WEST VIRGINIA WORKFORCE DEVELOPMENT BOARD BYLAWS

ARTICLE 1
AUTHORITY

The West Virginia State Workforce Development Board (the "Board") is established under the authority of Public Law 113-128, the "Workforce Innovation and Opportunity Act of 2014" as enacted by the West Virginia Legislature through West Virginia Code § 5B-2B-1 et seq., the "West Virginia Workforce Innovation and Opportunity Act," collectively referred to hereinafter as WIOA.

ARTICLE II
EFFECT OF BYLAWS

These Bylaws are intended to govern the operation and conduct of business of the Board consistent with federal and state law.

ARTICLE III
STATEMENT OF PURPOSE

The Board shall assist in implementing and overseeing a comprehensive state workforce system that prepares West Virginia citizens for employment opportunities offered by West Virginia businesses. The Board shall guide strategic initiatives and make recommendations regarding program implementation, operations, and coordination of all state agencies administering core and required workforce development programs as defined in WIOA. The Board shall also engage related public governance boards and institutions providing education, economic development, and public assistance services to support upward mobility, labor force attachment, and self-sufficiency of West Virginia residents. The Board shall coordinate its efforts with the West Virginia Workforce Resiliency Office, as the agency charged with coordinating the efforts of the various agencies in this State dealing with workforce issues to achieve a well-rounded and resilient workforce throughout the State.

ARTICLE IV
FUNCTIONS AND RESONSIBILITIES

The Board shall carry out its functions and responsibilities as delineated by WIOA. The Board may adopt additional functions and responsibilities as directed by the Governor, consistent with federal and state law.

ARTICLE V
BOARD MEMBERSHIP

A. MEMBERSHIP
The Board membership is defined by WIOA and further outlined by state workforce policy. The majority of the members of the Board shall represent private sector businesses operating in the State.

The remaining members shall represent workforce system partners and stakeholders, including state leaders who have administrative responsibilities for one or more workforce development agencies or programs, state and local elected officials, and members representing the interests of the workforce.

B. RESIGNATION, TERMINATION AND REPLACEMENT OF MEMBERS

1. *Resignation*

   Any member, in his or her capacity as a Board member, committee member, or officer, may resign such a position by so stating at any meeting of the Board or by giving written notice to the chair of the Board and the Governor. Any resignation of a member from his or her position as a member or as the chair or vice chair of the Board shall be effective unless rejected by the Governor. The effective date of any resignation shall be the time specified in the statement made at the Board meeting or in written notice given to the chair and the Governor, or immediately if no time is specified.

2. *Replacement*

   A member of the Board may be replaced by the Governor for the following reasons:

   a. Receipt of notification of resignation by the member,
   b. Failure to attend at least fifty percent (50%) of the regularly scheduled meeting of the Board as a whole in a one-year period (attendance by teleconference is allowed);
   c. Failure of a member to continue to hold the qualifications that were the basis for his or her initial appointment; or
   d. Failure to represent the Board in a manner deemed appropriate by the Board.

ARTICLE VI

OFFICERS

A. CHAIR

The Governor shall appoint a Chair of the Board from among the private sector members of the Board to be the presiding officer. The Chair shall serve as the presiding officer and have the authority to call meetings of the Board (both regular and special), establish committees and advisory committees, and appoint chairs, vice chairs, and members of such committees. The Chair shall be the Board's liaison with the Governor's Office, by and through the State's Workforce Resiliency Officer, and ensure the actions, recommendations, plans, and resolutions of the Board are communicated in a timely fashion to the State's Workforce Resiliency Officer, who in turn advises the Governor on all workforce efforts throughout the State. The Chair shall perform such other duties and have such other authority as the Board may lawfully delegate. The Chair shall serve as an ex officio member of each committee and advisory committee.

B. VICE-CHAIR

The Governor may from time to time appoint a Vice-Chair of the Board from members of the Board. The Vice-Chair, in the absence, or inability to act, of the Chair, shall preside at meetings of the Board and exercise the authority and perform the duties required of the Chair. The Vice-Chair shall have the authority to perform such additional duties as may be designated from time to time by the Chair.

ARTICLE VII

EXECUTIVE COMMITTEE, STANDING COMMITTEES, AND ADVISORY COMMITTEES

A. EXECUTIVE COMMITTEE

The Board shall approve a charter establishing the Executive Committee outlining the roles and responsibilities of such Committee. The Chair of the Board shall designate members of an Executive Committee. The Executive Committee shall consist of the Chair, Vice-Chair, and standing committee chairs. Further, the Executive Committee shall include:

- At least three business representatives;
- At least one organized labor representative;
- A minimum of 5 and maximum of 9 members; and
- No more than 33% of Executive Committee members shall be from any one WDB region.

