



Green Country Workforce Development Board

Workforce Innovation and Opportunity Act

Bylaws

EQUAL OPPORTUNITY AND NONDISCRIMINATION STATEMENT: All Recipients, and Sub-recipients /Subgrantees must comply with WIOA's Equal Opportunity and Nondiscrimination provisions which prohibit discrimination on the basis of race, color, religion, sex (including pregnancy, childbirth, and related medical conditions, transgender status, and gender identity), national origin (including limited English proficiency), age, disability, political affiliation or belief, or, for beneficiaries, applicants, and participants only, on the basis of citizenship status or participation in a WIOA Title-I financially assisted program or activity.

Effective Date:

LEO Consortium Approved on this 27th day of June, 2025.

*** This document shall supersede and replace all prior versions and understandings, oral or written, of the GCWDB Bylaws.**

Bylaws

The State of Oklahoma, pursuant to the Federal Workforce Innovation and Opportunity Act of 2014, has designated the Green Country Workforce Development Board (GCWDB) as the entity responsible for the direction and oversight of employment and training programs at a local level and provides funding thereto.

Federal and State rules and regulations provide programming activities and require the Chief Local Elected Official (CLEO) of the Green Country Workforce Area to appoint a local Workforce Development Board.

20 CFR §679.310(g) states the Chief Local Elected Official (CLEO) must establish bylaws consistent with State policies for LWDB membership.

ARTICLE I Name, Description and Location

Section 1.1 Name and Description

The name of the body shall be Green Country Workforce Development Board, (hereinafter referred to as the "Board") which is established under the Workforce Innovation Opportunity Act (WIOA) (Section 107) and shall be comprised of the counties that make up the Green Country Workforce Development Area defined by the 18 counties recognized by the Governor of the State of Oklahoma, including Adair, Cherokee, Creek, Craig, Delaware, Mayes, McIntosh, Muskogee, Nowata, Okmulgee, Osage, Ottawa, Pawnee, Rogers, Sequoyah, Tulsa, Wagoner, and Washington counties.

Section 1.2 Principal Office

The GCWDB will establish a principal office within the 18-county area of service in the Green Country Workforce Development Area and will be located at the board staff office.

ARTICLE II Establishment and Purpose

Section 2.1 Establishment

The Board is organized and authorized under the authority of the Workforce Innovation and Opportunity Act (herein after referred to as WIOA), federal guidelines, and all applicable State of Oklahoma guidelines. Per the WIOA, the Board must achieve certification from the Governor of Oklahoma to operate as a workforce board and such certification must take place at least every 2 years. Certification criteria will be developed by the state workforce board.

Section 2.2 Purpose

The Board develops the strategic direction and policies that guide the creation of continuous improvement of a unified, customer-friendly, and market-driven workforce development system which combines education, workforce, and economic development concerns in the Green Country Workforce Development Area.

The Board shall operate in a workforce development area as designated by the Governor representing Adair, Cherokee, Creek, McIntosh, Muskogee, Okmulgee, Osage, Pawnee, Sequoyah, Tulsa, Wagoner, Craig, Delaware, Mayes, Nowata, Ottawa, Rogers, and Washington counties.

The Board shall perform all duties to the best of its ability in accordance with the methods:

- A. *Convener*—Bring together business, labor, education, and economic development to focus on community workforce issues.
- B. *Workforce Analyst*—Develop, disseminate, and understand current local and regional labor market and economic information and trends.
- C. *Broker*—Bring together systems to solve common problems, or broker new relationships with business and workers.
- D. *Community Voice*—Advocate for the importance of workforce policy, providing perspective about the need for and availability of skilled workers.
- E. *Community Builder*—Enhance the Green Country area planning region’s ability to meet the workforce needs of the local employers.

The Board shall be responsible for providing policy guidance for and exercising oversight, with respect to, a local workforce development system conducted under the WIOA, in partnership with the CLEO of the Green Country Workforce Area.

The Board is to:

- A. Provide strategic and operational oversight in collaboration with the required and additional partners and workforce development stakeholders to help cultivate a comprehensive and high-quality workforce development system in the local area and larger planning region;
- B. Assist in the achievement of the state’s strategic and operational vision and goals as outlined in the Unified State Plan or Combined State Plan; and
- C. Maximize and continue to improve the quality of services, customer satisfaction, and effectiveness of the services provided.

