



Bylaws

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Mississippi Valley Workforce Development Board Bylaws

ARTICLE 1 NAME AND LOCATION

Section 1 Name

The name of this nonprofit corporation shall be the Mississippi Valley Workforce Development Board hereafter referred to as "the MVWDB".

Section 2 Location

The office location of the MVWDB shall be located in the eight county Local Area.

ARTICLE II SERVICE AREA

The MVWDB shall serve the residents of Des Moines, Henry, Lee, Louisa, Muscatine, Clinton, Jackson and Scott Counties.

ARTICLE III DEFINITIONS

For the purposes of these bylaws and consistent with WIOA, "Chief Elected Officials (CEOs)" are defined as the County Board Chairs or designee of Des Moines, Henry, Lee, Louisa, Muscatine, Clinton, Jackson and Scott. The Chief Lead Elected Official is defined as the CLEO throughout this document and is the chair of the CEO board.

ARTICLE IV MISSION AND VISION

Section 1 Mission

MISSION - The Mississippi Valley Workforce Development Board will achieve our vision through strengthening collaboration with local businesses and jobseekers. We will improve access to our dedicated workforce partners through a fully integrated one-stop delivery system. Decisions will be data driven to enhance our local economies and quality of life for our communities.

Section 2 Vision

VISION - Create strong local economies by developing a future ready workforce of skilled workers prepared to meet the needs of current and emerging industries.

ARTICLE V PURPOSE

To operate exclusively for charitable, educational, religious and scientific purposes within the meaning of Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws (the "Code").

The purpose of the MVWDB, in Partnership with the CEOs of the eight -county Local Area, shall be consistent with those purposes that are identified for a Local Workforce Development Board under the Workforce Innovation and Opportunity Act (WIOA) of 2014 and amendments thereto, in accordance with public law. The MVWDB shall be responsible for strategic planning, policy development, and oversight of the local workforce system.

ARTICLE VI FUNCTIONS

In partnership with the CEOs, the MVWDB sets policy for the local workforce system consistent with State policies. The functions of the MVWDB are described in WIOA Sec. 107(d), and Iowa Chapter 1 section 4.3.1 Local Board Required Functions.

- A. Develop, submit and maintain a 4-year local plan for the Local Workforce Development Area, in partnership with the CLEO.
- B. If involved in a planning region, develop, submit and maintain a regional plan in collaboration with the other Local Workforce Development Areas within the region.
- C. Conduct workforce research and regional labor market analysis to include:
 - a. Analyses and regular updates of economic conditions, needed knowledge and skills, workforce, and workforce development (including education and training) activities to include an analysis of the strengths and weaknesses (including the capacity to provide) of such services to address the identified education and skill needs of the workforce and the employment needs of employer.
 - b. Provide assistance to Iowa Workforce Development (IWD) in developing the statewide workforce and labor market information system under the Wagner-Peyser Act for the region.
 - c. Other research, data collection, and analysis related to the workforce needs of the regional economy as the Local WDB, after receiving input from a wide array of stakeholders, determines to be necessary to carry out its function.
- D. Convene, broker, and leverage workforce development system stakeholders to assist in:
 - a. The development of the local plan
 - b. Identifying non-Federal expertise and resources to leverage support for workforce development activities
 - c. Convening, brokering, and leveraging such functions at the direction of the Local WDB, or its standing committees
- E. Lead efforts to engage with a diverse range of employers and other entities in the region in order to:
 - a. Promote business representation (particularly representatives with optimum policy-making or hiring authority from employers whose employment opportunities reflect existing and emerging employment opportunities in the region) on the Local WDB.
 - b. Develop effective linkages (including the use of intermediaries) with employers in the region to support employer utilization of the local workforce development system and to support local workforce investment activities.
 - c. Ensure that workforce investment activities meet the needs of employers and support economic growth in the region by enhancing communication, coordination, and collaboration among employers, economic development entities, and service providers.
 - d. Develop and implement proven or promising strategies for meeting the employment and skill needs of workers and employers (such as the establishment of industry and sector partnerships), that provide the skilled workforce needed by employers in the region, and that expand employment and career advancement opportunities for workforce development system participants in in-demand industry sectors or occupations.

