

**BYLAWS  
OF THE  
ORANGE COUNTY WORKFORCE DEVELOPMENT BOARD (OCWDB)**

**Article I – Name**

The name of this organization shall be the Orange County Workforce Development Board, referred to hereafter in this document as the “OCWDB.”

**Article II – Authority**

The State of California, pursuant to section 106 of the Workforce Innovation and Opportunity Act of 2014 (WIOA), has designated the County of Orange Board of Supervisors (BOS) as the entity responsible for setting policy, and for the direction and oversight of employment and training programs at the local level and provide funding thereto.

Federal and State rules and regulations provide for WIOA program activities, and requires the Orange County Board of Supervisors, as the Chief Elected Officials for the County of Orange Workforce Development Area, to appoint a local Workforce Development Board.

The OCWDB (formerly known as the Orange County Development Board and Orange County Workforce Investment Board) was established by the BOS to serve as the local workforce development board on February 15, 2000.

**Article III – Purpose**

The OCWDB shall serve as an advisory body to the BOS and shall serve as a liaison between the BOS, Orange County Community Resources (OCCR), and citizens of the County of Orange (County).

The purpose of the OCWDB shall be to assist the BOS through OCCR, in strategic planning, program oversight and evaluation of the local workforce development area. OCWDB shall promote effective outcomes consistent with statewide goals, objectives, and negotiated local performance measures.

OCWDB shall represent a wide variety of individuals, businesses, and organizations throughout the local area. The OCWDB shall serve as a strategic convener to promote and broker effective relationships between the County and economic, education, and workforce partners. The OCWDB shall maintain strategic and strong relationships with business organizations, chamber of commerce, labor and trade associations, education providers, and others as needed or required.

As the County appointed advisory board which oversees the Comprehensive Economic Development Strategy for the entire County, and fulfills the statutory requirement in 13

CFR, Chapter III, Part 304 to designate the County as an Economic Development District, the OCWDB shall:

1. Function as the Comprehensive Economic Development Strategy (CEDS) committee for Orange County, California, in a manner as follows:
  - A. Updating and implementing the CEDS:
    - i. Submitting annual reports relating to the strategy and all the requirements therein.
    - ii. Assisting entities in their application for Economic Development Administration funding that implements the CEDS.
  - B. Operating as the County's focal point for the development and implementation of federal, state and other private and public assistance programs for public works impact projects, loans, and grants for business development by collecting data pursuant to the County's strategy for development, through:
    - i. Analyzing the present economic situation
    - ii. Identifying potential development opportunities
    - iii. Examining the actions required to realize the County's potential
    - iv. Selecting feasible project opportunities and implementing the required actions
  - C. Developing and seeking adoption of policies which affect favorable economic development for the County.
  - D. Aligning the County's Economic and Workforce Development.
  - E. Interfacing with other organizations or projects with similar goals.

#### **Article IV – Membership**

The OCWDB shall be comprised of no less than nineteen (19), and no more than fifty (50) members hereafter referred to as "OCWDB members."

In accordance with WIOA §§107(b)(1) and 107(b)(2), the BOS, as the County Chief Elected Official, shall appoint members from nominations as described in WIOA to the required categories of membership listed below:

1. Representatives of Business (WIOA Section 107(b)(2)(A)):

- A. The majority of the members of the OCWDB must be representatives of business in the local area, and must meet the following criteria:
- i. Be an owner, chief executive officer, chief operating officer, or individual with optimum policymaking or hiring authority.
  - ii. Provide employment opportunities in in-demand industry sectors or occupations, as defined in WIOA section 3(23); and provide employment opportunities that, at a minimum, include high-quality, work-relevant training and development in in-demand industry sectors or occupations in the local area.
  - iii. Are appointed from among individuals nominated by local business organizations and business trade associations.
  - iv. Must include, at minimum, two members who represent small business as defined by the U.S. Small Business Administration. Representatives serving on the OCWDB may also serve on the State Workforce Development Board.