The Board shall, in agreement with the CLEO:

- 1. Develop and submit a 4-year local plan as a part of the regional plan as directed by the state.

2. Develop and submit a regional plan in collaboration with other local areas in the same planning region and/or outside the designated planning region as appropriate.
3. Conduct workforce research and regional labor market analysis to include requirements of the WIOA regulations.
4. Convene stakeholders to assist in the development of the local plan and identify non-federal expertise and resources to leverage support for workforce development activities.
5. Lead efforts to engage with a diverse range of business/employers and other entities in the region in order to:
 - a. promote business representation on the local board; develop effective linkages with business/employers in the region;
 - b. ensure workforce activities meet the needs of business employers and support economic growth by enhancing communication, coordination and collaboration among businesses/employers, economic development entities and service providers; and
 - c. develop and implement proven and promising strategies to meet the employment and skill needs of workers and business/employers (such as the establishment of industry and sector partnerships) that provide the skilled workforce needed by employers in the region and that expand employment and career advancement opportunities for workforce system participants in in-demand industry sectors or occupations.
6. With representatives of secondary and post-secondary education programs, lead efforts to develop and implement career pathways within the local area by aligning the employment, training, education, and addressing the supportive service need of adults and youth, particularly individuals with barriers to employment.
7. Lead efforts in the local area to indemnify and promote proven and promising strategies and initiatives for meeting the needs of business/employers, workers and job seekers, and identify and disseminate information on proven and promising practices carried out in other local areas for meeting such needs.
8. Develop strategies for using technology to maximize the accessibility and effectiveness of local workforce development system for business/employers, workers and job seekers.
9. In partnership with the CLEO for the local area:
 - Conduct oversight of workforce activities authorized under WIOA and the entire one-stop delivery system in the local area;
 - Ensure the appropriate use and management of funds provided under WIOA for the youth, adult and dislocated worker activities, as part of the one-stop delivery system within the local area; and
 - Ensure the appropriate use, management and investment of funds to maximize performance outcomes under WIOA.
10. Negotiate and reach agreement on local performance measures with the CLEO and the Governor.
11. Negotiate with CLEO and required partners on the methods for funding the infrastructure costs of one-stop centers in the local area in accordance with WIOA or

notify the Governor if they fail to reach agreement at the local level and will use a state infrastructure funding mechanism.

12. Select the following providers in the local area and, where appropriate, terminate such providers in accordance with WIOA:
 - a. Providers of youth workforce activities through competitive grants or contracts;
 - b. Providers of training services consistent with state requirements and the WIOA;
 - c. Providers of career services through the award of contracts, if the one-stop operator does not provide such services; and
 - d. One-stop operators in accordance with WIOA.
13. In accordance with WIOA Sec. 107(d)(10)(E), work with the state to ensure there are sufficient numbers and types of providers of career and training services serving the local area and, providing the services in a manner that maximizes consumer choice, as well as providing opportunities that lead to competitive integrated employment for individuals with disabilities.
14. Coordinate activities with education and training providers in the local area, including:
 - a. Reviewing applications to provide adult education and literacy activities under Title II for the local area to determine whether such application is consistent with the local plan;
 - b. Making recommendations to the eligible agency to promote alignment with such plan; and
 - c. Replicating and implementing cooperative agreements to enhance the provision of services to individuals with disabilities and other individuals, such as cross training of staff, technical assistance, use of sharing information, and coordination and collaborative efforts with employers and other system partners.
15. Develop a budget for the activities of the local board, with approval of the CLEO and consistent with the local plan and the duties of the local board.
16. Assess, on at least an annual basis, the physical and programmatic accessibility of all one-stop centers in the local area, in accordance with WIOA Sec. 188, if applicable, and applicable provisions of the American with Disabilities Act of 1990 (42 U.S.C. 12101 et seq.).
17. As appropriate, certification of one-stop centers and/or system as designed or required by the State or applicable federal guidelines.
18. Enter into an agreement with the CLEO and/or Local Elected Officials (herein after referred to as LEO's) that describes respective roles and responsibilities of the board and CLEO/LEO's.
19. Participate in and/or develop other activities, plans, projects, assignments, tasks, and strategies as determined necessary, valuable and/or profitable to the Green Country Workforce Development Area, in accordance with WIOA or other applicable regulatory rules and laws.