- F. With representatives of secondary and postsecondary 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.
- G. Lead efforts in the local area to identify and promote proven and promising strategies and initiatives for meeting the needs of employers, workers and job seekers, including individuals with a barrier to employment and providing physical and programmatic accessibility in the American Job Center (AJC). Identify and disseminate information on proven and promising practices carried out in other local areas for meeting such needs.
- H. Develop strategies for using technology to maximize the accessibility and effectiveness of the local workforce development system for employers, and workers and job seekers, by doing all of the following:
 - a. Facilitating connections among the intake and case management information systems of the AJC partner programs to support a comprehensive workforce development system in the local area.
 - b. Facilitating access to services provided through the AJC involved, including facilitating access in remote areas.
 - c. 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 AJC, such as improving digital literacy skills.
 - d. Leveraging resources and capacity within the local workforce development system, including resources and capacity for services for individuals with barriers to employment.
- I. In partnership with the CLEO for the local area:
 - a. Conduct oversight of Workforce Innovation and Opportunity Act (WIOA) Title I programs and the AJC in the local area.
 - b. Ensure the appropriate use and management of the funds provided WIOA Title I and the AJC in the local area.
 - c. Ensure the appropriate use and management, and investment of funds to maximize performance outcomes.
- J. Negotiate and reach an agreement on local performance indicators with the CLEO and IWD.
- K. Negotiate with the CLEO and required partners on the methods for funding the infrastructure costs of AJCs.
- L. Select the following providers in the local area, and where appropriate terminate such providers:
 - a. Providers of youth workforce investment activities through competitive grants or contracts based on the recommendations of the youth standing committee (if such a committee is established), in accordance with Service Provider Procurement.
 - i. If the Local WDB determines there is an insufficient number of eligible training providers in a local area, the Local WDB may award contracts on a sole-source basis, in accordance with Allowable Methods of Competitive Procurement of Service Providers.

- ii. When identifying eligible providers, the Local WDB may consider community-based and governmental organizations as possible eligible providers.
 - b. Providers of training services, in accordance with WIOA and State policy.
 - c. Providers of WIOA Title I Adult and Dislocated Worker career services through competitive grants or contracts, in accordance with Service Provider Procurement.
 - i. If the Local WDB determines there is an insufficient number of eligible training providers in a local area, the Local WDB may award contracts on a sole-source basis, in accordance with Allowable Methods of Competitive Procurement of Service Providers.
 - ii. When identifying eligible providers, the Local WDB may consider community-based and governmental organizations as possible eligible providers.
 - d. One-stop operators, with the agreement of the CLEO.
- M. Work with IWD 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.
 - a. Such providers include eligible providers with expertise in assisting individuals with a disability and eligible providers with expertise in assisting adults in need of adult education and literacy activities.
 - b. Local WDBs are responsible for ensuring that all American Job Center (AJC) staff members have access to the ETPL, and are knowledgeable in regards to utilizing the ETPL.
 - c. Local WDBs are also responsible for ensuring all AJC customers have access to the ETPL to assist them in making informed choices when choosing training services.
- N. Coordinate activities with education and training providers in the local area, including:
 - a. Reviewing applications to provide adult education and literacy activities under WIOA Title II for the local area to determine whether such applications are consistent with the local plan.
 - b. Making recommendations to the eligible agency to promote alignment with such plan.
 - c. Replicating and implementing cooperative agreements to enhance the provision of services to individuals with disabilities and other individuals, such as cross training of staff, technical assistance, use and sharing of information, cooperative efforts with employers, and other efforts at cooperation, collaboration, and coordination.
- O. Develop a budget for the activities of the Local WDB, with the approval of the CLEO and consistent with the local plan and the duties of the Local WDB.
- P. Assess, on an annual basis, the physical and programmatic accessibility of all AJCs in the local area.
- Q. Certify AJCs.

ARTICLE VII MEMBERSHIP

The CEOs have the exclusive responsibility to appoint members to the MVWDB from individuals recommended or nominated by each class of membership. Board membership shall be composed of representatives required under WIOA and by policies established by the State of Iowa. The minimum number of board members required under WIOA is nineteen (19) representing the below membership categories.