2. Representatives of Workforce (WIOA Section 107(b)(2)(B))

- A. Not less than 20 percent of the members of the OCWDB must be workforce representatives within the local area that:
- i. Shall include representatives of labor organizations, for a local area in which employees are represented by labor organizations, who have been nominated by local labor federations and shall amount to no less than 15 percent of local board membership, and be subject to the following:
    - a. For a local area in which no employees are represented by such organizations, other representatives of employees shall be appointed to the board; however, any local board that appoints representatives of employees that are not nominated by local labor federations shall demonstrate that no employees are represented by such organizations in the local area.
    - b. Include a representative, who shall be a member of a labor organization or a training director, from a joint labor-management apprenticeship program, or if no such joint program exists in the area, such a

representative of a state-approved apprenticeship program in the area, if such a program exists.

- ii. May include one or more representatives of community-based organizations that have demonstrated experience and expertise in addressing the employment, training or education needs of individuals with barriers to employment, including organizations that serve veterans or provide or support competitive integrated employment for individuals with disabilities.
  - a. May include one or more representatives of organizations with demonstrated experience and expertise in addressing the employment, training, or education needs of eligible youth, including representatives of organizations that serve out-of-school youth.

3. Representatives of the Balance of OCWDB Membership:

B. Education and Training (WIOA Section 107(b)(2)(C)):

- i. At least one eligible provider administering adult education and literacy activities under WIOA title II
- ii. At least one representative from an institution of higher education providing workforce investment activities, including community colleges.
- iii. May include representatives of local educational agencies, and of community-based organizations with demonstrated experience and expertise in addressing the education or training needs of individuals with barriers to employment.

C. Governmental and Economic and Community Development entities (WIOA Section 107(b)(2)(D)):

- i. The OCWDB shall include representatives of governmental, economic, and community development entities serving the local area, who:
  - a. Shall include an appropriate representative from the state employment service office under the Wagner-Peyser Act (29 U.S.C. Sec. 49 et seq.) serving the local area.
  - b. Shall include an appropriate representative of the programs carried out under Title I of the Rehabilitation

Act of 1973 (29 U.S.C. Sec. 720 et seq.), other than Section 112 or Part C of that Title (29 U.S.C. Sec. 732, 741) serving the local area.

- c. May include representatives of agencies or entities administering programs relating to transportation, housing, and public assistance serving the local area.
- d. May include representatives of philanthropic organizations serving the local area.

D. Other Individuals or Representatives of Entities:

- i. Individuals or representatives of other appropriate entities in the local area, including:
    - a. Entities administering education and training activities who represent local educational agencies or community-based organizations with demonstrated expertise in addressing the education or training needs for individuals with barriers to employment.
    - b. Other appropriate individuals or representatives of entities as determined by the chief elected official.
2. OCWDB members shall be appointed by the BOS with each Supervisor nominating OCWDB members from inside or outside of their respective district. No person living outside of the Supervisor's District shall be nominated for appointment to the OCWDB without the written consent of the Supervisor representing the district where the nominee resides. One OCWDB member shall be appointed by the Board at large. OCWDB members shall be appointed by cities in a process coordinated by the City-County Coordinating Committee and the County Clerk of the Board, with the objective of having one appointee from the cities in each of the five supervisorial districts. The Board may waive residency and voter requirements.
  3. OCWDB members shall be broadly representative of different racial, ethnic, religious, socio-economic, disability, age, gender, sexual orientation, or marital status groups in the County.
  4. All Board appointed members shall serve a term of office that is coterminous with the term of the member of the Board of Supervisors that nominated such member. Members whose term has expired, including those coterminous with the Board of Supervisors, shall continue to discharge their duties as a holdover appointee until their successor has been appointed by the Board of Supervisors or they have resigned from the OCWDB, whichever is earlier.

