

# **BY-LAWS**

Approved April 9, 2013 in Roswell, NM  
Amended June 16, 2015 in Roswell, NM  
Amended June 20, 2017 in Roswell, NM

# Eastern Area Workforce Development Board

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## **BY-LAWS of the Eastern Area Workforce Development Board State of New Mexico**

### **Article 1 Establishment**

- A. Authority.** The Eastern Area Workforce Development Board of the State of New Mexico is established in accordance with 29 U.S.C. §3111 of the federal Workforce Innovation and Opportunity Act (WIOA) of 2014 and related regulations to carry out the functions and workforce development activities within the 12 counties of the eastern area of New Mexico.
- B. Creation.** The Eastern Area Workforce Development Board of the State of New Mexico was created on April 5, 2000, by the Chief Elected Officials of the Local Governments of the Eastern Plains Council of Governments and the Southeastern New Mexico Economic Development District/Council of Governments.

### **Article 2 Name**

The name of this Board shall be the Eastern Area Workforce Development Board (hereinafter referred to as the “Eastern Area Board”).

### **Article 3 Purpose**

It shall be the purpose of the Eastern Area Board to set policy for and provide operational oversight of the local workforce investment system geographically comprised of the counties of Union, Harding, Quay, Guadalupe, Curry, De Baca, Roosevelt, Chaves, Lincoln, Otero, Eddy, and Lea, of the State of New Mexico.

- A.** Specific purposes of the Eastern Area Board shall include:
1. Providing a forum to facilitate the development of workforce training and development under the WIOA;

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2. Increasing the capacity of each local government to assist in the development of programs that will provide meaningful job opportunities to all of its citizens;
  3. Providing and supporting workforce development initiatives to the New Mexico Legislature, the Governor of New Mexico, the New Mexico Department of Workforce Solutions, and other local, state, and federal executive and legislative branches of government; and
  4. Working toward uniformity in policies and procedures to maintain consistency with established statewide plans.
- B. The purposes of the Eastern Area Board shall not in any way preclude direct relationships between any local government entity and any other regional job development organization, public or private.
- C. Each of the local government entities in the Eastern Area remains autonomous and retain all rights and authority provided to them under their charters and ordinances, the laws of the State of New Mexico, or any other procedures and regulations not in conflict with state or federal law.

### Article 4 Responsibilities

The objective of the Eastern Area Board is to carry out its duties and responsibilities according to the federal WIOA and all federal and New Mexico regulations duly promulgated under those acts.

- Analyses of regional conditions;
- Leading efforts to engage employers’
- Leading efforts to develop and implement career pathways
- Identifying and promoting proven and promising practices;
- Establish standing committees to more effectively accomplish the work of the local board;
- Better utilizing technology to facilitate connections among the intake and case management information systems of one-stop partners, to access services provided through the one stop system (including remote areas), to meet the needs of individuals with barriers to employment, and to leverage resources and capacity;
- Promoting consumer choice of participants among providers;
- Enhancing coordination with education providers; and
- Assessing the physical and programmatic accessibility of one-stop centers annually in accordance with applicable nondiscrimination provisions under Title I of the WIOA and the Americans with Disabilities Act

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Additionally, the Eastern Area Board shall administer WIOA Eastern Area activities and those funds allocated to the Eastern Area workforce investment activities pursuant to the WIOA, the federal Uniform Guidance (CFR200), and all applicable state and federal regulations including but not limited to the New Mexico Procurement Code, New Mexico Travel and Per Diem Act, and the New Mexico State Personnel Code.

## Article 5 Membership

- A. **Composition.** The Eastern Area membership shall include those persons appointed by the chief elected official(s) of the Eastern Area, based on criteria established by the Governor and the State Board. The composition of the Eastern Area Board shall be in compliance with Section 107(b) (2) (A) through (E) of the WIOA.
1. The Eastern Area Board shall contain “a minimum of fifty-one percent of its members coming from private sector business and shall include representatives of education, labor, government, economic development and community-based organizations and others as appropriate.”
  2. The representatives of private sector business must be owners of businesses, chief executives and operating officers of business or other business executives or employers with optimum policymaking or hiring authority.
  3. Consideration of all appointments shall include gender, ethnicity, categorical representation, and geographic diversity.
- B. **Terms of Appointment.** Each member shall serve a term of two (2) consecutive years and may automatically renew for an additional term of two (2) years upon expiration. There is no limit to the number of two (2) year terms a member can serve.
- C. **Replacement.**
1. A vacancy/replacement on the Eastern Area Board shall be filled in the same manner as regular appointments are made and from the same representational category. Participating CEOs shall appoint duly nominated replacement members from the same category.
  - ~~2. Any Eastern Area Board member who, for any reason, can no longer serve in his/her capacity shall remain a member of the board until his/her successor is duly nominated and appointed.~~