- A. The CEOs shall insure that private sector MVWDB members are nominated timely to expedite approval of these nominees by the state.
- B. The minimum number of MVWDB members is 19.
- C. The CLEO will contact appropriate businesses, workforce or educational entities, including chambers of commerce, labor representatives and local educational entities serving the local service delivery area, to request nominations for MVWDB membership.
- D. Appointments will ensure that all times a majority of MVWDB membership (minimum 51%) are business representatives which represent business owners, chief executive officers, and other executives with optimum policy making or hiring authority, and provide employment in in-demand industry sectors or occupations in the local area. At least two of the business representatives must represent small businesses as defined by the Small Business Administration.
- E. Appointments will ensure that at all times not less than 20% of the MVWDB membership are workforce representatives which represent labor organizations, joint labor-management or union affiliated registered apprenticeship programs, nominated by labor organizations by local labor federations or by other representatives of employees. Other additional positions can be filled by community-based organizations that have demonstrated experience and expertise addressing the employment, training or education needs of veterans or individuals with disabilities, and representatives of organizations that have demonstrated experience and expertise in addressing the employment, training and education needs of eligible youth, including out-of-school youth.
- F. Appointments will ensure that at all times there is a representative from adult education and a representative from higher education providing workforce investment activities including community colleges. Additional positions may include representatives of local educational agencies and community-based organizations with expertise in serving individuals with barriers to employment.
- G. When there is more than one local area provider of adult education services or multiple higher education institutions providing workforce activities, nominations will be solicited from those providers and institutions. This requirement provides for a representative selection process for these membership categories.
- H. Appointments will ensure that at all times there is a representative from economic and community development entities, a member from the state employment service under the Wagner-Peyser Act, and a representative from Vocational Rehabilitation. Additional positions may include a member from agencies running transportation, housing, or public assistance programs or members from philanthropic organizations.
- I. CEOs will ensure that overall members of the LWDB, excluding the Wagner Peyser Act and Vocational Rehabilitation representatives, will be balanced by gender and political affiliation. After applying the exclusions, no more than one half plus one of the remaining board members will be composed of any one gender or political party.

- J. An individual may be appointed as a representative of more than one entity if the individual meets all the criteria for representation, including the criteria described above.
- K. Each CEO, or designee, is responsible for appointing private sector members from the CEO's county. These members must reside or work within the county of appointment.
- L. A CEO may appoint a member who lives or works in a different county if that appointee meets all the requirements and is approved by the CEO from which the appointment would normally come.
- M. The CEOs will determine if any additional members shall be appointed beyond those minimally required by WIOA or IWD. If any such appointments are made, the 51% business representative membership and 20% labor representative membership requirement shall be maintained.
- N. The CEOs shall have a majority vote to approve nominations to the MVWDB.
- O. When nominating an individual to serve on the LWDB, all nominating organizations will complete and submit the following nomination documentation to the CLEO for member selection and appointment.
 - a. Signed Conflict of Interest form
 - b. Signed Member Nomination form
 - c. Completed appointment documentation for MVWDB membership will be submitted to IWD for review, and the appointee will not be appointed to the MVWDB until the CLEO has received confirmation from IWD that the appointment has been affirmed.
- P. CEOs shall perform an annual assessment of the MVWDB membership and performance to ensure that the board is performing adequately and in accordance with the direction and guidance CEOs provide.

ARTICLE VIII REAPPOINTMENT

The CLEO is responsible for all reappointments. New nominations are required for all appointments from nominating organizations.

- A. MVWDB staff will notify the CLEO sixty (60) days prior to a member's term expiration.
- B. The CLEO will process reappointments within sixty (60) business days from the effective date of the term expiration. During the sixty (60)-day period, the MVWDB will be able to legally act as a board and conduct business. If the CLEO fails to reappoint a MVWDB member in a required category within sixty (60) business days, the MVWDB will be out of compliance with membership composition requirements, and any business conducted shall not be considered legal, unless the MVWDB has a waiver in place with IWD.
- C. The CLEO must indicate both the official beginning date of the reappointment and the official term expiration date on the nomination form.

ARTICLE IX MEMBER CHANGE IN STATUS

Members may continue to serve on the MVWDB until:

- A. Their term of office expires; however, the member may continue to serve until the replacement nominees' required documents are approved and confirmed in writing by the state.
- B. The appointment is revoked by the appointing CEO.
- C. The member becomes incapacitated or otherwise unable to complete their term of office.