5. OCWDB members must meet the following selection guidelines:
  - A. Be a resident of and registered to vote in the County of Orange.
  - B. Demonstrate an understanding of workforce and economic development.
6. Any OCWDB officers and members that fail to attend three consecutive regular meetings, or over half of the Regular Meetings (“Regular Meetings” shall mean meetings of the OCWDB’s standing committees and meetings of the OCWDB) in a program year will be automatically terminated from the position of OCWDB Officer and/or member. If OCWDB officers or members have two consecutive absences or have failed to attend four (4) meetings within the program year, he or she will be notified of the risk of vacating his or her position in the event of having the third consecutive absence or being absent for the fourth time in a program year. In the case of an OCWDB member who is an appointee of the Board of Supervisors, the appointing body/individual may also be notified that their appointee is at risk of removal from the OCWDB due to attendance issues. Upon the OCWDB member’s, third consecutive or fourth absence in the program year, the OCWDB member will be automatically removed by the Board chair, in conjunction with the Executive Director.
7. As set forth in WIOA, the OCWDB shall, in partnership with the BOS, perform the following duties, among others:
  - A. Act as a convener to bring together business, labor, education and economic development entities to focus on local workforce issues.
  - B. Conduct workforce analysis by developing, disseminating and understanding current local and regional labor market and economic information and trends.
  - C. Serve as a broker by bringing together systems to solve common problems, or broker new relationships with business and workers to support the efforts of OCCR, Orange Region Planning Unit, and Orange County WIOA Programs.
  - D. Serve as the community voice by advocating for the importance of workforce policy, providing perspective about the need for, and availability of skilled workers.
  - E. Serve as a capacity builder to enhance the local workforce development area and Orange Region Planning Unit ability to meet the workforce needs of local employers.
    - i. Work with the County to ensure that local workforce activities comply with the applicable uniform administrative requirements, cost principles, and audit requirements included in the appropriate circulars or rules of the Office of Management and Budget (WIOA Section 184(a)(2) and (3)).

- ii. In partnership with the County, the OCWDB will select the America's Job Center of California (AJCC) Operator(s), with the agreement of the BOS, through a competitive process such as a Request for Proposal (RFP) or other County of Orange approved procurement processes, unless granted a waiver by the state (WIOA Section 121[d][2][A] and 107[g][2]).
- iii. Comply with State Board policies and guidelines, legislative mandates and/or other special provisions as may be required under federal law or policy, including the WIOA or state legislation.
- iv. In partnership with the BOS, develop a local workforce development plan.
- v. 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.
- vi. Lead efforts to engage with a diverse range of employers and economic development entities, including coordination with BOS economic development strategies.
- vii. Develop strategies for using technology to maximize the accessibility and effectiveness of the local workforce development system for employers, workers and job seekers.
- viii. OCWDB shall serve a member of the Orange Regional Planning Unit that includes the Santa Ana Workforce Development Board and Anaheim Workforce Development Board to ensure the 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) and the development workforce programs and services that enhance business and jobseeker within the region. OCWDB members shall engage in and contribute to, regional planning and regional plan implementation to include participating in regional planning meetings and regional plan implementation efforts, review and approve the regional plan, modifications and participate in regional performance negotiations.
- ix. Assist the BOS in developing the local workforce and labor market information system; specifically, in the collection, analysis, and utilization of workforce and labor market information for the Orange Regional Planning Unit.
- x. Conduct other research, data collection, and analysis related to the workforce needs of the regional economy, after receiving input from a wide array of stakeholders who are determined to be necessary to carry out OCWDB functions.

- xi. Promote the participation of private-sector employers in WIOA programs in the local workforce development area and the Orange Regional Planning Unit.
- xii. Ensure priority of service shall be given to veterans, recipients of public assistance, other low-income individuals, and individuals who are basic skills deficient for receipt of career and training services funded by WIOA Adult funding (WIOA Section 134[c][3][E] and Training and Employment Guidance Letter 19-16, Subject: Guidance on Services provided through the Adult and Dislocated Worker Programs under the Workforce Innovation and Opportunity Act (WIOA) and the Wagner-Peyser Act Employment Service (ES), as amended by title III of the WIOA Final Rules, (March 1, 2017).
- xiii. In partnership with the BOS, as the Chief Elected Official, conduct oversight of workforce activities authorized under WIOA.
- xiv. Conduct other duties and obligations as may be required by the State of California, the U.S. Department of Labor, and WIOA and associated rules and regulations, for the implementation of WIOA and to achieve the goals stated in these bylaws.

8. OCWDB Member Responsibilities:

- A. OCWDB members must comply with County non-discrimination and zero tolerance sexual harassment policies and County Code of Ethics.
- B. OCWDB members shall operate strictly within designated OCWDB purposes.
- C. OCWDB members must serve as a member on at least one Standing Committee of the OCWDB.
- D. OCWDB members shall not reveal facts, data, or information of the Board during or after membership services have been rendered, without prior consent of the Executive Committee and Executive Director as required by this Bylaws document.

