

AMENDED & RESTATED
BYLAWS
OF
THE PRINCE GEORGE’S COUNTY
LOCAL WORKFORCE DEVELOPMENT BOARD

ARTICLE I
NAME

The name of the organization shall be the Prince George’s County Local Workforce Development Board (hereinafter referred to as the “LWDB” or the “Board”).

ARTICLE II
AUTHORIZATION

The Workforce Innovation and Opportunity Act of 2014 (Public Law 113-128, hereinafter referred to as “WIOA”) authorizes the creation of local workforce development boards to provide policy guidance and programmatic oversight in designated local workforce development areas. Local workforce development boards are charged with developing a comprehensive strategic plan for the local workforce development areas, consistent with their State plan. The local workforce development boards, in partnership with the chief elected official for the local workforce development area, are required to remain in compliance with Section 108 of WIOA.

ARTICLE III
WORKFORCE DEVELOPMENT AREA: ADMINISTRATIVE ENTITY

Prince George’s County, Maryland, a political subdivision, is a designated local workforce development area under WIOA regulations. Employ Prince George’s, Inc. is designated as the local grant recipient for funds allocated to Prince George’s County under WIOA. Pursuant to the LWDB’s Prince George’s County Local Workforce Development Area WIOA Local Integrated Plan (the “Local Plan”), effective July 1, 2016, and the terms of the Prince George’s County Local Workforce Development Area Local Governance Agreement (the “Local Area Governance Agreement”), both documents hereby referred to and made part hereof as fully and to the same extent as if copied at length herein, the Prince George’s County Executive and the LWDB acknowledge and agree that Employ Prince George’s, Inc., a Maryland 501(c)(3) nonprofit corporation, will serve as the fiscal agent and Administrative Agent for the LWDB adhering to the regulations set forth in the WIOA legislation (hereinafter referred to as “EPG” or the “Administrative Agent”).

ARTICLE IV ROLE AND PURPOSE

The role of the LWDB is to be a primary vehicle in creating a workforce development system that is job-driven, tied to economic development planning, and integrates programs and resources into a seamless delivery system.

The purpose of the LWDB shall be:

1. To develop and submit the local plan, in partnership with the County Executive and local area partners.
2. To conduct workforce research and regional labor market analysis.
3. To convene, broker and partner with stakeholders in the local workforce development system to develop the local plan and identify non-federal expertise and resources to leverage support for workforce development activities.
4. Lead efforts to engage with a diverse range of employers and entities in the region to promote business representation, develop effective linkages with employers to support the workforce system, ensure workforce activities meet the needs of employers and support economic growth in Prince George' s County.
5. Develop MOU' s and RSA' s with required American Job Center/One Stop Career Center partners.
6. Select operators and providers, including the selection of American Job Center/One Stop Career Center Operator(s) and youth providers and the identification of eligible providers of training services or other intensive services.
7. Designation and/or certification of an American Job Center/One Stop Career Center.
8. To develop and approve a budget for the activities in the local workforce area, consistent with the local policies and the local plan.
9. To conduct oversight with respect to local youth and adult workforce activities, local employment and training activities, and the one-stop delivery system for the local area.
10. To negotiate local performance accountability measures with the State.
11. To review statewide and local performance measures.
12. To lead efforts, with representatives of secondary education providers, postsecondary education providers and business, in the local workforce area to develop and implement career pathways in Prince George' s County.

13. Lead efforts in the local area to identify, promote, disseminate proven and promising strategies and initiatives to meet the needs of employers and workers with disabilities
14. Assessment of American Job Center/One Stop Career Center accessibility for individuals with disabilities.
15. Develop strategies for using technology to maximize the accessibility and effectiveness of the local workforce development system for employers, workers and jobseekers.
16. To coordinate activities with education and training providers in the local workforce area, including workforce, adult education and literacy, career and technical education, and vocational rehabilitation activities.

ARTICLE V MEMBERSHIP

Section 1. Number and Composition - The total number of voting LWDB members shall be no less than seventeen (17) and no more than thirty-one (31). An additional three (3) non-voting LWDB members shall be elected officials appointed by the Prince George's County Executive. However, the LWDB may change the number of voting members according to the same procedures specified for amendments to these Bylaws. (See ARTICLE X Section 1. Authority to Amend). The composition of the LWDB shall be reviewed on a bi-annual basis. Changes to the composition of the LWDB must adhere to the criteria established in WIOA.

