

**BY-LAWS  
OF  
CENTRAL ARKANSAS WORKFORCE INVESTMENT BOARD  
Revised  
September 19, 2000**

ARTICLE ONE - NAME

1. This organization shall be known as the Central Arkansas Workforce Investment Board as so named in a Proclamation by the Governor of the State of Arkansas signed and sealed on the 14<sup>th</sup> day of January 2000.
2. This organization shall not have a corporate seal.

ARTICLE TWO -AUTHORITY

1. The Central Arkansas Workforce Investment Board is organized under the provisions of Act 1125 of 1999, the Arkansas Workforce Investment Act, and Public Law 105-220, the Workforce Investment Act of 1998; both of which defines the membership and duties of the Local Workforce Investment Board.

ARTICLE THREE--PURPOSES

This organization has been organized for the following purpose:

1. The Central Arkansas Workforce Investment Board is organized for the purposes of providing workforce investment activities, through a local workforce investment system, designed to increase the employment, retention, and earnings of participants, and increase occupational skill attainment by participants, and as a result, improve the quality of the workforce, reduce welfare dependency, and enhance the productivity and competitiveness of the State of Arkansas and specifically the counties of Pulaski, Saline, Faulkner, Lonoke, Prairie and Monroe.
2. The Central Arkansas Workforce Investment Board shall have specific responsibilities as provided in the Arkansas Act 1125 of 1999 and Public Law 105-220 to develop and implement the aforementioned workforce investment activities.

## ARTICLE FOUR – MEMBERSHIP

Membership in this organization shall be established by the Chief Elected Officials of the Central Arkansas Workforce Investment Consortium, and their successors, consistent with Section 9 of the Arkansas Act 1125 of 1999. Pursuant to the provision of Section 9 of such Act 1125 of 1999, as it presently exists, membership of the Board shall include:

1. Representatives of business in the local area shall constitute a majority of the membership of such Board, and who are owners of businesses, chief executives or operating officers of businesses, and other business executives or employers with policymaking or hiring authority. Such members shall represent businesses with employment opportunities that reflect the employment opportunities of the local area; and which have been nominated by local business organizations and business trade associations.
2. Representatives of local educational entities nominated by regional or local educational agencies, institutions, or organizations representing the local educational entities.
3. Representatives of labor organizations, nominated by Arkansas local labor federations, or other representatives of employees if no employees are represented by labor organizations.
4. Representatives of community-based organization; representatives of economic development agencies; representatives of each of the one-stop partners; a representative who is a person with a disability who is familiar with vocational rehabilitation and represents an organization of Arkansans with disabilities and one member who represents a veterans organization.
5. Any other individual or representative of entities as the Chief Elected Official(s) determine to be appropriate.

### TERMS OF MEMBERSHIP

All duly appointed members at the initial meeting of the Central Arkansas Workforce Investment Board shall draw lots to determine terms of appointments as follows:

- a. One-fourth shall be appointed for a term of one year.
- b. One-fourth shall be appointed for a term of two years
- c. One fourth shall be appointed for a term of three years.
- d. One-fourth shall be appointed for a term of four years.

All subsequent appointments shall be made for a period of four years.

#### TERMINATION OR REMOVAL OF MEMBERSHIP

Any appointment category change, which adversely impacts the majority business threshold of 51%, shall require the resignation of such member from the Board. Any change in the appointment category of a member whose appointment is based upon a singular statutory position will result in the termination of such position on the Board.

Any member of the Board may be removed for cause by a two-thirds vote of the membership. Any member who is absent, without written, reasonable explanation or excuse, for three consecutive meetings, membership shall be terminated for cause. Provided, the Board may reinstate such member upon a vote of two-thirds majority, so long as the member remains eligible under other criteria established by the Arkansas Act 1125 of 1999 and by consent of the Chief Elected Officials.

#### ARTICLE FIVE-MEETINGS

Regular meetings of this organization shall be held at least quarterly, unless otherwise approved by resolution of the Board. Five (5) days notice of all regular meetings shall be given to each member of the Board.

Simple majority of the Board Members shall constitute quorum at Board or committee meetings. Board or committee action shall require a simple majority of those members present during a meeting at which a quorum is present.

The Chairperson may call special meetings of this Board when it is deemed in the best interest of the organization. Notices of such meeting shall be mailed to all members at their addresses as they appear in the membership roll book at least three (3) but not more than ten (10) days before the scheduled date set for such special meetings. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom called.

At the request of five (5) or more members of the organization, the Chairperson shall call a special meeting, but such request must be made in writing at least five (5) days before the requested scheduled meeting date.

No other business but that specified in the notice may be transacted at such special meeting without the consent of two-thirds majority of members present at such meeting.

All meetings of the Board shall be held at a place and time reasonably accessible to all Board members and the public.

Roberts Rules of Order shall govern procedure at all meetings. Including standing or ad hoc committees.

All meetings shall be conducted in compliance with applicable federal and state law, with the Freedom of Information Act and in regard to public notification of such meetings.

## ARTICLE SIX – VOTING

The chairperson may determine the method of voting, except that any member may request individual polling. At any regular or special meeting, a majority may require any question to be voted upon in the manner and style by ballot, roll call or other method. Secret balloting shall not be permitted.