9. OCWDB Member Recruitment and Nominations:

- A. In the event of a vacancy, the OCWDB's Executive Director (defined in Section IX(B) below) in partnership with OCWDB Executive Committee is responsible for maintaining the required composition of the OCWDB. A vacancy may not necessarily be filled if the required composition of the OCWDB can be maintained without filling the vacancy.

- B. The OCWDB shall solicit and accept nominations for OCWDB membership in accordance with membership composition requirements set forth in WIOA and these bylaws, as needed.
- C. All nominees shall be required to submit a membership application.
- D. Any qualified community member may nominate him/herself for appointment to the OCWDB by submitting a membership application to the OCWDB's Executive Director.
- E. Nominations shall be reviewed by the OCWDB Executive Director to ensure that nominees meet membership criteria as stated in these bylaws.
- F. The recommendation for the appointment of a new member shall be presented to the BOS by the OCWDB's Executive Director.
- G. If, for any reason, no recommendation for appointment is made within three (3) months of the date of a vacancy, the OCWDB's Executive Director shall inform the BOS.

10. OCWDB Member Vacancies:

- A. A vacancy on the OCWDB shall exist on the occurrence of noncompliance with applicable Federal and State regulations or change in employment status from active employment in the classification that served as the basis for the appointment or other change in membership category.
- B. Vacancies will not necessarily be filled by individuals from a like organization; industry, employer, or association so long as the required membership composition is maintained.

11. OCWDB Member Resignations:

- A. Any member may resign by providing written notice to the OCWDB's Executive Director.
- B. The OCWDB's Executive Director shall provide written notice of all resignations to the OCWDB and BOS.
- C. A member shall be deemed to have resigned OCWDB membership if the OCWDB member is absent from three Regular Meetings per program year.

12. OCWDB Member Removal:

- A. An OCWDB member may be removed from the OCWDB by the Board Chair and Executive Director, as the appointing authority, with or without cause at any time.

## **Article V – Meetings**

OCWDB meetings shall be held in accordance with the Ralph M. Brown Act (the “Brown Act”), Government Code Section 54950 et. seq., as amended.

The OCWDB shall hold one regular meeting per quarter, as scheduled by the Executive Director in coordination with OCCR.

OCWDB meetings shall be held at a location within Orange County, California, determined by OCCR that satisfies the access requirements of the American with Disabilities Act.

OCWDB regular meetings shall be held during regular business hours.

A special meeting of the OCWDB may be called by the Chair, the Executive Committee or by a quorum of the OCWDB. Notice of special meetings shall be delivered to OCWDB members personally, by mail or electronically, and must be received no later than twenty-four hours in advance of the meeting. Written notice of such meetings must be provided to any person who has previously requested notice.

Written notice of regular OCWDB meetings will be mailed or emailed out, and publicly posted for any person who previously requested notice 72 hours prior to the meeting.

### **7. OCCR Administrative Support (OCCR Support):**

A. OCCR shall provide administrative support (OCCR Support) to the OCWDB as directed by the Executive Director. OCCR Support shall include, but not be limited, to the following:

i. Attendance at Meetings:

A representative designated by the OCCR, shall attend each meeting, and maintain a record of all proceedings and directives of the OCWDB. OCCR Support will call agenda items or groups of items.

ii. Preparation and Distribution of Agenda:

OCCR Support will prepare, publicly post and distribute all agendas of the OCWDB meetings. The agenda shall consist of a brief general description of each item to be considered by the OCWDB, pursuant to the Ralph M. Brown Act, Government Code section 54950 et seq.

OCCR Support will prepare, publicly post, and distribute all supplemental agendas when there has been an item added, continued, deleted, and/or modified since the distribution of the initial agenda.

- iii. The regular OCWDB meeting agenda will be distributed and made available to the public at least 72 hours prior to the meeting, pursuant to the Ralph M. Brown Act, Government Code section 54950 et seq.
- iv. OCCR staff will audiotape meetings, and tape will act as official meeting record.