ARTICLE III The Board

Section 3.1 Membership

WIOA Board Appointments – Guidelines from the LEO Consortium Agreement

The Workforce Innovation and Opportunity Act requires the State to establish criteria for appointing members to the local Workforce Development Boards. The Act indicates that chief elected officials will make appointments to the Local Workforce Development Board. The following membership criteria has been established in Oklahoma, the full text of which is found in *Oklahoma Employment Security Commission WSD #27-2024 issued on January 19, 2024*.

WIOA requires that a majority of the members of the Local Board must be representatives of business in the local area. The Act specifies that certain representatives must be nominated for Board membership by particular organizations. The Act indicates that business representatives to the Local Workforce Board must be appointed from nominees of “local business organizations or business trade associations.” Business or Trade organizations should nominate business representatives from their local labor market areas.

If the need to add new WIOA Board members arises, the local Workforce Development Board staff must seek appropriate nominations and submit them to the CLEO for action. The CLEO may again request more nominations than there are vacancies in order to exercise discretion (2 for 1, 3 for 2, etc.) for business representative appointments. Likewise, the CLEO may also initiate the process of appointing new members by seeking appropriate nominations, if necessary, and making appointments in accordance with membership requirements, etc.

Upon CLEO and/or Executive Board review, Board Members can be dismissed for cause only as indicated in the GCWDB Bylaws.

Any appointed Board member may be removed or suspended with or without cause by the CLEO, acting in accordance with the LEO’s Consortium. Removal/suspension for cause may include, but is not limited to:

- failure to attend/participate in Board meetings; the Executive Committee will review board attendance regularly & make recommendations to the CLEO.
- failure to be a member of and/or attend/participate in committee, task force, projects, and/or team meetings;
- improper handling of a conflict-of-interest situation;
- taking a job outside the business or labor sector the member was appointed to represent; or

- other causes as determined by the Board, CLEO, and/or LEO's Consortium that warrant termination or suspension.

Other Workforce Development Board members from the public sector are mandated by the Act, and appointed by their respective agencies, and a complete listing is set out in the above Oklahoma Employment Security Commission Issuance. The Board may include any such other individuals or representatives of entities as the CLEO may determine to be appropriate.

State Guidelines on Membership:

1. The nomination and appointment process for the Board members shall adhere to the WIOA requirements and any applicable State of Oklahoma guideline(s). The initial number of Board members shall be determined by the CLEO.
2. A majority of the members shall be representatives of business in the local area, who:
 - a. are owners of businesses, chief executives or operating officers of business, or other business executives or employers;
 - b. represent business, including small businesses (at least two shall represent small business as defined by the U.S. Small Business Administration), or organizations representing businesses described in this clause, including such businesses that provide employment opportunities and, at a minimum, include high-quality, work-relevant training of demand occupations in industry sectors within the local area; and
 - c. are appointed from among individuals nominated by local business and/or business trade organizations.
3. Other Board members shall consist of - not less than 20 percent of the members of each local board shall be representatives of the workforce within the local area, who:
 - a. are representatives of labor organizations;
 - b. representative of an apprenticeship program;
 - c. may include representatives of community-based organizations that demonstrate experience and expertise in addressing the employment needs of individuals with barriers to employment;
 - d. may include representatives of organizations that demonstrate experience and expertise in addressing the employment, training and/or educational needs of eligible youth.
4. Other Required Representatives include:
 - a. representatives of eligible providers of adult education and literacy activities under Title II;
 - b. representatives of institutions of higher education providing workforce investment activities;
 - c. representatives of economic and community development entities;
 - d. representatives from the Oklahoma Employment Security Commission (OESC) office under the Wagoner-Peyser Act.
 - e. Representatives of the programs carried out under Title I of the Rehabilitation Act of 1973.