- D. The member resigns.
- E. MVWDB members who no longer hold the position or status that made them eligible to represent a specific sector on the MVWDB must resign or be removed by the CLEO immediately as a representative of that entity. A resignation is not effective until it has been accepted by the CLEO.
- F. Any changes to the membership of the MVWDB must be reported to IWD within 10 business days from the date of the change. Notification shall include.
 - a. The name of the MVWDB member;
 - b. The nature of the change (addition, removal, etc.);
 - c. The organization represented;
 - d. Job title;
 - e. Category of inclusion (business, workforce, education & training, government/economic, and community development, other).

ARTICLE X TERMS

The initial MVWDB appointee's terms will be staggered so that no more than one-half expire in one year. After this appointment's shall be for three-year terms with one-third of the membership to be appointed each year. As long as an individual meets all applicable criteria necessary to qualify to serve on the MVWDB as a representative with a certain affiliation type there is no limit on the number of terms an individual may serve as a member of the LWDB.

ARTICLE XI VACANCIES

The CLEO will ensure that MVWDB vacancies are filled within 60 business days from the time the vacancy was created, or a written request for a waiver has been completed and submitted to IWD.

ARTICLE XII MID-TERM APPOINTMENT

MVWDB members replacing outgoing members mid-term will serve the remainder of the outgoing members' term.

ARTICLE XIII REMOVAL

The CLEO will remove MVWDB members in the event any of the following occurs:

- A. Documented violation of conflict of interest.
- B. Failure to meet MVWDB member representation requirements, as defined in the WIOA and in accordance with Iowa Local Board Membership Requirements.
- C. Documented proof of fraud and/or abuse.
- D. A member of the board or committee has 4 or more unexcused absences in a one-year period.
 - a. If a member is unable to attend a board or committee meeting, they must notify the board executive director or board chair prior to the meeting in writing via email to receive an excused absence.
 - b. Each meeting will have an agenda item to approve absences, and is at the discretion of the board or committee to approve.

- c. When the member has 3 unexcused absences, they will be notified by the board executive director in writing via email.
 - d. When a member reaches four (4) unexcused absences the executive committee shall review circumstances and recommend termination or retention of a member to the CEOs.
 - e. A member can protest the removal to the CEOs at the meeting where the removal is on the agenda or submit a written protest to be reviewed at that same meeting.
- E. MVWDB members may be removed for other factors that deem to have a negative impact on the board.

ARTICLE XIV RESIGNATION

- A. To resign from the LWDB, a member must submit a written letter of resignation that is signed and dated by the member and that contains
 - a. The member's full name;
 - b. An affirmative statement of resignation from the LWDB; and
 - c. The effective date of the member's resignation.
- B. The member must send electronically or by U.S. Mail the member's letter of resignation to both the chairperson of the MVWDB and the CLEO.
- C. A MVWDB member's letter of resignation shall be a public record under the Iowa Open Records Act, Iowa Code Chapter 22.
- D. Notwithstanding the above sections a MVWDB member may be deemed to have resigned as a matter of law pursuant to if either of the following events occurs:
 - a. The member misses three or more consecutive meetings of the board or committee meetings without written notification to the board. or
 - b. The member attends less than one-half of the regular meetings of the MVWDB or their assigned committee within any period of twelve (12) calendar months beginning on January 1 or July 1. This paragraph does not apply unless the MVWDB and committee holds at least four regular meetings during such period and applies only to such period beginning on or after the date upon which the member executes the required paperwork.
 - i. However, if a member received no notice and had no knowledge of a regular meeting and gives the CLEO and the IWD a sworn statement to that effect within ten (10) days after the person learns of the meeting, such meeting shall not be counted for the purposes of Iowa Code section 69.15 and this Section.
- E. The CEO board, in its discretion, may accept or reject a resignation under Iowa Code section 69.15 and this Section. If the CEO Board accepts, the CEO board must notify the MVWDB member and IWD, in writing, that the resignation is accepted pursuant to Iowa Code section 69.15 and this Section.

ARTICLE XV EXECUTIVE OFFICERS

The MVWDB shall have executive officers identified in this Section.