B. Quorum/Voting:

- i. A 50% + 1 majority of existing OCWDB members shall constitute a “quorum”.
- ii. Each OCWDB member shall have one vote.
- iii. All OCWDB actions and recommendations shall be by motion, duly seconded, and carried by an affirmative vote of a majority of OCWDB member present. Such actions and recommendations shall include, but not be limited to, the following:
  - a. Approval of a program undertaken on the OCWDB’s behalf.
  - b. Approval of a solicitation of funds for an OCWDB program prior to the initiation of the solicitation.
  - c. Approval of expenditure of funds on an OCWDB program.

**Article VI – Board Officers**

The OCWDB shall conduct an election of officers in April, or within the fourth quarter meeting during each program year. By majority vote, a chairperson, a first vice-chair and a second vice-chair shall be elected. The Chair and Vice-Chairs shall serve one-year terms, limited to three consecutive terms. The term shall take effect on July 1st of the program year following the vote for officers.

1. The Chair shall:

- A. Preside over all regular and special meetings.
- B. Act as an ex officio member on all committees.
- C. Establish committees and coordinate the appointment of OCWDB members thereto and to the Nominating Committee.
- D. Represent the OCWDB at, or designate a representative to attend, public functions.

- E. Perform all other responsibilities allocated to the Chair under these bylaws.
2. The first Vice-Chair shall:
    - A. Assume the duties of the Chair when the Chair is absent or unable to perform the duties of the Chair.
    - B. Perform all other responsibilities allocated to the Vice-Chair under these bylaws.
  3. The second Vice Chair shall:
    - A. If both the Chair and first Vice-Chair are absent, the second vice-chair shall conduct meetings and act on behalf of the chair.
    - B. Perform all other responsibilities allocated to the Second Vice-Chair under these bylaws.
  4. Members at large shall appoint a nominating committee in January, of the third quarter meeting during each program year, consisting of not less than three members of the OCWDB. Executive Committee members shall not participate in nominating committee meetings. The Nominating Committee shall appoint a committee chair; select a slate of officers for the following fiscal year, secure the consent of those nominated, and present the slate of candidates at the June meeting of the OCWDB.

## **Article VII – Committees**

All standing committees established under the OCWDB shall conform to the bylaws of the full OCWDB. All actions of OCWDB standing committees and workgroups are advisory to the OCWDB. Chairs of the OCWDB standing committees, in consultation with the OCWDB and the Executive Director, shall prepare the agenda for standing committee meetings.

Members who are designated as a America’s Job Center of California One-Stop Career Center Operator, WIOA Title I Career Service Provider or WIOA Youth Service Provider shall not serve on any standing committee that deals with the oversight of the Job Center, One-Stop system, youth services or allocation of resources that would potentially be allocated to that member’s program or might otherwise be the basis of a conflict of interest, as outlined in these bylaws.

### 1. Standing Committees:

- A. There shall be established four standing committees of the OCWDB to include the Executive Committee, Youth Committee, One-Stop Oversight Committee, and the Business Services Committee.
- B. To the extent possible, standing committees shall be comprised of the required OCWDB representative categories as specified in WIOA and must be chaired by a member of the OCWDB.
- C. The term of the Chair of any standing committee shall be for two (2) program years, concurrent with the term of the Chair of the OCWDB.
- D. The Committee chair shall be appointed by the Board chair. OCWDB members will volunteer to be on the standing committees and will be recommended by the Board chair. In such case that membership is not met for the committees, the Board chair will appoint members accordingly

2. Executive Committee:

- A. Executive Committee shall be comprised of the following OCWDB members: Chair, Vice Chair, Second Vice Chair and the Chair of each standing committee.
- B. OCWDB Chair shall serve as Chair of the Executive Committee.
- C. Responsibilities of the Executive Committee shall include:
  - i. Report upon all action taken by the Executive Committee to the full OCWDB at regularly scheduled OCWDB meetings:
    - a. Emergency actions and all other actions taken by the Executive Committee without prior approval of the full OCWDB, are conditional and subject to either ratification or rescission by the OCWDB at the first meeting following the emergency or action.
    - b. Make recommendations for membership to the OCWDB in compliance with membership requirements as specified in WIOA.
    - c. In consultation with OCWDB's Executive Director, determine responsibilities of all standing committees and workgroups and review work plans of such bodies.
    - d. Perform other duties as deemed necessary by the OCWDB's Executive Director.