The Executive Committee is primarily responsible for advocacy and leadership, legislative communications, and administrative issues. The Executive Committee shall not have the authority to amend, alter, or repeal these Bylaws or adopt new Bylaws, or alter any resolution of the full Board.

B. STANDING COMMITTEES

The Board may establish standing committees for focused topic areas that advance the work of the Board and ensure adequate attention is given to priority issues. The Board shall create a charter for each such standing committee.

The Chair of the Board shall appoint committee members to be composed of members of the Board, and shall appoint a Chair and Vice-Chair for each such committee. The Chair of the Board has the authority to increase or decrease the number of committee members and to add or remove committee members.

Except as otherwise provided, each committee member shall serve until the member ceases to be a member of the Board, or until the Chair of the Board abolishes the committee, or until he or she is removed by the Chair of the Board.

The Chair of a committee shall call meetings of the committee and notify the Chair of the Board to ensure that the appropriate legal notice has been given as to the time and place of the meeting.

C. ADVISORY COMMITTEES

The Board may establish advisory committees to be composed of members of the Board or persons who are not members of the Board. The Chair of the Board shall appoint a Chair and Vice-Chair of each such advisory committee, who must be members of the Board.

An advisory committee may be abolished at any time by the Board. Except as otherwise provided, each advisory committee member shall serve until the member's Board term expires, a member is removed by the Chair of the Board, or until the Board abolishes the advisory committee.

The function of each advisory committee shall be to advise the Board on special matters assigned to it by the Board. An advisory committee may not exercise any designated part of the authority or perform any designated duties of the Board. The Board may reverse, modify, supplement, and/or approve any recommendations made by an advisory committee.

The Chair of an advisory committee shall call meetings of the committee and must notify the Chair of the Board to ensure the appropriate legal notice has been given as to the time and place of the meeting.

ARTICLE VIII
STAFF

WorkForce West Virginia shall provide administrative and other services to the Board, as the Board requires.

ARTICLE IX
MEETINGS

A. FREQUENCY
The Board shall meet at least quarterly and at such other times as the Chair deems necessary.

B. NOTICE OF REGULAR MEETINGS
Public notice of regular Board meetings shall be provided in accordance with West Virginia's Open Governmental Proceedings law, West Virginia Code § 6-9A-1 et seq. Members shall receive notice of regular Board meetings no less than seven days before the day of the meeting. All meetings of the Board shall be open and accessible to the general public.

C. QUORUM
At any Board or committee meeting, a quorum is required for the transaction of business. A simple majority of the currently appointed members of the Board or committee shall constitute a quorum. No votes shall be taken by secret ballot. If a committee is unable to act on an item due to a lack of a quorum, the members present may submit a written recommendation for the full Board to act on at its next regular meeting. For purposes of determining a quorum, electronic participation by telephone or virtual video call shall be permitted.

D. RULES OF ORDER
All meetings of the Board and each committee shall be conducted in accordance with, and shall be governed by, Roberts Rules of Order, latest edition, insofar as they are not inconsistent with these Bylaws or applicable federal or state law.

E. MINUTES
Minutes of the proceedings of each meeting of the Board shall be recorded by WorkForce West Virginia staff. The Chair shall review and correct such minutes prior to public posting and approval by the Board. Meeting minutes will be posted and available for review on the designated West Virginia State Workforce Development Board website. Hard copies of the minutes will be maintained at the WorkForce West Virginia central office. The minutes will be prepared and distributed to each Board member at least seventy-two hours prior to the next scheduled meeting for approval by the Board at that meeting. All minutes and agendas, as well as any supporting and informational material of any meeting of the Board, will be made available to the public upon request to the Board.

F. VOTING AND ELECTRONIC PROCEDURES

1. **Attendance**
   When a meeting includes electronic participation, it shall commence with an audible roll call of all currently appointed members to officially record attendance and verify the presence of a quorum.
2. **Electronic Voting**
   Voting during electronic meetings may be conducted utilizing the virtual platform's text chat feature to establish a written record. Members participating via audio-only teleconference must be prompted to cast their votes audibly. Upon the conclusion of the vote, the Chair or presiding officer shall verbally announce the final tally for the public record.
3. **Proxy Voting**
   Proxy Voting shall not be permitted; however, members participating electronically via telephone or virtual video call shall be permitted to vote and be counted toward the constitution of a quorum.

G. SPECIAL MEETINGS

Special meetings of the Board may be called by the Chair upon notice to the Board two working days prior to the meeting. Notice of each special meeting shall state the date, time, and location (within the State of West Virginia) of the meeting, and an agenda will be included stating the purpose of the meeting. Special meetings will comply with the West Virginia Open Governmental Proceedings law, West Virginia Code § 6-9A-1 et seq.

