

BYLAWS
for the
NORTHERN AREA LOCAL WORKFORCE DEVELOPMENT BOARD

Article I
NAME

The name of this organization shall be the Northern Area Local Workforce Development Board (NALWDB or Board).

Article II
JURISDICTION

The principal office of the Board shall be in Santa Fe, New Mexico. All communication with the Board shall be addressed to the Executive Director at 525 Camino De Los Marquez, Suite 250 1000 Cordova Place, PMB 810, Santa Fe, New Mexico 87505.

Article III
MISSION STATEMENT

MISSION: Provide workforce training and development to citizens of Northern New Mexico.

VISION: To design and implement a locally delivered workforce development system which will enable government, business, education, and labor; to provide the Northern Area with a well-trained, highly- skilled, and competitive workforce, and to provide a seamless, business-driven system of service delivery that enhances access for all customers. The Northern Board is a keystone partner in our region's workforce and economic development system, an instigator of progress in our local area, and an effective collaborator in accomplishing statewide goals. Through responsible management of WIOA funds, diligent oversight of providers and contractors, and alignment with State priorities, we deliver high-quality job training and workforce opportunities to businesses, communities, and individuals. In allocating funds and evaluating performance (including internal performance), we are committed to data-driven decision making, quantifiable results, and the collective intelligence of the communities we serve. In communications, collaboration, customer service, and constituent outreach, we are committed to equity, inclusivity, emotional intelligence, and operational adaptability. Through strong partnerships with government, education, industry, apprenticeships, unions, and trade and community organizations, we make New Mexico work for our people, our families, and our businesses. Increasing our quality of work increases our quality of life.

**Article IV
ESTABLISHMENT**

The Northern Area Workforce Development Board of the State of New Mexico is established in accordance with 29 U.S.C. §3112 of the federal Workforce Innovation and Opportunity Act (WIOA) of 2014 and related regulations to carry out the functions and workforce development activities within the 10 counties of the northern area of New Mexico. The Northern Area Workforce Development Board of the State of New Mexico is established in accordance with 29 U.S.C. §3111 of the federal Workforce Innovation and Opportunity Act (WIOA) of 2014 and related regulations to carry out the functions and workforce development activities within the 10 counties of the northern area of New Mexico.

**Article V
Duties and Responsibilities**

The Board is authorized to:

- a.) establish policy within the Local Area;
- b.) in partnership with the Chief Elected Local Officials (CEOs) develop and maintain a Local Plan for submission to the Governor of the State of New Mexico;
- c.) promote the participation of the private sector employers in the state wide workforce investment system.
- d.) enter into memoranda of understanding with one-stop partners subject to approval of the CEOs;
- e.) select one-stop operators by awarding grants or contracts on a competitive basis and terminate them for cause in accordance with the terms of the contract and approval of the CEOs;
- f.) select eligible youth service providers by awarding grants or contracts on a competitive basis;
- g.) identify eligible providers of training and intensive services;
- h.) develop a budget, subject to the approval of the CEOs;
- i.) provide program oversight and monitoring for the WIOA program in the Local Area, in

- partnership with the CEOs;
- j.) negotiate local performance measures in conjunction with the CEOs and the Governor;
 - k.) assist the State WIOA Administrative Entity in developing the statewide employment statistics system;
 - l.) coordinate Local Area WIOA activities with local economic development strategies and develop employer linkages with such activities;
 - m.) carry out regional planning responsibilities required under WIOA and the New Mexico Workforce Development Act; and
 - n.) perform any and all other duties required of the Board by the CEOs who are parties to the CEO Memorandum of Understanding or by the Governor of the State of New Mexico acting pursuant to the WIOA.

Article V MEMBERSHIP

a.) The Lead CEO will appoint NALWDB Local Board members from the individuals nominated by the Board Chair as recommended by the Executive Director as required by the Section 107 of the WIOA and the criteria developed by the Governor.

b.) The NALWDB consists of the following members:

1. Business Representation. A majority of the Board members must consist of representatives from businesses in the Local Area. Business representatives will be owners of a business, chief executives, operating officers or other business executives or individuals with optimum policy making or hiring authority that reflect employment opportunities in the Local Area and be nominated by local business organizations and business trade organizations.

