



## **BY-LAWS**

### **ARTICLE I – NAME**

The organization shall be called the Northern Kentucky Workforce Investment Board, hereinafter called the Board.

### **ARTICLE II – PURPOSE**

Pursuant to the Workforce Innovation and Opportunity Act (WIOA) of 2014, and the Rules and Regulations promulgated relating thereto, Board, is hereby established, which shall operate pursuant to the procedures contained in these by-laws, and in accordance with the requirements under the Act. The Board shall establish policy and direction to strengthen the local workforce development system including the Northern Kentucky Career Center organization through innovation in, and alignment and improvement of, employment, training, and education programs. The WIB shall be incorporated consistent with the laws of the state. The WIB shall operate exclusively as a nonprofit educational organization within the meaning of section 501 (C)(3) of the Internal Revenue Code of 1954.

For purposes of implementing and managing WIOA program activity, the board will operate within the Northern Kentucky Workforce Investment area, which includes Boone, Campbell, Carroll, Gallatin, Grant, Kenton, Owen, and Pendleton Counties.

### **ARTICLE III – MEMBERSHIP**

#### **A. NUMBER**

After initial certification by the Governor, the board shall consist of a number of members as determined by the board. Each member's qualifications shall be in accordance with the provisions of Section 107 (b)(2)(A), of the WIOA Public-Law 113-128.

#### **B. COMPOSITION**

The Board shall consist of:

1. Representatives of business, who shall constitute a majority (defined as a minimum of 51% of total voting membership) of the membership of the board, in the local area who -
  - a. Are owners of businesses, chief executives or operating officers of businesses, or other business executives or employers with optimum policymaking or hiring authority.
  - b. Represent businesses, including small businesses, or organizations representing businesses, that 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; and
  - c. Are appointed from among individuals nominated by local business organizations and business trade associations;

## NORTHERN KENTUCKY WORKFORCE INVESTMENT BOARD BY-LAWS

2. Not less than 20% of the members shall be representatives of the workforce within the local area who:
  - a. Are representatives of labor organizations, who have been nominated by local labor federations, or other representatives of employees;
  - b. Are representatives, who are members of a labor organization or a training director, from a joint labor-management apprenticeship program;
  - c. May be representatives of a community-based organization that demonstrates experience and expertise in addressing the employment needs of individuals with barriers to employment, including organizations that serve veterans or that provide or support competitive employment for individuals with disabilities, and
  - d. May be representatives of organizations that demonstrate experience and expertise in addressing the employment, training, or education needs of eligible youth, including representatives of entities administering education and training activities in the local area who:
    - i. Shall include representatives of eligible providers administering adult education and literacy activities;
    - ii. Shall include representatives of institutions of higher education providing workforce investment activities (including community college);
    - iii. May include representatives of local educational agencies, and community-based organizations with demonstrated experience and expertise in addressing the education or training needs of individuals with barriers to employment.
3. Representatives of governmental and economic and community development entities serving the local area, who-
  - a. Are representatives of economic and community development entities;
  - b. Are appropriate representatives from the Workforce Development & Education Cabinet Career Development Office,
  - c. Is an appropriate representative of the State Office of Vocational Rehabilitation (OVR),
  - d. May represent agencies or entities administering programs serving the local area related to transportation, housing, and public assistance, and
  - e. May represent philanthropic organizations serving the local area; and
4. Such other individuals or representatives of entities as the chief elected official may determine to be appropriate.
5. The Chairperson of the Board shall be selected from among members of the Board who are representatives of business.