Section 1 Chairperson.

- A. In accordance with Iowa Chapter 1 section 4.2.2 Local Board Chairperson the MVWDB must choose the MVWDB chairperson from among the MVWDB representative(s) of business who the MVWDB nominates at its annual May meeting.
- B. The MVWDB chairperson shall serve a term of one year.
- C. A MVWDB member who has served a term as the chairperson once may serve additional terms as the chairperson, if chosen by a majority vote in a public meeting of the LWDB.
- D. The Chair shall preside at all meetings of the MVWDB and the MVWDB Executive Committee. A meeting schedule shall be set each program year and shall be approved at the last meeting of the preceding year.
- E. The chair must ensure that the MVWDB functions properly, that there is full participation during meetings, that all relevant matters are discussed and that effective decisions are made and carried out.
- F. The Chair shall appoint members and chairs of all committees and act as coordinator of committees.
- G. The MVWDB chairperson shall establish, at the direction of the members, such ad hoc committees as the Board deems necessary to carry out its responsibilities.
- H. The MVWDB chairperson must communicate in writing the chairperson's receipt of a MVWDB member's resignation to the LWDB's membership.
- I. The Chair shall perform such other duties as are incident to the Chair's office or properly required by the MVWDB.
- J. The MVWDB chairperson Shall be the official representative of the Board, as required.

Section 2 Vice Chairperson

- A. At its annual May meeting the MVWDB shall choose a vice chairperson from among the MVWDB representative(s) of business.
- B. The MVWDB vice chairperson shall serve a term of one year.
- C. A MVWDB member who has served a term as the vice chairperson once may serve additional terms as the vice chairperson, if chosen by a majority vote in a public meeting of the LWDB.
- D. The Vice-Chair shall assist the Chair in conducting MVWDB business. In the Chair's absence, disability, or resignation, the Vice-Chair of the MVWDB shall assume the position of, and perform the duties, of the Chair with all the power and authority of the Chair's office.
- E. The Vice- Chair of the MVWDB shall have such powers and discharge such duties as may be properly assigned to the Chair, from time to time, by the Chair. In the event the Vice-Chair assumes the position of Chair, a special election will be held to fill the vacancy for the balance of the unexpired term for the position of the Vice-Chair.

Section 3 Secretary

- A. The Secretary shall be selected from the general membership at its annual May meeting.
- B. The Secretary shall be elected by the MVWDB to a one- (I) year term.
- C. The Secretary shall be responsible for certifying MVWDB meeting minutes and results of elections.
- D. The Secretary shall also verify quorum for MVWDB meetings and shall monitor attendance and provide reports to the MVWDB Executive Committee on attendance with the assistance of the board staff.

Section 4 Treasurer

- A. The Treasurer shall be selected from the general membership at its annual May meeting.
- B. The Treasurer shall be elected by the MVWDB to a one- (1) year term.
- C. In the absence of the Vice-chairperson, or in the event of his/her inability to act, or if that office be temporarily vacant, the treasurer shall exercise all the powers and perform all the duties of the Chairperson.
- D. The treasurer will oversee the MVWDB finances in coordination with the Finance Committee, and Fiscal Agent.