3. Youth Committee:

- A. Responsibilities of the Youth Committee shall include, but not be limited to the following:
- i. Review WIOA youth policies, procedures, monitoring reports and evaluation(s) of services, activities, and grants or contracts funded by the WIOA:
    - a. Inform, assist, and make recommendations to the Executive Committee and the full OCWDB in developing and overseeing the delivery of WIOA youth programs to review and make recommendations regarding initiatives, and to assist with the selection of eligible providers for these programs.
    - b. Report back to the full OCWDB on program performance, compliance, issues, as directed by the full OCWDB.
    - c. Foster integration and collaboration of youth activities in the local workforce development area.
- B. The Youth Committee shall be established and composed of a Committee chair appointed by the Board chair. OCWDB members will volunteer to be on the committee and will be recommended by the Board chair. When membership is not met for the committee, the Board chair will appoint members accordingly.
- C. The term of each Youth Committee member shall coincide with the term of the OCWDB Chair.

4. One-Stop Oversight Committee:

- A. Responsibilities of the One-Stop Oversight Committee shall include, but not be limited to the following:
- i. Review policies, procedures, monitoring reports and evaluation(s) of services, activities, and grants or contracts, including the America's Job Center of California One-Stop Career, WIOA Title I Career Services, funded by the WIOA, as related to all Adult, Dislocated Worker, Layoff Aversion and Rapid Response Programs.
  - ii. Inform, assist, and make recommendations to the Executive Committee and the full OCWDB on developing and overseeing the delivery of career services through Adult, Dislocated Worker, and other WIOA programs; to review and make recommendations regarding initiatives; and to assist with the selection of eligible providers for these programs.
  - iii. Report back to the full OCWDB on program performance, compliance, issues, as directed by the full OCWDB.

- iv. The Committee chair shall be appointed by the Board chair. OCWDB members shall volunteer to be on a committee and will be recommended by the Board chair. In cases when membership is not met for a committee, the Board chair will appoint members accordingly.
- v. The term of each One-Stop Oversight Committee member shall coincide with the term of the OCWDB Chair.

5. Business Services:

- A. The Committee chair shall be appointed by the Board chair. OCWDB members will volunteer to be on the committee and will be recommended by the Board chair. In such case that membership is not met for each committee, the Board chair will appoint members accordingly.
- B. Responsibilities of the Business Services Committee shall include but not be limited to the following:
  - i. Develop and make recommendations for the Business Service Plan to the BOS in an effort to increase employer engagement in the activities of the OCWDB.
  - ii. Submit the Business Services Plan along with the local workforce development and regional Strategic Plan to the State of California Workforce Development Board (CWDB).
  - iii. Conduct Labor Market Intelligence (LMI) analysis.
  - iv. Provide oversight of Rapid Response and Layoff Aversion services.
  - v. Report back to the full OCWDB on issues, as directed by the full OCWDB on a quarterly basis.
  - vi. The term of each Business Services Committee member shall coincide with the term of the OCWDB Chair.

6. Ad-hoc Committees:

- A. The Chairperson of the OCWDB may establish ad hoc committees to accomplish time-limited tasks that support the goals of the OCWDB. Each ad hoc committee shall be composed of less than the quorum of the OCWDB members and shall only serve as an advisory committee on a specific item for a limited period. When an ad hoc committee is created, the Chair or OCWDB member calling for the creation of ad-hoc committee shall identify the committee's membership, the scope of work, work product, and date of dissolution.

- B. When appropriate, committees may call on other knowledgeable individuals who are not OCWDB members to act as consultants to the committees. Said individuals shall be subject to the conflict of interest statutes, regulations, and ordinances.
- C. The Committee chair shall be appointed by the Board chair. OCWDB members will volunteer to be on the committee and will be recommended by the Board chair. In such case that membership is not met for each committee, the Board chair will appoint members accordingly

### **Article VIII – Conflict of Interest**

Each individual OCWDB member shall avoid conflicts of interest of any kind and all OCWDB members shall comply with all applicable conflict of interest laws. A “conflict of interest” includes conflicts of interest addressed in WIOA Section 107(h), the Political Reform Act of 1974 (California Government Code Section 81000 et seq.), Government Code Section 1091.2, the Orange County Gift Ban Ordinance (Orange County Codified Ordinances section 1-3-21 et seq.), and also exists when an OCWDB member or member has a personal or private relationship or interest that could diminish the OCWDB member’s or member’s independence of judgment in performing official duties. Examples include an OCWDB member’s interest in an entity that is seeking to obtain the County’s sponsorship, including non-financial, such as the use of the County seal.