## NORTHERN KENTUCKY WORKFORCE INVESTMENT BOARD BY-LAWS

### C. APPOINTMENT AND REPLACEMENTS

1. All members appointed to the Board shall be determined by the process of nomination and appointment as defined by the provisions of Section 107 of the Act whereby the chief elected official, is authorized to appoint the members of the local board in accordance with the State established criteria.
2. The judges executive of each of the eight counties of the Northern Kentucky Workforce Investment area, having entered into an inter-local agreement, designate the Chief Local Elected Official (CLEO) from among their colleagues, and shall serve for two years with designation rotating among the Judges Executive.
3. The chief elected official shall appoint members representing business from among individuals nominated by local business organizations and business trade associations.
4. The chief elected official shall appoint Workforce members representing labor organizations, community based organizations with expertise in addressing the employment needs of individuals with barriers to employment including organizations that serve veterans or support competitive integrated employment for individuals with disabilities, organizations with expertise in addressing employment, training or education of needs of eligible youth. Not less than 20% of the board shall be representatives of this category.
5. The chief elected official shall appoint members representing entities administering education and training activities including adult education and literacy, and higher education. Members in this category may also include representatives of local educational agencies and community-based organizations with expertise in addressing the education or training needs of individuals with barriers to employment.
6. The chief elected official shall appoint members representing government and economic development agencies, including the Office for Employment and Training and the Office for Vocational Rehabilitation. Other appointed members in this category may come from transportation, housing, and public assistance agencies.
7. Vacancies on the Board shall be filled in the same manner as the original appointment and replacements shall serve for the remainder of the unexpired term.

### D. TERMS OF OFFICE

Members shall serve for two-year terms and until their successors are duly elected and qualified.

Members shall be eligible based upon Board approval to succeed themselves for two additional two-year terms following their appointment. If a board member is appointed

## **NORTHERN KENTUCKY WORKFORCE INVESTMENT BOARD BY-LAWS**

to serve again in another capacity, including following a job change, the lifetime maximum amount of time a board member can serve on the NKWIB is six terms, or 12 years.

### **E. RESIGNATIONS**

A board member who is unable to participate and finds it necessary to remove him or herself from participation may do so by submitting written notice to the chairperson.

### **F. REMOVAL FOR CAUSE**

1. A member may be removed from the board only for cause. Reasons for removal are as follows and are not inclusive:
  - a. An illegal action regarding Board matters
  - b. Voting on a matter which would constitute a clear conflict of interest
  - c. Expiration of term of office without re-appointment
  - d. Incapacity or an unwillingness to serve on the Board
  - e. Lack of attendance or participation at Board meetings and/or committee meetings per year.
  - f. Disaffiliation with the profession, occupation, or organization to which the member was nominated and selected to represent on the Board. This shall be done at the Board's discretion.
2. Removal for cause may be commenced by petition of a single member who shall set forth in writing the reasons for termination of a member. The member shall be notified in writing of the cause of action and given the opportunity to respond to the charges.
3. Removal for cause shall be by vote of three-fourths of the members of the Board Executive Committee.

### **G. CONFLICT OF INTEREST**

1. Whether at Committee or Board meetings, all Board members shall refrain from discussing, participating in motions, or voting on matters which present conflicts of interest, either with respect to the Board member personally, or with respect to any individual or any organization with whom the Board member has a close affiliation. Generally, a conflict involves an actionable financial or monetary interest in an outcome. At the onset of a WIB or subcommittee meeting, a Board member shall verbally self-identify the conflict. Failure to abide by this Conflicts of Interest provision will subject a Board member to removal for cause.

## **ARTICLE IV – OFFICERS**

### **A. CLASSES**

The officers of the Board shall be Chairperson, Vice Chairperson, Secretary, and Treasurer and such other officers which may be provided for and whose duties may be fixed by the Board. All officers must be members of the Board.

## **NORTHERN KENTUCKY WORKFORCE INVESTMENT BOARD BY-LAWS**

### **B. ELECTION AND TERM OF OFFICE**

Officers of the Board shall be elected bi-annually by the Board. The MBO will take nominations for officer roles in January through March every other year. Nominations will be taken by the MBO to the April Executive Committee meeting for review and creation of a slate. The proposed slate of officers will be presented to the full board for a vote in May. Each officer shall hold office for a two-year term. All officers shall be eligible to succeed themselves once in their current office.