One member of the LWDB shall be a representative of the Prince George's County Executive, and those thereafter shall be recommended by the LWDB to the Prince George's County Executive for appointment to the LWDB. The majority, not less than 51%, of the LWDB membership shall consist of representatives of businesses located in Prince George's County, Maryland. At a minimum, not less than 20%, of the members shall be workforce representatives, including workforce development organizations, whom shall include at least two (2) members representing labor organizations; at least one (1) member representing joint labor-management apprenticeships; and at least one (1) member representing community-based organizations serving individuals with barriers to employment. In addition, two (2) members shall be representatives of local education entities (one (1) member representing higher education and one (1) member representing adult education and literacy activities); one (1) member shall be a representative of Prince George's County Public Schools; one (1) member shall be a representative of the Prince George's County Economic Development Corporation; one (1) member shall be a representative of a community development entity; one (1) member shall be a representative of the State employment service office; one (1) member shall be the Director of the Prince George's County Department of Social Services; one (1) member shall be a representative of the Prince George's Community Action Agency; one

(1) member shall be a representative of the programs under Title 1 of the Rehabilitation Act of 1973. The LWDB may also include other individuals as determined by the chief elected official and/or as deemed mandatory by State and Federal regulations.

Section 2. Appointment Process - The LWDB shall solicit membership from entities with locations within Prince George's County, Maryland and serving Prince George's County, Maryland. Nominations shall be received by the Administrative Agent, followed by a referral to the LWDB's Executive Committee. Nominees approved by the LWDB's Executive Committee shall be recommended to the full membership of the LWDB for a vote to recommend appointment to the Prince George's County Executive. Nominees should be chief executive officers or senior leadership with substantive policy-making and operational authority.

The Prince George's County Executive may make an appointment to the LWDB without a LWDB recommendation. All appointments must follow State and Federal regulations.

Section 3. Terms - All vacancies on the LWDB shall be filled in the manner prescribed in Article V, Section 2. Terms of appointment for LWDB members is three (3) years. At the conclusion of a member's three year term, the member must be reappointed to the LWDB in the manner prescribed in Article V, Section 2.

Section 4. Cessation of Membership – LWDB membership shall cease when:

- (1) a member delivers a written resignation to the LWDB Chair; or
- (2) a member is not reappointed following completion of a term; or
- (3) the organization, if any, which a member represents withdraws the member's name from membership by notifying the LWDB Chair of such withdrawal; or
- (4) a member, or the members' organization, no longer meets the necessary criteria for the membership slot for which the member was originally appointed; or
- (5) a member fails to meet the minimum attendance requirements in a single program year (July - June); or
- (6) a member fails to meet the minimum performance standards as prescribed in Article V, Section 8.

Section 5. Attendance - If a board member anticipates being absent from a Board meeting for any reason, the individual will notify the Chair of the Board, or the Chair's designee, prior to the meeting. A failure to contact the Chair, or the Chair's designee, may be deemed an unexcused absence. If a Board member has three (3) consecutive unexcused absences or a total of five (5) total absences within a 12-month period, the Board

member may be deemed to have resigned and the position declared vacant. A final determination will be made by the Executive Committee of the LWDB after an evaluation of the board members performance on each of the agreed upon performance metrics.

Section 6. Vacancies – Upon notification, the Prince George’s County Executive may appoint a designee of his/her choice to fill a vacated position. Individuals appointed to fill vacated slots must represent the same role as being vacated. All appointments must follow State and Federal regulations.

Section 7. Voting – All thirty-one (31) voting LWDB members are eligible to participate in LWDB voting procedures. If a Board member has a planned absence from a meeting they may designate a Non-Board member to vote in their place. Opposite of voting, a Board member may not delegate their membership responsibilities to other persons.

A LWDB delegate must notify the Board Chair of their attendance and representation of the absent LWDB member. If a delegate does not identify themselves as a delegate for the absent Board member, they may not participate in voting activities. A simple majority of LWDB members attending a meeting shall be sufficient to carry a motion, provided a quorum is present. (See ARTICLE IX Section 4. Quorum).

Section 8. Board Member Performance Measures – LWDB voting members shall be evaluated bi-annually by the LWDB’s Executive Committee. Members of the Executive Committee shall be evaluated bi-annually by a percentage of the entire LWDB. All LWDB Members are evaluated based on their engagement and impact on the LWDB operations. LWDB performance metrics shall include:

- (1) attendance at regularly scheduled LWDB meetings;
- (2) attendance at the LWDB annual retreat;
- (3) participation in the duties of LWDB prescribed in Article IV;
- (4) LWDB standing committee participation;
- (5) program and event support, attendance and/or sponsorship; and
- (6) advocacy on behalf of the LWDB and Prince George’s County Local Workforce Development Area.