2. Workforce Representation. At least 20% of Board composition must include:

- Labor Organizations (two required).
- Apprenticeship Programs (required if one exists).
- Community-based Organizations (optional).
- Youth Organizations (optional).

3. Other Representatives – Additional required representation and optional.

- Title II Adult Education and Literacy (required).

- Higher Education (required).
- Economic and Community Development (required).
- Title III Wagner Peyser Program (required).
- Title IV Vocational Rehabilitation Program (required).
- Local Education Agencies and Community-Based Organizations (optional)
- Other Programs/Organizations (optional)
- Discretionary Appointments (optional)

c.) An individual meeting qualifications in more than one membership category may represent multiple membership categories for which the individual qualifies and is nominated by the appropriate authorities.

d.) Members shall be appointed for a four year term and may serve successive terms.

e.) A member who no longer holds the position or status for which he or she was appointed must inform the Board Chair of such change in status and resign his or her position as a member of the NALWDB.

f.) A member may resign his or her membership at any time by tendering his or her resignation in writing to the Board Chair, or in the case of the resignation of the Chair, to the Vice-Chair or Secretary.

g.) A Board member shall be removed from the Local Board if such member does not meet the requirements of the particular membership category for which he or she was appointed and has not resigned the position. Removal shall require the affirmative vote of the majority of the members of the Local Board and notification to the CEOs.

h.) Regular attendance is expected of each Board member. Except in cases of emergency, a member shall notify the Chair or Board staff at least twenty-four (24) hours in advance of a regular meeting if the member is unable to attend. Any member who fails to attend two (2) consecutive meetings shall forfeit membership unless, in the judgment of the Rules Committee, the failure to attend was for a valid reason. Nonetheless, any member who misses two (2) consecutive regular meetings may be removed by the affirmative vote of a majority of the members and ratification by the CEOs.

i.) CEOs will remove any member for documented conflict of interest; proof of fraud, or violation of the Code of Conduct.

j.) An appointment to fill a vacant position will be made by the CEOs within 120 days of the vacancy. Members appointed to replace an out-going member in the middle of a term will serve the remainder of the out-going member's term.

k.) The majority of the current Board membership constitutes a quorum for the transaction of business. Voting by proxy is not permitted.

l.) A Board member may not delegate his or her duties, including attendance at meetings or voting.

m.) CEOs will appoint a Lead CEO to serve on the Board. The Lead CEO will be an ex-officio member of the NALWDB.

Article VI OFFICERS

a.) There shall be three (3) officers of the Board: a Chair, a Vice-Chair and a Secretary.

b.) The terms of all officers shall be four (4) years. No person shall serve longer than two (2) full terms in each position. Election of officers will be held prior to July 1 of the year that an officer's term expires.

c.) The Chair must be a business member and will be elected by majority vote. The Chair's authority includes:

1. Presiding at all meetings;
2. Appointing members to all committees;
3. Appointing chairs of all committees;
4. Preserving order and decorum;
5. Establishing the agenda for Board meetings;
6. Executing, on behalf of the Board, necessary documents;
7. Serving as the official representative of the Board as required;
8. Serving as Chair of the Executive Committee and as a voting member of all committees;
9. Appointing the Youth Council in partnership with the CEOs; and,
10. Other responsibilities as determined by the Board and the CEOs.

d.) The Vice Chair must be a business member and will be elected by majority vote. The Vice Chair shall perform the duties of the Chair in his or her absence and shall serve as a voting member of the Executive Committee.

e.) The Secretary shall be appointed by the Chair and shall serve at the discretion of the Chair. The Secretary shall assume the responsibilities of the Chair in the absence of the Chair and Vice-Chair. The Secretary shall serve on the Executive Committee as a voting member.