The Chairperson and Vice Chairperson must have previously been a committee chairperson. The Chairperson shall be selected from among persons who are business representatives. Vacancies shall be filled by appointment by majority vote of the Executive Committee for the remainder of the existing term.

### **C. REMOVAL**

Any officer or agent elected or appointed by the Board may be removed by the Board whenever, in its judgment, the best interest of the Board would be served thereby.

## **ARTICLE V – MEETINGS**

### **A. REGULAR**

The Board shall meet at least quarterly at a time and location to be determined by the members.

### **B. CALLED**

Special meetings may be called by the Chairperson, or through the petition of any six (6) members to the Chairperson, submitted to the Chairperson five (5) calendar days prior to the requested meeting.

A special meeting may be called to consider or act on specific issues which shall be stated in the notice of the meeting.

### **C. QUORUM**

A quorum shall be defined as a simple majority of board members (51%), excluding vacancies. At least 51% of the members present shall be from the business sector.

### **D. ABSENCES**

If the member is unable to attend in person, then the member can attend the meeting and vote via utilization of a video presence with audio capabilities. The use of video during a virtual meeting is necessary so the committee chair may authenticate identification.

### **E. COMMITTEES**

The Board, by resolution adopted by a majority of members present at a meeting of the full Board, may appoint from among its members ad hoc committees which it deems

## NORTHERN KENTUCKY WORKFORCE INVESTMENT BOARD BY-LAWS

necessary for the operation of the Board, provided that no such committee shall exercise the authority of the Board with respect to the election of officers or directors of the Board adoption, repeal, or amendment of these by-laws; the adoption of a plan of merger or consolidation or dissolution of the Board a revocation thereof, or the sale, lease exchange, or other distribution of substantially all the property or assets of the Board other than in the usual and regular course of business. Each committee of the Board shall be comprised of two or more members of the Board.

Each committee shall be chaired by a WIB member.

The Executive Committee shall be comprised of the officers of the Board and Chairpersons of the standing committees. At a minimum, fifty-one (51) percent of the Executive Committee's members must be representatives of business. The Executive Committee shall have representation from the non-private sector members of the NKWIB, not to exceed 49% of the Executive Committee members. The non-private sector members of the NKWIB shall be appointed by the chairperson of the NKWIB.

A committee quorum shall consist of a majority of a committee's regular members. With the exception of the Executive Committee, a committee Chair may provisionally appoint one Board member to participate in a committee meeting to attain a quorum. Any action taken as a result will be accompanied by a report that the Board member participated to attain a quorum. In the event that a quorum of regular committee members, in fact, attends the committee meeting, the provisionally appointed member will be excused from voting. It should be noted, however, that all Board members may attend any and all committee meetings as observers and may be recognized by the committee Chair to comment on any matter.

### F. STANDING COMMITTEES

1. As with WIB Board meetings, members with a conflict of interest must self-identify at standing committee meetings. Members shall refrain from discussing, participating in motions, or voting on matters which present conflicts of interest, either with respect to the Board member personally, or with respect to any individual or any organization with whom the Board member has a close affiliation. Generally, a conflict involves an actionable financial or monetary interest in an outcome. If a standing committee member with an actionable financial or monetary interest before the committee fails to abide by these guidelines, they will be subject to Item F. Removal for Cause, b. voting on a matter which would constitute a clear conflict of interest.
2. The Board shall have the following Standing Committees. Non-WIB members may serve on the Program and Youth Committee and the Business Services Committee. Non-WIB members may not vote on committee action items. Non-WIB members may not serve on the Executive Committee or the Membership and Board Operating Committee.

## NORTHERN KENTUCKY WORKFORCE INVESTMENT BOARD BY-LAWS

- a. EXECUTIVE COMMITTEE: The functions of the Executive Committee are to facilitate decision making processes of the Board. This includes:
  - i. Setting direction accordance with the Strategic Plan,
  - ii. Annual review of by-laws and memoranda of agreements,
  - iii. Development and implementation of policies and procedures, and
  - iv. Ensure community outreach functions are supporting goals of the Board.
  