5. Optional representation may include:
 - a. representatives of local educational agencies and of community-based organizations with demonstrated experience and expertise in addressing the educational and/or training needs of individuals with barriers to employment;
 - b. representatives of agencies or entities administering programs serving the local area related to transportation, housing and public assistance;
 - c. representatives of philanthropic organizations serving the local area;
 - d. representatives as the Chief Elected Official in the local area may determine to be appropriate.
6. As deemed appropriate and necessary, a recruitment campaign and/or membership application may be instituted to assist the CLEO with appointments to the Board.
7. An individual may be appointed as a representative of more than one entity, if the individual meets all the criteria for representation. The Board members and/or designated committee may assist the CLEO in maintaining adequate representation as stipulated by these Bylaws and State and Federal regulations by recruiting nominees for business membership.
8. All Board members must have optimum policy-making authority within the entities they represent, in accordance with 20 CFR 679.340, for purposes of selecting representatives to Local WDBs:
 - a) A representative with “optimum policy-making authority” is an individual who can reasonably be expected to speak affirmatively on behalf of the entity he or she represents and to commit that entity to a chosen course of action.
 - b) A representative with “demonstrated experience and expertise” means an individual who:
 - 1) Is a workplace learning advisor as defined in WIOA sec. 3(70);
 - 2) Contributes to the field of workforce development, human resources, training and development, or a core program function; or
 - 3) The Local WDB recognizes for valuable contributions in education or workforce development related fields.
9. Each Board member is expected to attend and participate in every meeting of the Board, absent extenuating circumstances. All members are also expected to attend and participate in the meetings of any committee, task force, project and/or team to which they have been assigned/volunteered to serve. In the event a Board Member misses two consecutive meetings, the Board staff will report this to the Executive Committee for review and report findings to CLEO for additional actions including removal from the GCWDB.
10. Nominations for business representation may be made by local business organizations or a business trade association in the area. Public Sector/Labor Representatives shall be nominated by their respective entities as appropriate.
11. Board members serve in a voluntary capacity and shall not receive compensation. The Board may establish a policy regarding reimbursement of out-of-pocket expenses for meetings, conferences, etc., including, but not limited to, mileage reimbursement for scheduled Board meetings. Such policies must be in compliance

with applicable state and federal regulations, and expenses must be approved by the Board prior to the event.

12. Board member change of employment. If a Board member changes employment, the member shall notify the Board Chairman and/or Board Staff in writing within 10 days of the change to ensure timely replacement of the exiting member. The Chairman may request the CLEO to appoint replacement members or additional new members to the Board.
13. Removal or suspension of a Board member. Any appointed Board member may be removed or suspended with or without cause by the CLEO acting in accordance with the LEO's Consortium. Removal/suspension for cause may include, but is not limited to:
 - a. failure to attend/participate in Board meetings;
 - b. failure to be a member of and/or attend/participate in committee, task force, projects, and/or team meetings;
 - c. improper handling of a conflict-of-interest situation;
 - d. taking a job outside the business or labor sector the member was appointed to represent; or
 - e. other causes as determined by the Board, CLEO, and/or LEO's Consortium that warrant termination or suspension.
14. Board members may actively participate in convening the workforce development system's stakeholders, brokering relationships with a diverse range of employers, and leveraging support for workforce development activities.
15. As appropriate, and to the extent possible, Board members may use technology such as video conferencing, telephone, and web-based meetings to promote participation in Board meetings.

Section 3.2 Member Term

1. The Board members shall be appointed for three-year terms on a staggered basis. Initial appointments of the Board will begin with staggered one-, two- and three-year terms. Members shall continue to serve until a replacement is selected. Should a vacancy occur during a term of office, the CLEO will be notified by the Board Chair and/or Staff, and reappointments will be made for the duration of that term.
2. Upon completion of a term, Board members may be re-nominated and appointed for subsequent terms following the current state guidance.
3. An appointment to serve on the Board is considered significant and influential because the members are not only implementing federal legislation, but also representing the LEO's, key industries/organizations, and are respected in the community.

Section 3.3 Officers and Duties

1. The officers of the Board shall consist of a Chair and a Vice-Chair. Officers shall be elected by the Board from eligible members of the Board. The Chair and Vice-Chair must be representatives of the private sector (business

representatives). The terms of the officers shall begin in July and shall be for a term of three (3) years with opportunities for reappointment. The Board may fill vacancies for officers at any meeting. An officer may step down and is requested to give a 90-day notice to allow the Board adequate time to find and prepare a replacement.

