

**FREDERICK COUNTY WORKFORCE DEVELOPMENT BOARD  
BY-LAWS**

*Revised 8/2018*

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**ARTICLE I -- NAME**

The Frederick County Workforce Development Board (WDB) was originally established in 1982 by the Federal Job Training Partnership Act, in 1998, under the Workforce Investment Act (WIA) and in 2015 under the Workforce Innovation and Opportunity Act (WIOA). The Workforce Development Board is certified by the Governor of Maryland in agreement with the Frederick County Executive to continue as the designated Workforce Board for Frederick County.

**ARTICLE II -- Purpose and Functions**

Duties of the Frederick County Workforce Development Board shall be in accordance with the WIOA including, but not limited to:

- A. In partnership with the County Executive, develop a local workforce development area local plan;
- B. As part of a designated planning region that includes other local workforce development areas, collaborate with other local boards and chief elected officials in preparation and submission of a regional plan as described in WIOA section 106(c)(2);
- C. Negotiate local performance measures with the Governor;
- D. Subject to the approval of the County Executive, develop a budget consistent with the local workforce development plan and the duties of the Board under section 107 of the WIOA;
- E. Conduct oversight, in partnership with the County Executive, of the use and management of funds, including ensuring the appropriate management and investment of funds to maximize performance outcomes under WIOA section 116;
- F. Negotiate with the required partners on the methods for funding the infrastructure costs of One-Stop/American Job Center(s) in the local workforce development area in accordance with Code of Federal Regulations section 678.715;
- G. Subject to the approval of the County Executive, select operator(s) of the America's Job Center for Frederick County;
- H. Subject to the approval of the County Executive, select providers of training and career services;
- I. Conduct oversight of local WIOA programs;
- J. Conduct research and regional labor market analysis;
- K. Conduct such other research, data collection, and analysis related to the workforce needs of the regional economy in collaboration with secondary and postsecondary education programs, lead efforts in the local workforce development area to develop and implement career pathways within the local workforce development area;
- L. Promote the participation of private-sector employers in the local workforce development area;
- M. Lead efforts to engage with a diverse range of employers and economic development entities, including coordination with local economic development strategies;
- N. Develop strategies for using technology to maximize the accessibility and effectiveness of the local workforce development system for employers, workers and job seekers.

- O. The WDB shall conform with WIOA and all Federal, State and County laws/regulations. In the event of changes in Federal, State or County laws/regulations, these By-Laws will be interpreted to comply with any and all regulations which would include the following components, but not exclude other revisions.
- P. The WDB shall approve and recommend an annual Frederick County Workforce Services budget for submission to and approval by FCG, and provide input on budgets of other County workforce development programs as requested.
- Q. The WDB shall approve a system to hear and resolve customers' grievances.

### **ARTICLE III—Board Support**

- A. Staffing and support of the Frederick County WDB shall be provided by the Frederick County Executive through the Workforce Services Department. Staff shall support the activities of the Board.
- B. The formal Agreement between the County Executive and WDB shall establish both the individual and joint authorities and responsibilities for both parties.

### **ARTICLE III - MEMBERSHIP**

- A. The WDB shall consist of not more than twenty-nine members, and shall be fixed by resolution of the WDB and approval of County Executive.
- B. Board members shall be appointed for a four-year term and are eligible for consecutive reappointment once. A Board member initially appointed to complete a partial term due to an early resignation is also eligible for the above two terms. Public sector appointments to the WDB can serve more than two consecutive terms with approval of the Board.
- C. Board members shall include those representing employment sectors (minimum 51%), and will be consistent in reflecting the Frederick business community.
- D. The private sector members of the WDB shall be owners of businesses, chief executives or chief operating officers of nongovernmental employers and/or have substantial management or policy responsibility.
- E. Ex-officio members may be appointed by the WDB, granted the right to debate, but excluded from the right to vote and make motions on the floor.
- F. Members are subject to termination for failure to attend 3 out of 4 meetings annually (January – December 31 calendar year) and/or failure to attend 2 consecutively scheduled meetings. It shall be assumed that members missing meetings have other business commitments which preclude active Board participation. Board members shall be considered resigned and will be notified by the Board Chair.
- G. A designee appointed by a Board member may attend a Board meeting if the member is unable to attend the meeting. A Board member shall be considered “present” for all purposes of Board attendance and quorum requirements. The Board member may also vest in the designee the function of spokesperson for the members in order to present items germane to the purposes of the Board. However, the designee is not

permitted to vote on membership of the Board. A designee may be appointed for no more than two (2) consecutive meetings in a calendar year.

H. If a Board member cannot attend a meeting nor appoint a designee to attend on his/her behalf, the Board member must inform the Board Chair of the absence. The Board Chair will determine what is considered an excused absence.

I. Prospective WDB members must either live or work in Frederick County in order to be considered for membership.

J. The WDB shall recruit new Board members to fill vacancies.

#### **ARTICLE IV - OFFICERS**

- A. The officers of the Board shall be a Chair, Chair-Elect, Vice Chair, and Immediate Past Chair when possible. Chair, Chair-Elect and Vice Chair shall come from the private sector. Officers will serve a two-year term. The Chair-Elect shall serve six months shadowing the Chair during the final six months of the Chair's term. The total time a Chair-Elect would serve as Chair- Elect/Chair would be six months as Chair-Elect and two years as Chair.
- B. Board Chair must be selected from the private sector.
- C. Any officer may be removed by two-thirds majority vote of the WDB.
- D. The WDB Chair shall preside at all Board meetings, and shall exercise and perform such other powers and duties as may be assigned by the WDB, or as prescribed by the by-laws.
- E. In the absence of the Chair or Chair Elect, the Vice Chair shall perform all the duties of the Chair, having all the powers of, and being subject to all the restrictions of, the Chair.
- F. The Immediate Past Chair may assist the Chair in an advisory and liaison capacity and assist with special assignments related to promoting the goals and objectives of the Board.