- b. PROGRAM AND YOUTH COMMITTEE: The functions of the Program and Youth Committee are:
  - i. To review and make funding recommendations to the Board for Adult, Dislocated Worker and Youth program activity.
  - ii. Oversee the Approved Vendor List (AVL) to ensure the use of quality programs that align with the WIB's identified industry cluster.
  - iii. Provide information and assist with planning, operational, and other issues relating to the provision of services to adults, dislocated workers, youth, veterans, and people with disabilities.
  
- c. BUSINESS SERVICES/CAREER CENTER COMMITTEE: The functions of the Business Services Career Center Committee are:
  - i. To oversee performance of the Kentucky Career Center system in terms of employer services and regional initiatives,
  - ii. To build partnerships with community organizations, such as, Tri-ED, and the Northern Kentucky Chamber,
  - iii. Gather data and report back to the WIB and its relevant standing committees on Kentucky Career Center performance data.
  - iv. Periodically, oversee and administer labor market survey processes to determine customer satisfaction.
  
- d. MEMBERSHIP AND BOARD OPERATING COMMITTEE: The functions of the Membership and Board Operating Committee are to:
  - i. Solicit, review, and nominate WIB members,
  - ii. Annually develop slate of officers for WIB consideration,
  - iii. Monitor participation of members on Board and standing committees per by-law requirements,
  - iv. Participate in Board orientations,
  - v. Establish schedule of information items for each Board meeting agenda,
  - vi. Coordinate participation of WIB members with other community initiatives.
  - vii. Make recommendations for by-law changes to the Executive Committee.

## **NORTHERN KENTUCKY WORKFORCE INVESTMENT BOARD BY-LAWS**

- G. The Chairperson of the Board may appoint ad hoc committees as necessary which may include non-WIB members.
- H. **COMPENSATION:**  
Board members and officers shall serve without compensation. However, by resolution of the Board, both Officers and Board members may be paid or reimbursed for reasonable out-of-pocket expenses arising out of their services as Officers or Board members.
- I. **PUBLIC MEETINGS:**
1. All meetings of the Board shall be open to the public. Each regular meeting shall be generally published at least five (5) days prior to the meeting date. Each called meeting of the Board shall be generally publicized at least forty-eight (48) hours prior to the meeting.
  2. All meetings of the Board shall be subject to the provisions of the open meeting law. The Board can go into executive session to discuss personnel or financial issues.
  3. Persons unable to attend in person may attend by utilization of a video presence with audio capabilities with prior approval of the NKWIB Chairperson. Such participation may be counted toward fulfillment of a quorum.

### **ARTICLE VI – PARLIAMENTARY PROCEDURES**

The Board shall use generally accepted parliamentary procedures to govern the conduct of all meetings.

### **ARTICLE VII – FUNCTIONS OF THE BOARD**

- A. The Board shall discharge those responsibilities specifically referenced in Section 107 (d) of the Act, and may assume those duties and responsibilities not otherwise prohibited by the law. Per Section 107 (d) the functions of the Board shall include the following:
1. **LOCAL PLAN** – In partnership with the Chief Local Elected Official, develop and submit a local plan to the Governor that meets the requirements of section 108. If the local area is part of a planning region that includes other local areas, the local WIB shall collaborate with the other local boards and chief elected officials in the preparation and submission of the plan as described in section 106 (c) (2).
  2. **WORKFORCE RESEARCH AND REGIONAL LABOR MARKET ANALYSIS:**
    - a. Conduct workforce research and regional labor market analysis of the economic conditions in the region, the needed knowledge and skills for the region, the workforce in the region and workforce development activities (including education and training) in the region;