f.) A vacancy in the Chair position, as a result of death, resignation, removal, or otherwise will be filled by the Vice Chair for the remainder of the current Chair's term. A vacancy in the Vice Chair position, as a result of death, resignation, removal, or otherwise will be filled by the affirmative vote of a majority of the Board at a public meeting, at which a quorum is present,

for the unexpired term of his or her predecessor. Time served by filling a vacancy will not affect regular terms.

g.) The Board may, by 2/3 vote at a public meeting at which a quorum is present, remove any officer when, in its judgment, the best interest of the Board will be served thereby. Intent to remove an officer must be stated in the call of the meeting with notice provided to the officer to be removed and all other voting members at least ten (10) days prior to the meeting.

h.) An officer may resign his or her office at any time by tendering a written resignation to the Chair or, in the case of the resignation of the Chair to the Vice-Chair or Secretary. A resignation shall become effective upon the date specified in the notice, or if no date is specified, upon receipt of the resignation by the Board. An officer may resign his or her position as an officer of the Board but, retain his or her position as a member of the Board.

Article VII MEETINGS AND ACTIONS

a.) The Local Board will conduct business in an open manner as required by WIOA by making available to the public, on a regular basis, through open meetings, information about the activities of the Local Board including information about the Local Plan prior to submission of the plan, Board membership, the selection of the one-stop operators, award of grants and contracts to service providers and the fiscal agent, and upon request minutes of formal meetings of the Board.

b.) A Local Board or committee member may participate in a Board or committee meeting by means of a conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

c.) All Local Board meetings will be in compliance with the New Mexico Open Meetings Act.

d.) The Chair may call a special meeting or an emergency meeting when the Chair, in his or her discretion, deems it necessary.

e.) Once a date, time and location has been established for a regular meeting, the agenda supporting materials will be provided to all Board members prior to a regular meeting, three (3) days prior to a special meeting and twenty-four hours before an emergency meeting unless threat of personal injury or property damage requires less notice.

f.) All Local Board meetings shall be held in the State of New Mexico.

g.) There shall be recorded, for each meeting of the Board or when the Executive Committee acts on behalf of the Board, the time and place of the meeting, the names of members who

were present and the result of the votes. A summary of committee meetings shall be presented to the Board at its next regular meeting by that committee chair.

h.) Board members who represent private sector businesses may be reimbursed with Local Board funds for necessary and reasonable expenses incurred for in-person attendance at Local Board, Youth Council or committee meetings or while on authorized travel for the conduct of Board business. Reimbursement shall be consistent with the published allowed federal mileage reimbursement rate.

i.) Board members who represent workforce system partners mandated by the Workforce Innovation and Opportunity Act and New Mexico Department of Workforce Solutions Regulations 11.2.4, NMAC are not eligible for reimbursement from Local Board funds. Their expenses are the responsibility of their mandated organization, agency or entity.

Article VIII COMMITTEES

- a.) There shall be seven (7) standing committees of the Board, and such other committees, subcommittees and taskforces as the Board or Chair may determine to be necessary to conduct Board business.
- b.) The standing committees are the Executive Committee, the Finance Committee, the One-Stop/Performance Committee, the Rules Committee, the Youth Committee, the ETPL Committee and the Sector Strategies Committee.
- c.) The Local Board Chair shall appoint all committee members and the chair for each committee.
- d.) The Executive Committee shall consist of the Board Chair and the chairs of the Finance Committee, One-Stop/Performance Committee, Rules Committee, Youth Committee, ETPL Committee and the Sector Strategies Committee.

The Executive Committee shall have the authority to act on behalf of the Board when time constraints do not allow the issues to be addressed at a scheduled Board meeting and shall defer action to the full Board whenever practical on matters of major policy implications.

The Executive Committee shall recommend public relation strategies and be responsible for oversight of linkages with employers.

In case a vacancy occurs in the Board's Executive Director position the Executive Committee shall recruit and recommend the NALWDB Executive Director candidate to the Board.