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3. A member who misses three (3) consecutive regular meetings of the Eastern Area Board shall be automatically replaced.
  4. A person selected to fill a vacancy as provided in these by-laws shall hold office for the unexpired term of his/her predecessor or until his/her death, removal, or resignation.
- D. **Status Notification.** Members shall have the responsibility to inform the Eastern Area Board of any changes in status which would affect their categorical representation.
- E. **Committee Service.** Members shall serve on committees and ad hoc committees as appointed by the Eastern Area Board chairperson.
- F. **Conflict of Interest.** On March 21, 2017 in Clovis, New Mexico, a quorum of the Eastern Area Board approved a Code of Conduct and Conflict of Interest Policy. This policy, along with any amendments, is incorporated as a part of these by-laws.

Additionally, the Eastern Area Board shall:

1. Record abstentions in the minutes and such abstentions shall be maintained as part of the official record;
  2. Monitor potential conflicts of interest;
  3. Ensure that local board members or its administrative staff do not directly control the daily activities of its workforce providers, workforce system partners or contractors.
  4. ~~Ensure that workforce service providers must not employ or otherwise compensate a current or former local board member or local board employee who was employed or compensated by the local board or its administrative entity, fiscal agent, or grant recipient any time during the previous 12 months.~~
- I. **Compensation/Reimbursement of Expenses.** Members of the Eastern Area Board 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. Every claim for reimbursement for per diem and travel, as allowed the Per Diem and Mileage Act of the State of New Mexico, shall be recorded on a travel voucher and in accord with the appropriate rules, formats and informational requirements of the New Mexico Department of Finance and Administration.
- J. **Liability.** Members of the Eastern Area Board shall not be held personally liable for the debts, liabilities or other obligations of the Eastern Area Board.

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- K. **Gifts and Contributions.** Eastern Area Board members may not accept any contribution, gift, bequest or devise of any property whatsoever that would personally or professionally benefit the member. Contributions, gifts, bequests or other devises or property directly benefiting the WIOA mission and participants may be accepted without reimbursement of any kind to the donor.
- L. **Representation of the Eastern Area Board.** Members appointed to the Eastern Area Board are considered representatives of the State in matters of workforce development programs in the Eastern Area and are entitled to any right attendant to membership on the Eastern Area Board. However, no Eastern Area Board member may take any action or carry out activity on behalf of the Eastern Area Board not permitted to be taken or carried without the approval of the Eastern Area Board.
- M. **Delegation.** Members are not permitted to delegate local board duties to any proxies or alternates.

### Article 6 Officers

- A. **Positions.** The officers of the Eastern Area Board shall be a chairperson and a vice-chairperson and shall be members from the private sector.
- B. **Chairperson.** The Eastern Area Board chairperson shall be elected by a majority of the Eastern Area Board members present at a regularly scheduled meeting and she/he shall preside at all meetings of the Eastern Area Board, appoint members to Committees, and perform general and active management of the administrative business of the Eastern Area Board. It shall be the chairperson's duty to:
1. Perform all such duties as are incident to his/her office and such other duties as may be required by the WIOA and which may be prescribed by the Eastern Area Board;
  2. Preside at meetings of the Eastern Area Workforce Development Board and of the Executive Committee;
  3. Execute legal documents when authorized by the Eastern Area and the WIOA; and
  4. Appoint all committees and committee chairpersons, subject to the approval of the Eastern Area Board, except as otherwise provided by the WIOA.
- C. **Vice-Chairperson.** The vice-chairperson shall be elected by a majority of the Eastern Area Board members present at a regularly scheduled meeting and he/she shall perform the duties of the chairperson in his/her absence, inability or refusal to perform duties of the chairpersons may be prescribed by the WIOA, these by-laws or the Eastern Area Board

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and, when so acting, shall have all the powers and be subject to all the restrictions of the chairperson. The vice-chairperson shall perform such additional duties as may from time to time be assigned to him by the chairperson.