## NORTHERN KENTUCKY WORKFORCE INVESTMENT BOARD BY-LAWS

- b. assists the Governor in developing the statewide workforce and labor market information system in the collection, analysis, and utilization of workforce and labor market information for the region.
3. CONVENING, BROKERING, LEVERAGING – convene local system stakeholders to assist in identifying non-Federal expertise and resources to leverage support for workforce development activities.
4. EMPLOYER ENGAGEMENT – lead efforts to engage with a diverse range of employers and entities in the region to promote business representation, develop effective linkages with employers in the region to support employer utilization of the local workforce development system, ensure that workforce investment activities meet the needs of employers and support economic growth, and develop and implement proven or promising strategies for meeting employment and skill needs of workers and employers as they relate to in-demand industry sectors or occupations.
5. CAREER PATHWAYS DEVELOPMENT – Working with representatives of secondary and post-secondary education, lead efforts to develop and implement career pathways by aligning employment, training, and education.
6. PROVEN AND PROMISING PRACTICES – identify and promote strategies for meeting the needs of employers, workers and jobseekers including providing physical and programmatic accessibility in accordance with section 188 and applicable provisions of the Americans with Disabilities act of 1990.
7. TECHNOLOGY – develop strategies for using technology to maximize the accessibility and effectiveness of the local workforce development system by
  - a. Facilitating connections among the intake and case management information systems of the Career Center partners,
  - b. Facilitating access to services provided through the Career Center delivery system involved,
  - c. Identify strategies for better meeting the needs of individuals with barriers to employment, including strategies that augment traditional service delivery such as promoting digital literacy skills,
8. PROGRAM OVERSIGHT – In partnership with the chief elected official, conduct oversight for local youth workforce investment activities authorized under section 129, and ensure appropriate use and management of funds.
9. NEGOTIATION OF LOCAL PERFORMANCE ACCOUNTABILITY MEASURES – Working with the chief elected official, and the Governor, negotiate and reach agreement on local performance accountability measures.

## **NORTHERN KENTUCKY WORKFORCE INVESTMENT BOARD BY-LAWS**

10. SELECTION OF CAREER CENTER OPERATORS AND PROVIDERS – With the agreement of the chief elected official, designate or certify the Career Center operator as described in section 121(d)(2)(A), select youth providers consistent with section 123, identify eligible providers of career services as described in section 134(c)(2), and provide for Consumer Choice consistent with section 122 and section 134(c)(2) and (3).

- B. The Board shall enter into an agreement with the Local Elected Officials of the Workforce Investment Area. The agreement shall contain provisions to:
  - 1. Determine procedures for the development of the Workforce Investment Plan.
  - 2. Select a grant recipient to receive and disburse funds available through the Workforce Investment Act for the Workforce Investment Area.
  - 3. Provide oversight of the programs conducted under the Workforce Investment Plan.
  - 4. Jointly submit the Plan with the Local Elected Officials to the Governor.
- C. The Board shall prepare and approve a budget to govern the affairs and activities of the board. The budget will go to the Chief Elected Officials for their co-joint approval. The board may employ such staff, subject to the cost limitations imposed by the Act, to carry out its requirements and responsibilities.

### **ARTICLE VIII – APPEALS PROCESS**

All groups who have business before the NKWIB will be afforded the opportunity to appeal funding and other decisions made at the committee and/or NKWIB level.

- A. All appeals shall be in writing and received by the NKWIB within seven (7) calendar days from the date of the announcement of an award by the NKWIB. The appeal shall set forth a detailed statement of the legal and factual grounds of the appeal including copies of relevant documents if applicable. If the appellant requires a hearing, the appellant must provide an explanation as to why it believes a hearing is necessary to resolve the appeal.
- B. A panel consisting of members of the Executive Committee of the NKWIB as deemed appropriate by the Chair shall review the information presented by all parties and present a recommendation to determine if the original decision will be upheld or to convene a review panel to further the appeals process.
- C. If needed, per item B, a review panel appointed by the Executive Committee, shall be convened. Membership of the review panel shall be consistent with by-laws regarding private sector representation as described in Article V, C. Quorum. The Executive Committee will appoint a chairperson of the review panel. The review panel shall complete the review within 30 calendar days from the receipt of the appeals request.