ARTICLE XVI MEETINGS

- A. All MVWDB and related meetings such as committee meetings shall be subject to the Sunshine provisions under WIOA and the Iowa Open Meetings Act.
- B. The MVWDB shall conduct its meetings according to the provisions of these current laws and any and all subsequent amendments.
- C. Minutes of the LWDB, standing committees, and ad hoc committees shall be kept of all meetings and shall be available for anyone who requests to see them, and shall be reviewed and approved at the next board or committee meeting as appropriate.
- D. The board shall keep correct minutes of the proceedings of the board and its standing committees, which shall include but are not limited to: the date, time and place of the meeting, the members of the public body recorded as either present or absent; and a summary of discussion on all matters proposed, deliberated, or decided, and a record of any votes taken.
- E. Any formal or informal gathering of a majority of the voting members of the MVWDB constitutes a meeting of the LWDB.
- F. Regular meetings of the MVWDB shall be held at a place or places to be determined by the members, at such times and as often as they may deem necessary. Board meetings shall be held not less frequently than quarterly.
- G. Committee meetings shall be conducted in the same manner and with the same formality as regular board meetings. Committee meetings shall be held not less frequently than quarterly.
- H. Meetings or portions of meetings may be closed to the general public by the Chair of the MVWDB only in compliance with the exemptions granted by Chapter 21.5 of the Iowa Open Meeting Code.
- I. Special meetings of the members may be called by the Chair, Executive Committee, or
- J. upon written application of at least one-third of the voting members.
- K. All MVWDB members shall be informed in writing of special meetings a minimum of forty-eight (48) hours in advance of the special meeting. Such notice shall include a description of the matter(s) for which the special meeting is called.
- L. The MVWDB may not act without a quorum. A majority of the voting members of the LWDB, who have completed the appointment process, constitutes a quorum. The MVWDB may not act via an email vote.
- M. A quorum shall be present when 51% of voting members are in attendance in person, by Internet or other electronic means, or by telephone.
- N. When a quorum is declared, a majority of the voting members present (in person or other allowable means) shall decide any question, including the election of officers. No formal

action may be taken by the MVWDB unless a quorum is declared. MVWDB vacancies shall not be considered in the determination of a quorum.

- O. When parliamentary procedures are not covered by these bylaws, Robert's Rules of Order, Revised, shall prevail.
- P. The MVWDB and its standing committees must use technology to promote member participation.
 - a. All MVWDB meetings must have a conference call option that allows members and the public to participate via telephone.
 - b. A MVWDB meeting may have an online conference option that allows members and the public to participate online.
 - c. The MVWDB must provide an accessible location where members of the public may use technology to access the meeting. If the MVWDB has an accessible location where some members of the MVWDB will gather in person for the MVWDB meeting, that location will meet the requirements in this Section
 - d. The notice of the MVWDB meeting must include information on how a member of the public may access the meeting using technology.

ARTICLE XVII ALTERNATIVE DESIGNEE PROCESS

A MVWDB member who is unable to attend a meeting may assign an alternative designee to attend the meeting as the member's proxy.

- A. An alternative designee for a representative of business on the MVWDB must have optimum policymaking authority or ultimate hiring authority for the business the individual would represent.
- B. A MVWDB member who wishes to have an alternative designee attend a meeting as the member's proxy must give as much advance notice as possible under the circumstance to the chairperson of the MVWDB and the CLEO. Such notice must include the following information regarding the alternative designee;
 - a. Full name;
 - b. Job title;
 - c. Name of the organization the individual will represent;
 - d. The location of the organization;
 - e. If the alternative designee is a representative of business, whether the alternative designee has optimum policymaking authority or ultimate hiring authority.
- C. The chairperson of the MVWDB must distribute the notice to the MVWDB as soon as practicable after receipt of notice.
- D. At the start of the MVWDB meeting at which the alternative designee is intended to serve as a proxy, the MVWDB must vote in open session on whether to accept the alternative designee as the MVWDB member's proxy for the meeting.
- E. The MVWDB must include in the minutes of the meeting both the notice provided and the results of the LWDB's vote on whether to accept the alternative designee as the MVWDB member's proxy.

ARTICLE XVIII BOARD STAFF

In accordance with Iowa Chapter 1 section 4.6.4 Local Board Staff the MVWDB may hire a director and other staff to assist in carrying out the functions described in Iowa Chapter 1 section 4.3.1 Local Board Required Functions.

Section 1 Qualifications

- A. The MVWDB must establish and apply a set of objective qualifications for the position of director, that ensures that the individual selected has the requisite knowledge, skills, and abilities to meet identified benchmarks and to assist in effectively carrying out the functions of the MVWDB.
- B. The director and staff hired by the MVWDB are subject to limitations on the payment of salaries and bonuses.
- C. The rate of pay for board staff shall not exceed the annual rate of basic pay prescribed for level II of the Executive Schedule under section 5313 of title 5, United States Code including both direct and indirect costs.