- D. The Eastern Area Board may elect such other officers as it may deem appropriate, and such officers shall serve such terms, have such authority and perform such duties as may be prescribed by the Eastern Area Board.
- E. Any officer may be removed for cause by a majority of the Eastern Area Board at any regular or special meeting. Any officer may resign at any time by giving written notice to the Eastern Area Board but that officer will continue to serve until their successor is elected.
- F. Any vacancy caused by the death, resignation, removal or otherwise of any officer shall be filled by the Eastern Area Board for the unexpired portion of the term.

### **Article 7 Meetings**

- A. **Meetings.** The Eastern Area Board shall conduct a regular meeting at least once each quarter at a time and location to be determined at the prior meeting. Special meetings may be called by the Chairperson, or a majority of Eastern Area Board members at his/her/their discretion. The time and location shall be determined by the individual(s) calling the meeting. All meetings shall be held in the Eastern Area of New Mexico.
- B. **Open Meeting Requirements.** All meetings shall be in compliance with the New Mexico's Open Meetings Act, Section 10-15-1, NMSA 1978 Compilation. An open meeting resolution shall be adopted each year to establish reasonable notice of meetings.
- C. **Meeting Announcements.** Once the meeting date, time and location have been established a written announcement shall be sent by mail, e-mail or by fax to all Eastern Area Board members no less than 14 days prior to the meeting.
  - 1. All Eastern Area Board members shall receive notice of any regular, special, or emergency meetings as required by the approved Open Meetings Act resolution. Telephone calls, emails or fax notification may also be made to inform members of meetings.
  - 2. Notice of all meetings shall specify the nature of the business to be conducted at such meeting. No action can be taken except on business specified in the notice. New business not specified in the notice may be raised, but no vote or other dispositive action may be taken on such business at that time.

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- D. **Quorum.** A quorum of the Eastern Area Board shall consist of a simple majority of the currently appointed membership. When a quorum is present, the affirmative vote of the majority shall be an official act of the Eastern Area Board. If a quorum is not present, those members present may vote to approve an item before the board pending the ratification of the action by a quorum of the Eastern Area Board at the next meeting.
- E. **Use of Technology.** In-person participation at all meetings is preferred and encouraged. Meeting participation by video or teleconference is allowed. Other electronic strategies include sending out meeting materials prior to all board meetings
- F. **Minutes.** Minutes of the proceedings for each Eastern Area Board meeting shall be taken and maintained in the permanent files of the Eastern Area Board. Minutes shall document attendance and absences of Eastern Area Board members. A draft set of minutes must be prepared and distributed to each member prior to the next scheduled meeting. The minutes and agenda, as well as supporting and informational material of any meeting of the Eastern Area Board shall be made available to the public upon written request to the Eastern Area Board.

### Article 8 Committees

- A. The Eastern Area Board shall establish four standing committees, as set forth below in section F, and an Executive Committee and may establish such other committees or advisory groups as it deems necessary in order to carry out its duties and discharge its responsibilities. The chairperson shall define the duties and responsibilities of all committees, subject to approval of the Eastern Area Board. The chairperson shall nominate all committee members and chairpersons of all committees, but all such committee members and chairpersons must be certified by a majority vote of a quorum of Eastern Area Board members.
- B. Appointments to all Committees shall encompass categorical and geographical representations as broadly as possible to ensure that each Committee reasonably represents the membership of the Eastern Area Board.
- C. When nominating committee members and selecting chairpersons, the Eastern Area Board chairperson shall do so considering the knowledge, experience and preference of the particular members so appointed.
- D. ~~The composition of all committees shall be at least 51% from the private sector.~~
- E. The Eastern Area Board chairperson shall serve as an ex-officio member on all committees.