LWDB members may be terminated from the Board based on poor attendance and/or poor performance. A termination of a Board member based upon a written recommendation for termination by the Executive Committee is subject to the approval of the Prince George’s County Executive in his/her sole and absolute discretion.

ARTICLE VI OFFICERS AND DUTIES

Section 1. Officers – The Officers of the LWDB shall include a LWDB Chair, LWDB Vice-Chair and the Chairs of the LWDB’s Standing Committees. The Chair of the LWDB shall be elected by a majority vote of the LWDB and be a private sector member of the LWDB. The LWDB Vice-Chair shall be elected by a majority vote of the Board and be a general member of the Board who is not a contractor or service provider accessing WIOA funding. If the LWDB Vice-Chair is not a member of the LWDB’s private sector membership, and the LWDB Chair takes a leave of absence that is prolonged or indefinite, the LWDB must appoint a new LWDB Chair that is a member of the private sector membership of the LWDB.

Chairs of the LWDB’s Standing Committees shall be appointed by the LWDB Chair and shall serve as officers of the Board.

Section 2. Officer Term Limits - The term of office for the LWDB Chair and the Vice-Chair shall be two (2) years. The LWDB Chair and Vice-Chair may serve a maximum of two terms consecutively.

Chairs of the LWDB’s Standing Committees shall serve a two (2) year term. Chairs of Standing Committees may serve a maximum of two terms concurrently. An officer whose term is expiring, and eligible for a second term, may be recommended to the Chair of the LWDB by a majority vote of the Standing Committee they chair.

Section 3. Duties of the LWDB Chair - The LWDB Chair shall execute, in the name of the LWDB, all instruments and documents on behalf of the LWDB and/or Executive Committee as shall be necessary and proper. The Chair shall preside at all meetings of the LWDB and Executive Committee. The LWDB Chair shall make any committee and/or task force appointments and designate committee and task force chairs. The LWDB Chair shall do and perform such other duties as from time to time may be assigned by the members.

Section 4. Duties of the LWDB Vice-Chair – The LWDB Vice-Chair, in the absence or disability of the LWDB Chair, shall act and perform the duties of the LWDB Chair and perform such other duties, as the LWDB Chair may deem appropriate.

ARTICLE VII EXECUTIVE COMMITTEE

The Executive Committee of the LWDB shall be comprised of the LWDB Chair, the LWDB Vice-Chair, the immediate past Chair of the LWDB, the LWDB member representing the County Executive, and the Chairs of all the LWDB's Standing Committees. Between LWDB meetings, the Executive Committee may act for the LWDB, except in matters concerning the appointment of officers or the adoption, repeal, or amendment of these Bylaws. The Executive Committee shall review all program plans, reports, and other documents which the LWDB, by law is required to review and act upon, and shall make recommendations concerning such items, and any actions taken on behalf of the LWDB by the Executive Committee, to the LWDB.

ARTICLE VIII COMMITTEES

At a minimum, there shall be six (6) standing committees:

1. the Executive Committee;
2. the Finance Committee;
3. the Youth Committee;
4. the Business Committee;
5. the Disabilities and Severe Barriers Committee, and
6. the American Job Center/One-Stop Delivery System Committee.

Chairs for all standing committees shall be appointed by the LWDB Chair; however, the LWDB Chair may only serve as Chair of the Executive committee. All standing committee chairs shall be members of the LWDB. Committees may include other members of the LWDB and shall include non-board members with appropriate experience and expertise. In addition, the LWDB Chair may appoint such other committees as may be necessary to carry out the purpose and functions of the LWDB. Non-LWDB members may serve on such committees as deemed appropriate, with the exception of the Executive Committee. The LWDB may establish additional committees by majority vote, at any regular meeting that has a quorum.

ARTICLE IX MEETINGS

Section 1. Regular Meetings – Regular meetings of the LWDB shall be held at least quarterly. Regular meetings shall be held at such times at the principal office of the Administrative Agent, unless the notice thereof designates some other place. Any and all business may be transacted at a regular meeting of the members.

Section 2. Special Meetings - Meetings of the members may be called at any time for any purpose(s) by the Chair. Notice of a special meeting shall state the purpose(s) of the meeting. Business transacted at all special meetings of members shall be confined to the purpose(s) stated in the notice of the meeting.

Section 3. Telephonic Meetings - Meetings of the LWDB may be held by telephonic communication. Such meetings are subject to all other appropriate provisions in these Bylaws.