- a. Chair—The Chair shall preside at Board meetings and other committees as appropriate and shall carry out other duties as described in these Bylaws. It shall be the responsibility of the Chair, via the Board Staff as appropriate, to inform the CLEO of issues and decisions of major importance considered by the Board. The Chair shall execute documents on behalf of the Board. The Chair sets the agenda for Board meetings (any Board member may ask for items to be placed on the agenda for Board consideration). The Board Chair shall have the power to create a committee, task force, project, and/or appoint team members of the Board.
- b. Vice-Chair—The Vice-Chair shall, in the absence of the Chair, preside at Board meetings. The Vice-Chair may, at the request of the Chair, serve on and/or preside over committee, task force, project, and/or team meetings as appropriate. The Vice-Chair shall see that all orders and resolutions of the Board are communicated to the proper person(s) or entity(s) for implementation. The Vice-Chair may assume the Chair's office should the office be vacated prior to the completion of the term.

Section 3.4 Meetings

1. All meetings of the Board shall be held in compliance with Oklahoma Open Meetings Act, all applicable laws, these bylaws and Robert's Rules of Order, provided that the use of Robert's Rules of Order shall be solely for the convenience of the Board. Failure to comply with Robert's Rules of Order shall not affect the validity of any action taken which is otherwise in compliance with these bylaws. In the event of a conflict, the order of precedence shall be the law, these bylaws, and Robert's Rules of Order.
2. The Board shall meet at least quarterly to the extent possible, absent extenuating circumstances. The Chair, or any Executive Committee member, in the absence of the Chair, may call for a special meeting.
3. Participation at all the Board meetings shall be limited to the Board members, with the following exception: At the discretion of the Chair and only after having been recognized by the Chair, non-Board members may provide reports, make comments, or participate in discussion which is material to the matter under consideration, as long as such comment or other participation does not violate these bylaws.
4. The act of a majority, based upon the number of members present at a meeting in which a quorum is present, shall be the act of the Board. The use of technology can be used to promote board member participation, in accordance with the Oklahoma Open Meetings Act. A member is considered to be present even though he/she

abstain from voting, as long as they are recognized as being present either via roll call or by the Chair/Board member running the meeting.

5. A quorum will be established as follows:
 - a. A quorum of the Board shall be composed of 25% of the total Board members at the meeting location.
 - b. A quorum of the Executive Committee shall be composed of 50% of the Committee members at the meeting location.
 - c. A quorum of the LEO Consortium shall be composed of a simple majority of Local Elected Officials at the meeting location.
6. All meetings of the Board shall be conducted by the Chair, or in the Chair's absence, the Vice-Chair or any member of the Executive Committee.
7. Proxy voting is not allowed as per the Oklahoma Open Meeting Act. According to Oklahoma Employment Security Commission WSD 27-2024, the GCWDB must have a process for "Alternative Designee." According to WIOA "Each appointed member of the Board has the opportunity to elect an alternative designee per WIOA requirements at § 679.110(d)(4), or opt out of the election."
 - a. **Alternative Designees must meet the following requirements:**
 - i. Alternative designee must work for the same company as the board member, and must serve the entire length of board member's term.
 - ii. If the alternative designee is a business representative, he or she must have optimum decision-making hiring authority.
 - iii. The alternative designees must have demonstrated experience and expertise and optimum policy-making authority.
8. The GCWDB process for alternative designees is if a GCWDB Member wishes to have an alternative designee, the member will notify the Board Chair/Board staff with the alternative designee's information. The CLEO will determine if the alternative designee will be approved. The board member needs to understand in the event they are unable to attend a board meeting, their alternative designee can attend, cast votes on their behalf and will be counted toward the quorum requirement. In the event the board member and the alternative designee both attend the meeting, only the board member may cast votes and count towards the quorum requirement.
9. An agenda for each meeting shall be distributed before the meeting so the Board members may review all agenda items and have adequate time to examine and research action items as appropriate. In general, the Chair sets the agenda for the Board meetings but all plans, actions, projects, and other requirements of the Board will commonly be utilized to create the agenda, and any Board member may ask for items to be placed on the agenda for Board consideration.
10. Minutes of the proceedings for each meeting will be documented and distributed by the Board Staff to each Board member. All minutes will be maintained in permanent official files by the Board Staff.