An OCWDB member having a conflict of interest concerning any issue before the OCWDB, must declare the nature of their conflict of interest, avoid participating in or influencing the matter in any way, recuse themselves, and move to sit with the general public before the discussion begins, and staying there until the issue is concluded.

OCWDB members shall abide by the conflicts of interest requirements outlined in WIOA Section 107(h) which state a member of a local board, or a member of a standing committee, may not—

1. Vote on a matter under consideration by the local board:
  - A. Regarding the provision of services by such member (or by an entity that such members represented); or
  - B. That would provide direct financial benefit to such member or the immediate family of such member; or
  - C. Engage in any other activity determined by the Governor to constitute a conflict of interest as specified in the State plan.

### **Article IX – Oversight and Staffing Support**

The OCWDB is programmatically responsible to the BOS, through the OCCR.

OCWDB shall not have non-workforce board member staff. The OCCR's Director of Workforce Development shall provide support to the OCWDB and serve in the capacity of Executive Director of the OCWDB (Executive Director). The Executive Director is an employee of the County who shall assist with carrying out the functions of the OCWDB. The Executive Director shall have the authority to sign documents on behalf of the OCWDB, provided the OCWDB and, as applicable, the BOS have duly approved the execution of all such documents.

The OCWDB shall have no authority to accept gifts or donations on behalf of the County unless done in accordance with the OCCR's Board approved Marketing Plan and County gifts or donation policies.

Each OCWDB member shall attend annual trainings as determined by the OCCR, OCCR and/or the BOS including, but not limited to, trainings relating to ethics and conflicts of interest.

### **Article X – Compensation/Reimbursement**

Members shall receive no compensation for serving on the OCWDB. The County may authorize reimbursement for actual expenses incurred while performing within the scope of their duties and powers in accordance with County policies and procedures. All requests for reimbursement shall be submitted in accordance with the policies and procedures adopted by the County, on a form prepared by the Auditor-Controller.

### **Article XI – Advocacy**

The OCWDB website shall be hosted on the OCCR domain and managed by OCCR.

The County must approve all OCWDB correspondence, statements, press releases, and reports prior to release. A 50+ 1 majority of the quorum of the OCWDB must approve all such correspondence, statements, press releases, and reports prior to the OCWDB's submittal of any such items to OCCR and request for the County's approval of such items.

All OCWDB communications shall be preapproved by OCCR and be on OCCR and OCWDB letterhead.

OCWDB's recommendations on legislation must be approved by the majority vote of a quorum of the OCWDB and submitted to the County Executive Office legislative planning committee for recommendation to the County through OCCR. The OCWDB shall not take positions on legislation without the approval of the County.

All use of the County and OCWDB emblem/seal requires pre-approval of the County through OCCR.

Neither the OCWDB nor any of its OCWDB members shall promote, directly or indirectly, any political party, political candidate or political activity using the name, emblem, or any other identifier of the OCWDB or County of Orange logo.

### **Article XII–Bylaws**

Adoption of Bylaws: The bylaws shall become effective immediately upon approval of the BOS.

Amendments to Bylaws: A recommendation to amend the bylaws, approved by two-thirds of the members of the OCWDB shall be submitted by OCCR to the BOS for approval. However, such an amendment will not take effect unless approved by the BOS. The BOS may amend these bylaws at any time.

The OCWDB shall have a permanent lifespan, subject to dissolution by a majority vote of the BOS.

### **Severability**

If any provision of these bylaws is determined to be invalid or unenforceable, that provision shall be deemed stricken and the remainder of these bylaws shall continue in full force and effect.

Adopted by Board of Supervisors on August 11, 2020.