Section 4. Quorum - At any meeting of the LWDB, a majority of voting members shall constitute a quorum for voting purposes.

Section 5. Notice of Meetings - Written notice of all regular and special meetings shall be given to each LWDB member in person or delivered to his residence or business address, at least five (5) days before the meeting by mail, messenger, telecopy, telegraph or other means of written communication, by electronic transmission, or by telephoning such notice. No notice of any meeting of the LWDB need be given to any director who attends, or to any director who, in writing executed and filed with the records of the meeting either before or after the holding thereof, waives such notice. Each such notice shall state the place, day, and hour which the meeting is to be held and, in the case of a special meeting, shall state briefly the purpose(s) for the special meeting.

ARTICLE X MISCELLANEOUS

Section 1. Authority to Amend – These Bylaws may be amended in whole or in part at any regular meeting of the LWDB, or at any special meeting, provided that notice of the proposed amendment is given, in writing, to each LWDB member at least seven (7) days in advance of such meeting.

Amendments shall be made only by quorum of the LWDB's voting members, by a meeting called together for that purpose, provided, however, that no amendment to these Bylaws shall become effective until approved and adopted by the Prince George's County Executive.

Upon approval by the LWDB and Prince George's County Executive, these Bylaws must be signed and dated by the current LWDB Chair and the Prince George's County Executive.

Upon approval of a Bylaw amendment, the amendments must be signed and dated by the LWDB Chair. Three (3) or more simultaneous Bylaw amendments constitute an overall change in the Bylaws.

Section 2. Administrative Support Service – EPG has been designated as the Administrative Agent and Fiscal Agent for WIOA grant funds, and other funds allocated to the LWDB. Administrative staff support to the Board, as necessary to fulfill its mission, shall be provided by EPG, as stated in the Local Governance Agreement.

It is mandated that the Administrative Agent collaborate with the Prince George's County Executive and the LWDB in the appointment of a LWDB Executive Director, termination of a LWDB Executive Director, and development of the Prince George's County Local Workforce Area WIOA budget. To ensure LWDB mandatory functions are performed, the annual budget must allocate WIOA funds for LWDB activities. The LWDB Executive Director shall report to the LWDB and the Prince George's County Executive to ensure the LWDB and the Prince George's County Local Workforce Area operate in compliance with Federal and State laws and regulations.

If operational or financial administrative disagreements occur between the LWDB and the Administrative Agent, the Prince George's County Executive will serve as the mediator with optimum decision-making authority in the Prince George's County Local Workforce Area.

Section 3. Conflict of Interest Policy - LWDB members and their employees are subject to ethics enacted by their local jurisdiction pursuant to State Government §15-803 et seq. Maryland Annotated Code (Maryland Policy Issuance Incorporated by reference). To the extent that LWDB Members and their employees are subject to more than one jurisdiction, in the event of a conflict among the ethics rules, the most stringent rule will apply. Each member of the LWDB serves without compensation but is entitled to reimbursement for expenses in accordance with the Maryland Standard State Travel regulations, COMMAR 23.02.01 (Incorporated by reference).

LWDB members are prohibited from voting on matters under consideration by the LWDB that pertain to the provision of services by any such member or by an entity that any such member represents or that would provide direct or indirect financial benefit to any such member or the immediate family of any such member. LWDB members are also prohibited from engaging in any other activity determined by the State to constitute a conflict of interest as specified in the State plan. All conflict of interests, whether potential or actual, must be declared and recorded in the minutes.

LWDB members must acknowledge and follow the LWDB Conflict of Interest Policy, Policy Number - 1.400.100.002. Annually, all LWDB members and staff of the Administrative Agent, assigned to the LWDB, must sign a LWDB Conflict of Interest Certification.

Section 4. Compensation and Expenses - LWDB members shall not receive any compensation for serving in such capacity but may be reimbursed for expenses incurred on behalf of EPG or incurred in performing the duties of this office.

Section 5. Records – The Administrative Agent shall maintain a complete record of minutes of all LWDB meetings at its principal place of business, along with an original or a copy of the LWDB Bylaws, including any amendments thereto.

**ARTICLE XI
SIGNATURES**



Conrad Samuels
Board Chair
Prince George's County Local Workforce Development Board

10/31/19

Date



Angela D. Alsobrooks
County Executive
Prince George's County

10/21/2019

Date

The foregoing Bylaws were adopted by the Prince George's County Local Workforce Development Board on October 31, 2019, the same being approved by the Prince George's County Executive on October 31st, 2019.