Section 2 Staffing Restrictions

- A. The individual or entity who is designated to fulfill the role of director must not be:
 - a. The WIOA Title III provider of Wagner-Peyser employment services;
 - b. The WIOA Title I provider of career and/or youth services;
 - c. Directly involved in the delivery of services as the one-stop operator;
 - d. The fiscal agent.
- B. If the MVWDB does not hire or designate a director, all the functions of the MVWDB described in Local Board Required Functions shall be carried out by the Local MVWDB itself. This role must not be fulfilled by:
 - a. The WIOA Title III provider of Wagner-Peyser employment service;
 - b. The WIOA Title I provider of career and/or youth service;
 - c. Any individual directly involved in the delivery of services as the one-stop provider.
 - d. The fiscal agent.
- C. The director and other staff hired by the MVWDB may be employed directly by the MVWDB or by another entity or organization given they are not
 - a. The WIOA Title III provider of Wagner-Peyser employment service;
 - b. Employed by the WIOA Title I provider of career and/or youth service;
 - c. Employed by the one-stop operator;
 - d. The fiscal agent.

Section 3 Expectations

- A. The MVWDB executive committee will review and modify the job description for the executive director as necessary.
- B. The board staff is expected to work from a home office when not attending board-related events and meetings, unless otherwise designated by the MVWDB.
- C. The board staff will keep all MVWDB confidential documentation in a locked filing cabinet on location at a One-Stop Center or at his/her home office.
- D. The board staff will not enter into any agreement with respect to MVWDB with any association, partnership or company in which the Executive Director has a financial interest in without the prior written approval of the MVWDB. The Executive Director

shall comply with all Iowa laws and policies adopted by the MVWDB related to the ethics and conduct of public employees.

- E. The board staff will not during employment or at any time thereafter, disclose any confidential information concerning the business or affairs of MVWDB, except as required by law.
- F. The board staff will retain, or direct the retention of, as required by Iowa law, all records of MVWDB, MVWA and CEOs, and that all such retained records will remain in the custody of the MVWDB at all times.

ARTICLE XIX COMPENSATION/REIMBURSEMENT

No member of the MVWDB shall receive compensation for his/her services on the board. However, board members may be reimbursed for mileage to and from board and committee meetings if their employer does not provide mileage reimbursement. Mileage reimbursement will be made at the current federal rate. With advance executive committee approval, a board member may receive reimbursement for other expenses incurred when acting in an official capacity as a representative of the board. All expense reimbursements must be in compliance with local board travel policies.

ARTICLE XX STANDING COMMITTEES

The MVWDB carries out the majority of its work through its committee structure, and it is required that each board member will actively participate in at least one committee, and/or participate in the MVWDB industry collaboratives in his/her field. The MVWDB currently convenes the following committees: Executive Committee, Finance Committee, Operations Committee, Youth Committee and the state work group of the Disability Access Committee. Committee reports will include discussion of actions and decisions, recommendations for board action, and assessment of progress toward accomplishing committee or team goals and outcomes.

- A. Standing committees must be chaired by a member of the MVWDB, may include other members of the MVWDB, and must include other individuals appointed by the MVWDB board chair who are not members of the MVWDB (excluding the Executive Committee), and who have demonstrated experience and expertise in accordance with § 679.340(b) and as determined by the MVWDB.
- B. Committees meet on a monthly basis or otherwise agreed upon schedule, and meetings may be cancelled when it is determined there is an insufficient number of agenda items.
- C. Committee chairs and committee members are appointed by the MVWDB Chair. All committees will be supported by the Executive Director to carry out their prospective roles and responsibilities.
- D. Other committees or ad-hoc groups will be established as the board chair deems necessary.
- E. Each CEO will serve on at least one committee but will not have voting privileges.

ARTICLE XXI CONFLICT OF INTEREST

- A. WIOA prohibits a member of the MVWDB from voting on a matter under consideration by the MVWDB when:

- a. the matter concerns the provision of services by the member or by an entity that the member represents; or
 - b. the matter would provide direct financial benefit to the member or the Immediate family of the member; or
 - c. the matter concerns any other activity determined by the MVWDB to constitute a conflict of interest
- B. Members of the MVWDB are expected to avoid unethical behavior in the course of performing their official duties. The MVWDB not only expects its members to avoid impropriety, but also to avoid the appearance of impropriety whether or not any actually exists. Members must avoid:
- a. using their position for private gain or influence;
 - b. giving preferential treatment to any person or entity;
 - c. losing their independence or impartiality in making decisions; or
 - d. acting in any way that might erode public confidence in the integrity of the MVWDB.
- C. Abstention. MVWDB members shall individually abstain from voting on issues and matters that will result in a direct, indirect conflict of interest, or perceived conflict of interest. Abstentions, and the general reasons therefore, should be duly recorded in the minutes of the meeting.