Section 3.5 Committees

1. The Board may develop any committee as deemed necessary for the work of the Board and to comply with any federal or state issued guidance/requirement. All Board members will be encouraged to serve on the committees and to actively participate in their communities. This will help to ensure Board members actively participate in convening the workforce development system's stakeholders, brokering relationships with a diverse range of employers, and leveraging support for workforce development activities.
2. The Board shall continually review current plans, actions and projects. The Board Staff will develop a summary of activity and recommendations to be reported to the Board for potential committee, task force, and/or team development. All activity of any Board committee, task force, and/or team shall be reported at the next Board meeting.
3. The Board will form an Executive Committee in accordance with the following:
 - a. The membership of the Executive Committee shall be comprised of ten (10) members.
 - b. The Executive Committee shall be composed of the Chair and Vice-Chair. The complete composition shall be 51% Business representation. All are designated by the Board Chair. The Executive Committee shall meet as determined by the Board Chair and may meet as often as deemed necessary.
 - c. A quorum of the Executive Committee shall be composed of 50% of the Committee members at the meeting location.
 - i. The members of the Executive Committee who are not Officers of the Board will be elected to serve on the committee for a three (3) year term, with each term beginning July 1 and ending June 30, and may be re-appointed/elected for subsequent years of service. The Executive Committee may act on behalf of the Board in unusual and/or extreme situations when given the authority by the Board prior to the Executive Committee meeting, with the potential for ratification of said actions by the next Board meeting.
 - ii. The Executive Committee will be the main body responsible for working with the CLEO in the development of the Area's Strategic Plan and/or Regional Plan. The Committee shall provide ongoing monitoring of this plan for the Area and may make an annual report on progress and suggestions for change and/or additional action.
 - iii. The Executive Committee shall be responsible for coordination and overseeing the activities of the Board and committees to ensure the satisfactory performance of functions stipulated by the Governor, these bylaws and all pertinent statutes and regulations. The Executive Committee shall also guide the administrative management and governance of the board.

- iv. Any member of the Executive Committee may preside at meetings of the Board in the absence of the preceding officer/Executive Committee member in authority.
- v. Conduct annual performance review of the Chief Executive Officer (CEO) and make any salary adjustments.
- vi. May assist in finding suitable replacements for Board members when necessary.
- d. Other Committees, Task Forces, Teams, and Projects - The Board Chair shall be authorized to appoint a committee, task force, team or Ad Hoc committee for specific projects. Such committee, taskforce, team or other Ad Hoc committees will disband at the completion of the task(s) and/or project(s).

Section 3.6 Staffing and Support

1. WIOA Section 107(f) grants Local Workforce Development Boards (LWDB's) authority to hire a director and other staff to assist in carrying out the functions of the LWDB. The Board shall establish and apply a set of qualifications for the position of director that ensures the individual selected has the requisite knowledge, skills and abilities to meet identified benchmarks and to assist in carrying out the functions of the Board. The Chief Executive Officer (CEO) and staff must be subject to the limitations on the payment of salary and bonuses described in WIOA Sec. 194(15).

Central Oklahoma Workforce Investment Board (COWIB) is the current Employer of Record.

2. In general, only LWDB staff may assist the LWDB fulfill the required functions outlined in WIOA Sec. 107(d). Should the Board select an entity to staff the Board that provides additional workforce functions beyond those outlined in WIOA Sec. 107(d), such an entity is required to enter into a written agreement with the LWDB and chief elected official(s) to clarify their roles and responsibilities required by § 679.340. The Board, in conjunction with COWIB, shall hire a Chief Executive Officer (CEO) who shall serve at the will of the Board. The Executive shall have immediate and overall supervision of the operations of the organization and shall direct the day-to-day business of the organization, maintain the properties of the organization, hire, discharge, and determine the salaries and other compensation of all staff members under the Chief Executive Officer's (CEO) supervision, and perform such additional duties as may be directed by the Executive Committee or the Board

Members. No officer, Executive Committee member, or Board Member may individually instruct the Chief Executive Officer (CEO) or any other employee. The Chief Executive Officer (CEO) shall make such reports at the Board and Executive Committee meetings as shall be required by the Board Chair, Committee Chair, or the Board.