At the discretion of the Board Chair, the Executive Committee may review the work of the other committees.

- e.) The Finance Committee shall be responsible for development of the Local Plan and the annual operating budget for Board approval. This Committee shall also be responsible for development

of the request for proposals for the fiscal agent and the evaluation of responses to these proposals. The Committee shall have oversight responsibility for the performance of the Board's fiscal agent.

- f.) The One-Stop/Performance Committee will develop proposed policies for the operation of the Workforce Connection Centers for the consideration of the Board. This Committee will also provide oversight and monitoring of performance measures and the collection and reporting of program data.

This Committee is responsible for the oversight of the workforce system to include development of requests for proposals for delivery of workforce services for adults and dislocated workers, the evaluation of the responses to such requests for proposals from prospective service providers and the performance of the service providers.

- g.) The Rules Committee shall develop general administrative and personnel policies for approval by the Board.

This Committee shall also conduct an annual review of each Board member's continuing eligibility and shall oversee compliance with the Board's Conflict of Interest requirements and Code of Conduct.

The Chair of the Rules Committee shall serve as the Board Parliamentarian.

- h.) The Youth Committee shall carry out duties as assigned by the Local Board Chair, including the following:

1. Coordinating youth activities in the Local Area;
2. Recommending eligible providers of youth activities to the Local Board;
3. Providing recommendations for meeting youth performance measures;
4. Identifying resources to leverage WIOA funds;
5. Conducting oversight with respect to youth providers; subject to Local Board approval; and,
6. Other duties determined to be appropriate by the Local Board Chair.

- i.) The Eligible Training Provider List (ETPL) Committee:

1. Examines WIOA requirements related to the ETPL and determine what guidance or further information may be required;
2. Determine actions that may best position New Mexico succeed in having a robust and inclusive ETPL;
3. Develop policy guidance with regard to the ETPL; and,
4. Review the current ETPL process and in light of WIOA discuss new requirements and the most efficient ways to satisfy those requirements.

- j.) The Sector Strategies Committee's ultimate goal is to create a win-win situation from which the workforce and businesses both benefit and extends beyond the life of any one specific initiative. The under-skilled workforce gains access to training, jobs, and advancement opportunities and businesses gain access to a skilled and productive workforce. Thus, sector strategies create

alignment between the human resource needs of regional businesses and the skills of the workforce that might not have existed before. They can ultimately affect how regional businesses, the workforce, public workforce agencies, and education and training providers interact and create broader systems change. Changes to the hiring and human resources policies of regional businesses, and changes to education and training courses and curricula, can benefit workers and businesses from across the sector, not only those that participated in a particular initiative. The benefits of such changes can persist long after the initiative has concluded.

- k.) Unless directed otherwise by the Board Chair, each committee will make its recommendation directly to the full Board without review by the Executive Committee.
- l.) Committees will meet at the time and place within the Local Area as determined by the chair of the committee.
- m.) A majority of the members of the Executive Committee will constitute a quorum for the transaction of business.

For all other committees, the presence of at least one member will constitute a quorum.

- n.) The chair of a committee will give each member at least forty eight (48) hours notice of any committee meeting. Notice may be by email, facsimile mail, or telephone.

Article X CODE OF CONDUCT

In accordance with NMSA 1978, Section 10-16-11, the following policy will be utilized as the Code of Conduct applicable to all members of the NALWDB.

1. As servants of the people, Board members are expected to maintain the highest standards of conduct and the highest degree of honesty and integrity while performing in their official capacity.
2. The Board shall conduct all business consistent with the Open Meetings Act, NMSA 1978, Sections 10-15-1 through 10-15-4, and any open meetings resolution that the Board adopts.
3. Decisions of the Board shall be made impartially, fairly, without bias, without improper influence and without any *appearance* of impropriety. In keeping with this, Board members who face a question of bias or conflict of interest shall abstain from voting on any matter before the Board prior to the time it formally calls for a vote on the matter.
4. No Board member shall solicit or accept, directly or indirectly, any gift, gratuity, favor, entertainment, loan, or any other thing to which a monetary value may be placed, from any person, corporation, or any other entity for himself/herself or another

if it tends to influence him/her in the discharge of his/her official acts or if the Board member within two years has been involved in any official act directly affecting the donor or lender or knows he will be involved in any official act directly affecting the donor or lender. The prohibition does not apply in the case of occasional non-pecuniary gifts that are insignificant in value (e.g. coffee and donuts), public service awards, commercially reasonable loans by authorized lending institutions or political campaign contributions actually used in a political campaign.