At any special meeting of the Board, no business other than that stated in the agenda shall be transacted.

H. EXECUTIVE SESSION

The Board shall be permitted to meet in executive session only to the extent and for the purposes authorized, and only upon the notice required under applicable law. Executive session may be called by the Chair or Vice-Chair of the Board, but no such executive session shall be held unless a quorum of the Board first meets in an open meeting for which notice has been given in accordance with applicable law. Further, in the open meeting, the Chair or Vice-Chair of the Board shall publicly announce that an executive session of the Board will be held and identify the provision of law authorizing the holding of such an executive session.

I. COMPENSATION AND EXPENSES

Members of the Board and committees shall not receive any salary or wages for their services but may be reimbursed for reasonable and necessary expenses incurred in the performance of their duties. Reimbursement will be offered to members on a per diem basis only, and only in accordance with applicable law. Reimbursement for expenses other than those incurred to attend Board meetings shall be submitted to the Chair for approval in accordance with state law. The Chair of the Board must approve meetings of committees of the Board where expenses will be incurred before such a meeting is held. Nothing herein shall be construed to prevent members of the Board from receiving regular or special compensation from their respective employers, subject to the provisions of these Bylaws. Members of the Board who are employees or appointed officials of other agencies of the State may seek reimbursement of expenses from their respective state agencies.

ARTICLE X
CONFLICT OF INTEREST

The Board shall adopt a policy addressing conflict of interest or the appearance of conflict of interest according to West Virginia State Code § 6B-2-5.

ARTICLE XI
MISCELLANEOUS

A. APPROVAL OF THE GOVERNOR
Where provided by WIOA or other applicable state or federal law or these Bylaws, certain strategic plans, recommendations, and decisions of the Board are subject to approval by the Governor. In such instances, the Chair of the Board shall convey the appropriate documents to the Governor in a timely manner.

B. COORDINATION WITH THE WEST VIRGINIA WORKFORCE RESILIENCY OFFICE
The West Virginia Workforce Resiliency Office, created pursuant to West Virginia Code § 29-34-1 et seq. within the Office of the Governor, is charged to coordinate workforce development, job training, education, and related programs and initiatives across State agencies and other entities to continue to grow West Virginia's workforce and provide greater options for West Virginians seeking work and West Virginia businesses seeking employees. The Board shall coordinate its efforts with the West Virginia Workforce Resiliency Office through the West Virginia Workforce Resiliency Officer. The State's Workforce Resiliency Officer serves to communicate the Governor's goals surrounding workforce development and resiliency in the State and shall coordinate with the Board, and other agencies with similar missions, in achieving those goals. The Workforce Resiliency Officer shall aid the Board in developing, planning, and implementing workforce programs and may utilize the resources of the West Virginia Workforce Resiliency Office to provide additional resources on an as-needed basis.

C. AMENDMENT OF BYLAWS
The Bylaws may be amended at any regularly scheduled meeting of the Board, provided a quorum is present, by a two-thirds vote of the members present, provided that the item is included in the agenda for the meeting, has been submitted in writing to the Chair not less than 45 days prior to the meeting, and the amendment and such procedure to adopt it are in compliance with any applicable federal or state laws and regulations. Any proposed notification of amendment(s) to the Bylaws will be submitted to Board members in writing 30 calendar days prior to the meeting where the amendment(s) will be considered.

D. INVALID PROVISION
If any provisions of these Bylaws are held to be in conflict with or invalid under present or future federal or state law, such provision shall be fully severable, and these Bylaws shall continue to be construed and enforced as if such provision had never comprised a part hereof. The Chair of the Board shall ensure that such a severable portion is discussed and any necessary new Bylaw amendments are considered no later than the next regular meeting of the Board.

E. INTERPRETATION AND CONSTRUCTION

The Executive Committee shall resolve any conflict relating to the meaning of these Bylaws. The headings inserted in these Bylaws have been used for convenience only and shall not constitute matter to be construed and interpreted in connection with these Bylaws. Unless the context clearly requires otherwise, words in the masculine generally shall include feminine and the neuter, words in the singular and plural shall include the other, and the word "including" and derivative or similar words or terms shall mean "including but not limited to."

THE UNDERSIGNED chair of the Board hereby certifies that the Board adopted the foregoing Bylaws on the 14 day of July, 2026, in witness whereof I have hereunto affixed my signature.



Acting Chair
(Signature)

Diane Strong - Treister , Acting Chair
(Printed/Typed Name)