Each member shall have one vote. Any action of the Board may be taken by a simple majority vote of those present, unless otherwise specified in these by-laws.

### PROXY VOTING

A properly signed and dated proxy shall be acceptable for voting of absent members.

In all matters as may be subject to the vote of the members, a member may vote in person or by proxy, unless otherwise required by these By-Laws, the Articles of Incorporation of this Organization, or by applicable law.

A member may appoint a proxy to vote or otherwise act for him by signing an appointment form to be provided with each meeting's agenda. The proxy shall designate another eligible Board Member to vote as proxy. The appointment is effective when received by the Secretary or other Officer or agent authorized to tabulate voters. Each proxy shall be for a specific meeting date. There shall be no requirement that the proxy must specify an agenda item.

An appointment of a proxy is revocable by the member at any time by written notice to the secretary or other officer or agent authorized to tabulate votes. A proxy's authorization may be limited on its face by the member granting the proxy.

## ARTICLE SEVEN- ORDER OF BUSINESS

1. Roll call
2. Reading of the minutes of the preceding meeting
3. Reports of Officers
4. Reports of committees
5. Old and unfinished business
6. New business
7. Adjournment

## ARTICLE EIGHT – OFFICERS

The officers of this organization shall be a Chairperson, Vice-Chairperson and Secretary.

The Chairperson and Vice-Chairperson shall be selected from the “Business Representative” category of the Board. In addition to such duties as may be assigned by the Board, the Chairperson shall preside at all meetings, appoint all committees, temporary or permanent, see that all books, reports and certificates as required by law are properly kept or filed, be one of the officers who may sign the check or drafts of the Board, and have such powers as may be reasonably construed as belonging to the chief executive of any organization.

The Vice-Chairperson shall in the event of the absence or inability of the Chairperson to exercise his or her office become acting Chairperson of the organization with all the rights, privileges and powers as if he or she had been the duly elected Chairperson. In addition, the Vice-Chairperson shall be one of the persons who may sign the checks and drafts of the Board.

The secretary shall keep the minutes and records of the organization in appropriate books, file any certificate required by any statute, federal or state, give and serve all notices to members of the organization, be the official custodian of the records and be one of the persons who may sign the checks and drafts of the Board, present to the membership at any meetings any communication addressed to the secretary of the organization, attend to all correspondence of the organization and exercise all duties incident to the office of Secretary.

## ARTICLE NINE- COMMITTEES

There shall be three (3) standing committees of the board and such other committees as the board or the Chairperson may determine from time to time to be necessary or

appropriate. The Chairperson shall appoint all such committees, except as enumerated of the Membership of the Executive Committee. The membership of the standing committees established herein shall consist of at least one member from each of the counties represented by the Central Arkansas Workforce Investment Area and shall maintain the required “fifty-one percent (51%) Business Representation.” Each such committee shall consist of no less than five (5) nor more than eleven members. Unless otherwise specified herein, a committee chairperson shall be elected from the membership of the committee.

All committee meetings shall be conducted in compliance with applicable federal and state law with the Freedom of Information Act and in regard to public notification of such meetings.

The Standing Committees are as follows:

#### EXECUTIVE COMMITTEE

The Executive Committee shall consist of the Board Officers and other members appointed by Chairperson. The Chairperson of the Board shall serve as Chair of the Executive Committee.

The Executive Committee may act on behalf of the Board between regularly scheduled meetings of the Board. Such action by the Executive Committee shall be reported to the Board and shall be ratified by affirmative vote of the full Board at its next regularly scheduled meeting. The Executive Committee shall review and coordinate the work of the other committees between regular Board meetings.

#### PROGRAM AND PLANNING COMMITTEE

The duties of this committee shall be to develop the Local Workforce Investment Plan and any modifications thereto, for compatibility with policies, goals and objectives of the Board. To develop recommendations on the plan for consideration or modification by the full Board; to conduct periodic review of the operation of the plan and evaluate the implementation of the plan as it pertains to the employment and training programs, goals and objectives within the Workforce Investment Area. To review requests for proposals of program operators and other services or training needs.

#### MONITORING AND EVALUATION COMMITTEE

The duties of this committee shall be to develop, in agreement with the State Workforce Investment Board, performance measures. Provide oversight of the operation of programs to the extent that such programs are being implemented and operated in accordance with policies, goals and objectives as established by the Board. To review

internal and external monitoring reports and responses; to conduct general oversight including but not limited to areas such as budgeting, performance, fiscal/financial affairs and performance, internal and external audits or other similar reports or findings.

ARTICLE TEN – FISCAL YEAR

The fiscal year of this organization shall be from July 1-June 30 to coincide with the fiscal year of State of Arkansas.

ARTICLE ELEVEN – AMENDMENTS

These By-Laws may be altered, amended, repealed and/or added to by an affirmative vote of not less than a two-thirds majority of the quorum present at any meeting. Provided, seven (7) days notice of any such proposed change, alteration or amendment shall be provided to the membership prior to the meeting.

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Central Arkansas Workforce Investment Board  
Chairperson

ATTEST:

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Central Arkansas Workforce Investment Board  
Secretary

Date: \_\_\_\_\_