#### **ARTICLE V - COMMITTEES AND COMPENSATION**

- A. The WDB, by resolution of the members, will establish an Executive Committee. The Chair may appoint such other committees/taskforces as may be necessary to carry out the purpose and functions of the Board.
- B. The ad-hoc Nominating Committee may be formed six months prior to end of officer terms. The Nominating Committee will recommend new officers to the WDB for approval.
- C. The Executive Committee shall include the WDB officers and chairs of any WDB committees. The purpose of the Executive Committee is to:
  - 1. Plan meetings, retreats and agendas
  - 2. Review/approve finance reports/budget
  - 3. Vet ideas for full board discussion or vote

4. Advise staff and vote on appropriate action needed to carry out Board functions
  5. Act as a nominating committee for new members and recommendation of officers
- D. The members of the WDB shall not receive compensation for services, but may be reimbursed for approved expenses.
- E. The officers, employees or agents of the agency and the WDB members making an award will neither solicit nor accept gratuities, favors, or anything of monetary value from contracts, potential contracts, or parties to sub-agreements. Sub-recipients may set minimum rules where the financial interest is not substantial or the gift is an unsolicited item of nominal intrinsic value. Such minimum rules shall be included in the sub-recipient's and Frederick County Government's written code of conduct.

#### **ARTICLE VI - MEETINGS**

- A. Meetings shall be held at regularly scheduled times and as needed. There shall be a minimum of four meetings annually, with additional meetings called by the Chair as needed. Meeting dates shall be established by the Board.
- B. The WDB shall make available to the public, on a regular basis through advertised, open meetings, the following information: activities of the local board and the Frederick County workforce development programs; Board membership; designation of one-stop operators; award of grants/contracts to eligible providers of youth activities; and, upon request, agendas and minutes of formal meetings of the local Board.
- C. A simple majority of the voting members of the WDB will constitute a quorum. Each appointed WDB member is entitled to one vote, either in person or agreed-upon pre-arranged procedure.

#### **ARTICLE VII-Conflict of Interest**

- A. The purpose of this article is to establish the procedures applicable to the identification and resolution of conflicts of interest.
- B. The Workforce Innovation and Opportunity Act (WIOA) and the Maryland Department of Labor, Licensing, and Regulation require the Frederick County Workforce Development Board to describe policies or procedures the WDB have adopted to avoid conflicts of interest or the appearance of such conflicts in the exercise of their responsibilities, particularly those related to the awarding of contracts.
- c. The WDB provides responsible stewardship for and oversight of publicly funded workforce programs. The roles and responsibilities of the WDB must be executed in a manner that demonstrates strong integrity, accountability and transparency to preserve the public trust. Local WDB members are subject to the provisions of State and County conflict of interest policies.
- D. A member of the Local WDB may not vote on or participate in any matter under consideration by the Local Board if it:
  1. Is regarding a service provided by that member (or by an entity that the member represents);

2. Would provide direct financial benefit to the member or the immediate family of the member;
  3. Engage directly or indirectly in any business transaction or private arrangement for profit (including any third-party transactions) that develops from or is based upon the member's official title or authority on the board;
  4. Participate in the negotiation of or decision to award contracts or grants with or for any entity in which the member has a financial or personal interest; or
  5. Would constitute a conflict of interest as specified in Maryland State Law at State Government §15-501 et seq., §15-803 et seq., the Code of Maryland Regulations (COMAR) 23.02.0, GWIB Policy Issuance 2015-01, and Frederick County Ethics Ordinance Section 1-7.1.5.
- E. Local workforce development board members must:
1. Recuse themselves from their official duties if there is a real or perceived conflict of interest;
  2. Advise the WDB of any potential or perceived conflicts of interest;
  3. Ask the WDB for guidance if there is any doubt as to whether a specific situation involves or constitutes a real or perceived conflict of interest; and
  4. Complete and sign the WDB conflict of interest code statement and acknowledgement form at the beginning of the initial term and each fiscal year.
- F. The procedures for determining if a conflict of interest exists and for resolving the conflicts of interest follows:
1. If the WDB has reasonable cause to believe that a member has violated the conflict of interest policy or a member discloses a possible conflict of interest, the WDB should allow the member an opportunity to explain the potential violation;
  2. If, after hearing the response of the member, the WDB determines that actual or possible conflict of interest involving misconduct or negligence exists, it will refer the matter to the County attorney for guidance; and
  3. Minutes detailing all discussions, names of people present, and votes must be kept.
- G. References:
1. <http://ethics.gov.state.md.us/ethicslaw.htm>
  2. <http://www.gwib.maryland.gov/policy/gwibpi1-15.pdf>
  3. <http://www.dsd.state.md.us/comar/comarhtml/23/23.02.01.00.htm>
  4. <https://frederickcountymd.gov/DocumentCenter/Home/View/1618>

#### **ARTICLE VIII - AMENDMENTS**

- A. The WDB shall construct, revise and amend its own by-laws.
- B. These By-laws may be altered, amended or repealed and new By-laws adopted as approved by a two-thirds majority of the Board. Members of the WDB shall be given at least seven (7) days notice for such meetings at which amendments to the By-laws are to be proposed.