the meeting. In case such notice is delivered personally by facsimile or e-mail, it shall be so delivered at least seventy-two (72) hours prior to the time of the holding of the meeting.
- c. Public notice
The Secretary shall mail copies of notices for all regular and special LWIB or Executive Committee meetings to interested parties, and see that the notices are posted in the San Francisco Public Library, on the Office of Economic and Workforce Development, website, at the meeting location, and in a location freely accessible to members of the public at least seventy-two (72) hours before the meeting.

Explanatory documents referred to in the notices will be made available for public inspection at the Workforce Development office during normal business

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hours, and posted on the Office of Economic and Workforce Development website with the agenda.

6.4 Quorum

No action may be taken at a meeting that lacks a quorum. If a Member cannot attend, the Member may designate an alternate to attend who meets the same Membership criteria and who is prepared to participate in the meeting in the same manner as the Member.

a. Constitution of a quorum

1. LWIB: At all meetings of the LWIB, presence of nineteen (19) Members shall constitute a quorum, provided that at least half of those present are business representatives.
2. All Committees: The presence of a majority of the Members at a meeting of each committee shall constitute a quorum.

b. Failure to achieve a quorum

When a quorum is not achieved, neither the LWIB nor any of its committees may take action on agenda items. However, Members may remain to discuss matters of their choosing with the public, and those proceedings may be presented at a subsequent meeting so that they form part of the subsequent meeting's records.

6.5 Public testimony on agenda items

Public comment is required before action can be taken on an agenda item . The Chairperson may limit time for the public testimony to three (3) minutes per individual.

6.6 Public testimony on other matters

Time shall be scheduled on the meeting agenda, after conclusion of other business and prior to adjournment, for public testimony on matters appropriate to the responsibilities of the LWIB but not stated on the agenda. The Chairperson may limit time for the public testimony to three (3) minutes per individual.

6.7 Action on items not on the agenda

Action shall not be taken at any meeting on items not on the agenda except in emergencies or unless Members find that failure to act would threaten serious injury to the public interest, in conformance with public meeting laws. The Executive Committee shall adopt a resolution specifying the nature of the emergency or the threat of serious injury to the public interest, and shall offer members of the public in attendance the opportunity to give testimony.

7.0 **Voting by Members**

7.1 Procedures

All Members may make motions and vote except as restricted by these Bylaws. Each Member shall be entitled to one vote on each matter submitted to a vote of the LWIB or to a committee.

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Voting at a meeting of the LWIB or Executive Committee may be by voice, show of hands or by ballot.

7.2 Consent Calendar

The Executive Committee may present recommendations for action to the LWIB on a Consent Calendar. Notice of Consent Calendar recommendations shall be provided with notice of meetings pursuant to section 6.3 of these Bylaws. Each member shall be entitled to affirm the action or to oppose the action to adopt the Consent Calendar recommendations.

Each member shall review the Consent Calendar recommendations. A member shall notify the WISF Board Chief of Staff, no later than seventy-two (72) hours preceding the meeting to remove any items from the Consent Calendar for which the member cannot render a vote of yes or no. Any item so removed from the Consent Calendar shall be placed on the same meeting agenda for later action to include a full discussion and vote.

7.3 Restrictions

- a. No Member shall vote on, or participate in the discussion, concerning any portion of a plan, a contract, a subcontract, or any other matter regarding the provision of services by such Member, or an entity represented by such Member, or that would provide financial benefit to the Member or to the immediate family of such Member.
- b. No member may engage in any other activity determined by the Governor to constitute a conflict of interest as specified in the State Workforce Investment Plan.
- c. No Member may engage in any other activity that would violate federal, state, or local conflict of interest laws.

7.4 No Abstentions

All Members are required to vote unless excused from voting by a motion adopted by a majority of the Members present, or unless voting on the matter would violate the restrictions of Section 7.4 of these Bylaws.

8.0 **Amendments to & matters not addressed in the Bylaws**

The Bylaws may be amended at any meeting of the Members at which a quorum is present by an affirmative vote of a majority of the Members, provided that notice of any amendment is explicit and is included with the materials for the meeting received at least *thirty (30)* days in advance of the meeting.

Matters not discussed in the Bylaws will be resolved under the provisions of Robert's Rules of Order.

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