Section 3.7 Code of Conduct

Board Members shall conduct themselves in a manner befitting their membership on the Board and shall not engage in any illegal or unethical behavior.

Section 3.8 Conflict of Interest (Each member must sign a Conflict-of-Interest form)

Pursuant to § 107(h) of the WIOA, Board Members may not vote

(i) on a matter under consideration by the Board

- 1) regarding the provision of services by such Board Member (or by an entity that such Board Member represents); or,
- 2) that would provide direct financial benefit to such Board Member or the immediate family of such Board Member; or

(ii) engage in any other activity determined by the Governor to constitute a conflict of interest as specified in the State plan.

(c) Before any public discussions regarding the release of a Request for Proposal, or any matter regarding the release of funding or the provision of services, a Board Member must disclose any real, implied, apparent, or potential conflicts of interest before engaging in the discussion. The minutes of the meeting should reflect the disclosure, and the Board Member will remove himself or herself from the room while the item is discussed by the Board.

(i) Whenever possible, the Board Staff will advise the Board ahead of time where there is a possible conflict of interest.

(ii) Any Board Member who believes another Board Member has a conflict should disclose said possible conflict to the Board Chair prior to any relevant meeting. The Board shall hear statements from both parties, and if necessary, discussion shall be held by the Board, and the Executive Committee will make the determination regarding the conflict.

(iii) If the Board Member who has a conflict refuses to take actions acceptable to the Executive Committee, the Board may consider the following alternatives, including but not limited to:

- 1) Ask the person to voluntarily leave the meeting;
- 2) Postpone the vote to a later date;

- (d) Record the conflict and refusal of acceptable action, in which case the person will be immediately removed from the Board. Violations of the Board Member Code of Conduct shall be brought to the attention of the Board Chair. The Board Chair may ask the Executive Committee to investigate any alleged violation for possible action. The Executive Committee shall have sole authority for recommending to the CLEO whether a sanction will be imposed. Sanctions for violations may include, but are not limited to, a written reprimand or removal from the Board.

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 member represents); or (B) that would provide direct financial benefit to such member or the immediate family of such member; or (2) engage in any other activity determined by the Governor to constitute a conflict of interest as specified in the State plan (WIOA Section 107(h)).

Article V. General Counsel

The Board may appoint or designate an individual or agency to serve as its General Counsel. The duties of the General Counsel shall be defined by the Board and shall include advising the Board on the legality of particular actions that are under consideration by the Board.

Article VI. Books and Records

The organization shall keep complete books and records of account and minutes of the proceedings of the Board.

Article VII. Transparency

The Board will operate as transparently as possible, while still maintaining appropriate levels of confidentiality regarding participants, corporate clients, and human resources matters.

ARTICLE VIII. Sunshine Provision

The Board will conduct its business in an open manner as required by WIOA by making available to the public, on a regular basis through electronic means and open meetings, information about the activities of the board, including, but not limited to, the following:

- (a) Utilizing technology to distribute the Local Plan or modifications to the Local Plan, before submission to the Oklahoma Employment Security Commission;
- (b) Providing names and biographies of all Board Members on the Board website;
- (c) Utilizing technology, as well as the fiscal agent's technology, to share all Requests for Proposal and other procurement requests including the selection of Service Providers and One-Stop Operators;
- (d) Posting of agendas and minutes of all Board and or Committee meetings on the Board website;
- (e) Posting of these Bylaws on the Board website.

Section VIII.2 Open Meetings Act and Open Records Act

The board shall abide by both the Open Meetings Act (Title 25 Oklahoma Statutes §§ 301 et seq.) and The Open Records Act (Title 51 Oklahoma Statutes § 24A.1 et seq.)

Section VIII.3 Compliance with Federal and State Law

The Board shall abide by all applicable Federal and State laws, and nothing stated within these Bylaws shall supersede any Federal or State law.

ARTICLE VIII Amendments

1. Proposed amendments to these bylaws must be made available to the membership in hard copy and/or electronic form, at least ten (10) days prior to the meeting at which action is to be taken. Approval of any amendment(s) must receive at least a simple majority vote of those members present.