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F. The titles, duties and responsibilities of the four standing committees shall be as follows:

1. **One-Stop Delivery System Committee:** The One-Stop Delivery System Committee shall act in an advisory capacity to the Eastern Area Board in making recommendations relating to establishing the number and operating procedures of One-Stop Centers in the area including Business Services, On-the-job training, customized training and such other appropriate matters as the committee may consider.
2. **Youth Services Committee:** The Youth Services Committee shall act in an advisory capacity to the Eastern Area Workforce Development Board in making recommendations related to 1) coordinating youth activities in the area; 2) developing portions of the local plan related to eligible youth; 3) recommending eligible youth providers subject to the approval of the local board; 4) conducting oversight with respect to eligible providers of youth activities in the local area; and 5) carrying out other duties as authorized by the local board.
3. **Individuals with Disabilities Committee:** The Individuals with Disabilities Committee shall act in an advisory capacity to the Eastern Area Board in making recommendations related to providing and coordinating services for individuals with disabilities and such other appropriate matters as the committee may consider.
4. **Operations and Finance Committee:** The Operations and Finance Committee shall act in an advisory capacity to the Eastern Area Board in making recommendations related to fiscal oversight and budgeting, technology and automation, grants to enhance program capabilities, requests for proposals for contractors to the Eastern Area Board, Quality Assurance oversight, and such other appropriate matters as the committee may consider.

G. **Executive Committee.**

1. The responsibilities of the Executive Committee shall include vision alignment, statutes and regulations, relations with state and federal governmental entities, fund-raising, the strategic planning process, chief elected official liaison, and all Eastern Area Board policy matters.
2. Membership of the Executive Committee shall consist of the chairperson and vice chairperson of the Eastern Area Board, the chairperson of each standing committee, and one other member appointed by the Eastern Area Board chairperson.
3. The Executive Committee shall have the authority of the Eastern Area Board to act during the interim between Board meetings, but shall defer action to the full Eastern Area Board whenever practical on matters of major policy implications. Such

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Executive Committee decisions will be implemented immediately, but will be subject to the Eastern Area Board ratification or disapproval at the next Board meeting.

4. The Eastern Area Board chairperson shall act as the Executive Committee chairperson and shall exercise the power to vote on the Executive Committee only as required to either constitute a quorum or break a tie vote.
5. The Eastern Area Board chairperson shall refer to the Executive Committee such business that in the chairperson's judgment may require action or approval by the Board. All action of the Executive Committee shall be reported to the Eastern Area Board at its next meeting following such action, and such reports shall become part of the Eastern Area Board minutes. Any member of the Eastern Area Board may appear before the Executive Committee to discuss any items of business of the Board. Meetings of the Executive Committee shall be called by the chairperson in such places the chairperson may designate.

### **Article 9 Annual Report**

The Eastern Area Board shall submit an annual report, per State Administrative Entity guidelines, to the Governor, the New Mexico Legislature, the State Workforce Development Board, the Chief Executive Officers of the counties and municipalities of the Eastern Area, and to such other federal, state and local governmental units as deemed appropriate.

### **Article 10 General Provisions**

- A. **Parliamentary Authority.** Where not otherwise provided for in these by-laws, Robert's Rules of Order shall be followed in conducting all meetings of the Eastern Area Board and its committees. The Eastern Area Board chairperson shall appoint a parliamentarian for the Eastern Area Board and its committees as appropriate.
- B. **Amendment of By-Laws.** These by-laws may be amended or repealed by a quorum of the Eastern Area Board after notification of such amendments to the full Eastern Area Board membership, in compliance with Article 7C of these by-laws. These by-laws shall be reviewed periodically as necessary by the Eastern Area Board or a committee duly appointed by the Eastern Area Board.
- C. **Dissolution.** Upon any dissolution of the Eastern Area Board, the Eastern Area Board shall, after paying or making provision for payment of all its liabilities, dispose of all of the assets of the Eastern Area Board in accordance with the WIOA and any other applicable laws of the State of New Mexico.

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D. **Compliance with Law.** The Eastern Area Board, in execution of its business, shall comply with all applicable New Mexico Statutes and regulations including, but not limited to, the State Procurement Code, the State Open Meetings Act, and the State Mileage and Per Diem Act.

These By-laws were amended and approved and became effective on the 20th day of June, 2017.

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Judith Cooper, Chair