## NORTHERN KENTUCKY WORKFORCE INVESTMENT BOARD BY-LAWS

- D. The Chairperson of the review panel shall summarize and submit a written report to all parties participating in the internal review within seven (7) days from the termination of the panel review. A written report of their findings shall be mailed out to the appellant and the NKWIB Chairperson. The NKWIB Chairperson will bring the report and any recommendation for action back to the full NKWIB at its next regularly scheduled meeting.
- E. Parties to the appeal have seven (7) calendar days from the date of the recommended disposition to deliver to the NKWIB any written comments and exception to the decision.

### **ARTICLE IX – AMENDMENT**

#### A. BY-LAWS

Any proposed alteration, amendment, or repeal of these by-laws, with suggested new by-laws in the case of repeal, may be accepted for consideration by the Board at any regularly scheduled meeting, a quorum being present.

Then the proposed alteration, amendment, or repeal of these by-laws, with the proposed new by-laws in the case of repeal, shall be mailed to each member of the Board at least seven days before the next regularly scheduled meeting. At that meeting, the by-laws may be altered, amended, or repealed and new by-laws adopted, in the proposed manner, by the affirmative vote of two-thirds of those present and voting of the Board.

#### B. POLICIES

The policies may be altered, amended, or repealed and new policies adopted, by the affirmative vote of two-thirds of those present and voting of the Board, at any regularly scheduled meeting, a quorum being present.

These By-laws were adopted

March 9, 2021

---

DATE

*Dana Dobbs*

Dana Dobbs (Apr 21, 2021 13:22 EDT)

---

DANA DOBBS, WIB CHAIRPERSON

*Carissa Schutzman*

Carissa Schutzman (Apr 22, 2021 09:05 EDT)

---

CARISSA SCHUTZMAN, WIB SECRETARY









# 2021 Revised NKWIB By-laws

Final Audit Report

2021-04-22

|                 |   |
|-----------------|---|
| Created:        | 2021-04-21  |
| By:             | KatieJo Kirkpatrick (katiejo.kirkpatrick@nkadd.org) |
| Status:         | Signed  |
| Transaction ID: | CBJCHBCAABAAbGnCoA4_6Yu8QYGUmtEjl-xlGzKMUyLI        |

## "2021 Revised NKWIB By-laws" History

-  Document created by KatieJo Kirkpatrick (katiejo.kirkpatrick@nkadd.org)  
2021-04-21 - 3:42:35 PM GMT- IP address: 74.128.77.120
-  Document emailed to Dana Dobbs (dobbsd@gmail.com) for signature  
2021-04-21 - 3:43:45 PM GMT
-  Email viewed by Dana Dobbs (dobbsd@gmail.com)  
2021-04-21 - 5:10:32 PM GMT- IP address: 66.102.8.9
-  Document e-signed by Dana Dobbs (dobbsd@gmail.com)  
Signature Date: 2021-04-21 - 5:22:57 PM GMT - Time Source: server- IP address: 172.58.204.171
-  Document emailed to Carissa Schutzman (schutzcb@ucmail.uc.edu) for signature  
2021-04-21 - 5:22:59 PM GMT
-  Email viewed by Carissa Schutzman (schutzcb@ucmail.uc.edu)  
2021-04-21 - 5:50:38 PM GMT- IP address: 96.28.3.168
-  Document e-signed by Carissa Schutzman (schutzcb@ucmail.uc.edu)  
Signature Date: 2021-04-22 - 1:05:58 PM GMT - Time Source: server- IP address: 96.28.3.168
-  Agreement completed.  
2021-04-22 - 1:05:58 PM GMT