The Bylaws of the GCWDB may be amended at any regular or special meeting of GCWDB, of which a quorum of all members is present, provided notice of the proposed revision be contained in a notice or agenda of such regular or special meeting.

- a. The bylaws may be amended in part, or in their entirety, by majority vote of the quorum.
- b. Amendments may be deemed necessary to comply with the recommendations of the Executive Committee, GCWDB membership or to comply with applicable laws, regulations, or policies. The bylaws may not be modified to any extent that would cause the rules to be in violation of any applicable laws, regulations, or policies.
- c. Once approved, the amendment shall be recorded in the official minutes of the meeting and staff providing assistance to the GCWDB shall update the official bylaws.
- d. The GCWDB bylaws become effective immediately on the recorded day of adoption and shall remain in effect until such time of dissolution of the Green Country Workforce Development Area Board.

ARTICLE X Severability

If any part of these bylaws is held to be null and/or void, the validity of the remaining portion of the bylaws shall not be affected.

ARTICLE XI Enactment

These Bylaws shall become effective upon signature of the CLEO.

Charles E.W. Boecher

Print Name

Charles E.W. Boecher

CLEO Signature

6/27/2025

Effective Date

GCWDB Conflict of Interest Disclosure Form

As stated in the Green Country Workforce Development Board Bylaws:

Section 3.8 Conflict of Interest (Each member must sign a Conflict-of-Interest form)

Pursuant to § 107(h) of the WIOA, Board Members may not vote

(i) *on a matter under consideration by the Board*

- 1) regarding the provision of services by such Board Member (or by an entity that such Board Member represents); or,
- 2) that would provide direct financial benefit to such Board Member or the immediate family of such Board Member; or

(ii) *engage in any other activity determined by the Governor to constitute a conflict of interest as specified in the State plan.*

(c) Before any public discussions regarding the release of a Request for Proposal, or any matter regarding the release of funding or the provision of services, a Board Member must disclose any real, implied, apparent, or potential conflicts of interest before engaging in the discussion. The minutes of the meeting should reflect the disclosure, and the Board Member will remove himself or herself from the room while the item is discussed by the Board.

(i) *Whenever possible, the Board Staff will advise the Board ahead of time where there is a possible conflict of interest.*

(ii) *Any Board Member who believes another Board Member has a conflict should disclose said possible conflict to the Board Chair prior to any relevant meeting. The Board shall hear statements from both parties, and if necessary, discussion shall be held by the Board, and the Executive Committee will make the determination regarding the conflict.*

(iii) *If the Board Member who has a conflict refuses to take actions acceptable to the Executive Committee, the Board may consider the following alternatives, including but not limited to:*

- 1) Ask the person to voluntarily leave the meeting;
- 2) Postpone the vote to a later date;

(d) Record the conflict and refusal of acceptable action, in which case the person will be immediately removed from the Board. Violations of the Board Member Code of Conduct shall be brought to the attention of the Board Chair. The Board Chair may ask the Executive Committee to investigate any alleged violation for possible action. The Executive Committee shall have sole authority for recommending to the CLEO whether a sanction will be imposed. Sanctions for violations may include, but are not limited to, a written reprimand or removal from the Board.

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 member represents); or (B) that would provide direct financial benefit to such member or the immediate family of such member; or (2) engage in any other activity determined by the Governor to constitute a conflict of interest as specified in the State plan (WIOA Section 107(h)).

**Green Country Workforce
Interest Disclosure Form**



Development Board Conflict of

Date: _____

Name: _____

Position: _____

Organization: _____

Please describe below any relationships, transactions, positions you hold (volunteer or otherwise), or circumstances that you believe could contribute to a conflict of interest between GCWDB and your personal interests, financial or otherwise:

_____ I have no conflict of interest to report

_____ I have the following conflict of interest to report (please specify other nonprofit and for-profit boards you [or your spouse] sit on, any for-profit businesses for which you or an immediate family member are an officer or board member, or a majority shareholder, and the name of your employer and any businesses you or a family member own):

1. _____

2. _____

3. _____

I hereby certify that the information set forth above is true and complete to the best of my knowledge. I have reviewed and agree to abide by the Green Country Workforce Development Board, Inc. Board Bylaws.

Signature: _____

Date: _____

Rev. 9/26/2023