5. Board members shall disqualify themselves from participating in any official act directly affecting a business in which they have a financial interest. "Official act" means an official decision, recommendation, approval, disapproval or other action which involves the use of discretionary authority, except the term does not mean an act of general applicability. "Financial interest" means an interest held by an individual, his/her spouse or his/her children, which is: (1) an ownership interest in a business; (2) any employment, or prospective employment for which negotiations have already begun; or (3) a position in a business as officer, director, trustee or partner or holding any positioning management. Board members shall not acquire a financial interest in any business if that business can be directly affected by their official acts.
6. Board members shall not use inside information obtained through their position on the Board for their own or another's private gain.
7. Board members, or a business in which such a member has a substantial interest, shall not enter into any contracts with the state involving services or property of value over \$1,000 unless the contract is awarded pursuant to the Procurement Code. "Substantial interest" means any interest greater than twenty percent ownership.
8. All Board members who have a financial interest which they believe, or have reason to believe, may be affected by actions of the Northern Area Local Workforce Development Board must disclose the precise nature and value of such interests to the Chairperson upon entering public service and every January thereafter.
9. Persons who have been Board members within the preceding year shall not personally represent before the Board a person or business seeking a contract or favorable action from the Board if the value of the contract or the action is in excess of \$1,000 and the contract is a direct result of an official act by the Board member. Further, a former Board member shall not assist any person or business in seeking a contract or favorable action from the Board where the former Board member's official act(s) while on the Board directly resulted in the making of the contract or the taking of the action.
10. A Board member's violation of any provision of this Code of Conduct, regardless of proof of intent, shall constitute sufficient cause for removal.

**Article XI
NONDISCRIMINATION**

Pursuant to Section 188of WIOA, no individual will be excluded from participation in, denied the benefits of, subjected to discrimination under, or denied employment in the administration of or in connection with, any such program or activity because of race, color, religion, sex, national origin, age, disability , or political affiliation or belief, or for any beneficiary, because of the beneficiary's status, citizenship status as a lawfully admitted immigrant authorized to work in the United States or for participation in any WIOA Title I financially assisted program or activity.

**Article XII
AMENDMENT OF BYLAWS**

These Bylaws may be amended or repealed by the affirmative vote of a majority of the members at any regular meeting at which a quorum is present.

**Article XIII
PARLIAMENTARY AUTHORITY**

Robert's Rules of Order shall govern the Board in all cases in which they are applicable and in which they are not inconsistent with these Bylaws, any special rules of order the Board may adopt, or any applicable state or federal law or regulation.

**Article XIV
REPEAL OF PRIOR BYLAWS**

The Bylaws of the Local Board amended June 13, 2014 are repealed upon the adoption of these Bylaws.

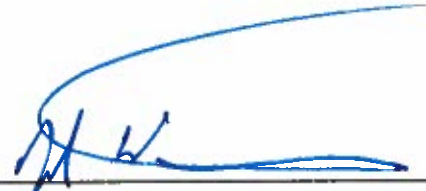
**Article XV
COMPLIANCE WITH LAW**

In execution of its business, the Local Board will comply with:

- a.) The WIOA and its regulations; and
- b.) All applicable New Mexico statutes, regulations and policies.

Updated January 2021

PASSED, APPROVED AND ADOPTED by the Northern Area Local Workforce Development Board
July 2020.



Joseph D. Weathers, Chair

1/12/2021

Date