ARTICLE XXII VIOLATION OF CONFLICT OF INTEREST

- A. The MVWDB may vote to recommend that the CEO Board investigate one of its members for violating the MVWDB conflict of interest policy.
- B. The MVWDB must notify the CLEO and IWD, in writing, of any vote to recommend CEO Board investigation of a MVWDB member under this Section. Such notification must include.
 - a. The MVWDB member's name; and
 - b. A summary of the events that form the basis for the LWDB's recommendation.
- C. The CEO Board may investigate a MVWDB member if:
 - a. There is reasonable cause to believe that an actual or possible conflict of interest exists for a MVWDB member and such member has not disclosed such to the LWDB; or
 - b. A MVWDB board member engaged in conduct forbidden under the conflict-of-interest policy.
- D. An investigation must follow the following procedures:
 - a. Notice. As soon as practicable but not more than five days after the CEO Board votes to investigate, the CEO board must inform the MVWDB member in writing of the basis for its belief that the MVWDB member has failed to disclose an actual or possible conflict of interest.
 - b. Explanation. The CEO board must afford the member an opportunity to explain the alleged failure to disclose or forbidden conduct.
 - c. The MVWDB member's explanation must be in writing.
 - d. The MVWDB member's explanation must be submitted to the CLEO as soon as practicable but no later than ten (10) days after the member receives notice from the CEO board.

- e. The MVWDB member may elect to make a presentation to the CEO board at a meeting in addition to the member's written explanation.
- f. Further Board Investigation. After receipt of the MVWDB member's explanation, the CEO board may make further investigation as warranted under the circumstances. The CEO board may designate and direct a committee of the board or a third party to conduct any such investigation.
- g. Vote on Whether a Violation Occurred in Open Session. The CEO board must conduct a roll-call vote in open session that is separate from any other votes, on the question of whether the MVWDB member violated the conflict-of-interest policy.
- h. Vote on Disciplinary Action. In a roll-call vote in open session that is separate from any other votes, the CEO board may take disciplinary action up to and including removal of the board member.
- i. Vote on Corrective Action. In a roll-call vote in open session that is separate from any other votes, the CEO board may take corrective action up to and including the rescission of any part of any process in which the MVWDB member participated that constituted a conflict of interest.
- j. Notice to MVWDB and IWD. As soon as practicable and no more than five days after CEO board action the CEO board must notify, in writing, the members of the LWDB, and IWD, findings, any disciplinary action, and any corrective action.

ARTICLE XXIII NON-DISCRIMINATION

The MVWDB shall not discriminate against any employee, agent or provider of consulting or contract services, or applicant for employment, agency or consulting or contract services on the basis of race, color, religion, sex, national origin, disability or veteran status. It shall be the policy and practice of the MVWDB to comply fully with federal and state laws, regulations and requirements governing non-discrimination, affirmative action, equal employment and civil rights.

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ARTICLE XXIV RIGHT OF POLICY

Nothing in these bylaws shall be construed to take precedence over Federal, State, or local laws or regulations or to constrain the rights or obligations of the MVWDB or CEOs.

ARTICLE XXV AMENDMENTS

These bylaws may be amended at any regular or special meeting of the MVWDB by an affirmative vote of 75% of the full Board. Notice must be given to Board members specifying or summarizing the proposed changes. Such notice shall be made no less than ten (10) days prior to voting.

ARTICLE XXVI TERMINATION OF BOARD

The MVWDB shall remain in existence until the Workforce Innovation and Opportunity Act expires or is repealed by Congress; it is dissolved for cause by the Governor of the State of Iowa; or if the Workforce Innovation Area is re-designated by the Governor of the State of Iowa.

ARTICLE XXVII EFFECTIVE DATE

These bylaws and any amendments thereto shall become effective immediately upon adoption, and shall remain in continuous effect from that date until otherwise amended.

Adopted on the 19th of March 2020
Revised on the 15th, of February 2021