

CLEO BYLAWS

**CHIEF LOCAL ELECTED OFFICIAL CONSORTIUM
NORTHEAST MISSOURI**

WHEREAS, the Counties of Schuyler, Scotland, Clark, Adair, Knox, Lewis, Macon, Shelby, Marion, Randolph, Monroe, Ralls, Pike, Montgomery, Lincoln and Warren in the State of Missouri(hereinafter, the Counties): have been duly constituted themselves to be the North East Missouri Counties Workforce Development Consortium (hereinafter, the Consortium); and

NOW, THEREFORE, the Consortium does hereby adopt the following bylaws:

ARTICLE I
CONSORTIUM ESTABLISHED

The counties aforementioned, do hereby constitute themselves to be a consortium for the purpose of Section 107(c)(1)(B) of Public Law 113-128 (hereafter, the Law}, the Workforce Innovation and Opportunity Act (hereafter, the WIOA).

ARTICLE II
GOVERNANCE

A. Consortium

The Consortium shall be governed by 16 members, which shall consist of the Chief Local Elected Officials (hereafter, the CLEOs) of each member county or the designee thereof, as provided hereinafter.

1. The Presiding Commissioner of each member county shall be the CLEO of each member county.
2. The appointment of any County Commissioner designated by the CLEO of any member county shall be subject to confirmation by the County Commission of said county and notification of such appointment to the Clerk of the Consortium (WDB Office).
3. No alternates, other than the County Commissioner designated hereunder, shall be permitted on the Consortium.
4. The CLEO Consortium is charged with brokering relationships with a diverse range of employers and leveraging support for workforce development activities. This includes recruitment of Board members that have a stake or interest in workforce activities.

B. Officers

1. The Consortium shall annually select from its membership a Chairperson, a First Vice-Chairperson and a Second Vice-Chairperson to serve for a term of one year or until a successor is elected and qualified. The CLEO Chairperson must be a Presiding Commissioner. As possible, a CLEO from each area (north, middle and south) will serve on the executive committee. All officers shall be County Commissioners. Vacancies shall be filled for the residue of the unexpired term. The executive committee shall appoint person to serve as clerk for the Consortium and its committees as needed.

2. The Chairperson shall preside over the meetings of the Consortium, act as chairperson of the Executive Committee, serve on committees of the Consortium, serve on the Executive Committee of the Local Workforce Development Board (hereinafter, the WDB), be responsible for the management of the affairs of the Consortium and serve as the Consortium CLEO under Section 107 (c)(1)(B) of the Law. The Chairperson shall sign all documents and contracts when authorized by the Consortium.
3. The First Vice-Chairperson shall perform the duties of the Chairperson in his or her absence or disability. However, if the First Vice-Chairperson is an Associate Commissioner he/she may not sign documents on behalf of the Chairperson.
4. The Second Vice-Chairperson shall perform the duties of the First Vice-Chairperson in his or her absence or disability. However, if the Second Vice-Chairperson is an Associate Commissioner he/she may not sign documents on behalf of the Chairperson.
5. The Clerk shall be responsible for the taking, recording, duplicating, distribution and filing of all minutes of the Consortium. The Clerk shall be responsible for keeping on file all official public records and correspondence of the Consortium or its members, upon request thereof.

C. Committees

1. Executive Committee: The executive committee shall consist of the officers in B (1) above. The Chairperson and First Vice-Chairperson of the Consortium shall serve as the Chairperson and Vice-Chairperson of the committee, respectfully. The Committee shall be responsible for management of the day-to-day affairs of the Consortium between meetings thereof as authorized from time to time by the Consortium in accord with the provisions of the Law. The executive committee also encompasses financial activities. Annual review and drafting of the annual budget will be reviewed by the executive committee.
2. One-Stop Committee: The One-Stop Committee shall have oversight of the contracting process including making recommendations to the Consortium during the period of awarding any contracts for One-Stop Operators. This committee shall be involved in the development of performance standards and follow-up monitoring of these standards. The Second Vice-Chairperson shall be the Chairperson of the One-Stop Committee and serve on any committee of the WDB, which has similar responsibilities.
3. The Consortium may create other standing committees, designate their duties and membership and authorize the Chairperson to appoint it. All such committees shall consist only of Consortium members.
4. The Consortium may create such joint committees with the WDB as are needed to effectively administer the provisions of the Law.
5. All committees authorized hereunder shall report and be accountable to the Consortium.

D. Treasury

The Consortium shall contract with an administrative body to serve as local sub recipient or as a local fiscal agent.

E. Powers of the Consortium

The CLEOs shall exercise those powers granted to the CLEOs of local units of government under the Law, including:

1. Appointment of the WDB under Section 107 of the Act, and any applicable agreements.

2. Designate an entity to serve as local grant sub recipient or as a local fiscal agent.
3. Entering into planning and operations procedural agreements with the WDB under Section 107 of the Act.
4. Selection of One-Stop Career Center Operators, jointly with the WDB under Section 121.
5. Development and Approval of a local plan, jointly with the WDB, under Section 108 of the Act.
6. Approval of a budget, developed by the WDB, for carrying out the duties of the Local WDB under Section 107 of the Act.
7. Exercise such other powers and establish such policies under the Act as may be necessary and proper in order to carry out the foregoing powers.

ARTICLE III

PROCEDURAL RULES

A. Rules of Order

Roberts Rules of Order, newly revised, shall govern the proceedings of the Consortium insofar as they do not conflict with applicable law, administrative rules or these bylaws.

B. Quorum

The CLEO Consortium must have simple majority of all the members present, but not less than five members, to constitute a quorum to be able to act on and pass routine business issues. Members will be considered present whether in body or by electronic means.

However, major business issues must be approved by two-thirds (2/3) of ALL CLEO Consortium members. Specifically for the election of the CLEO Chairperson, if a quorum is present, nominations will be accepted and all members will be able to submit their votes, regardless if they are in attendance or not. Major business will be defined as the election of officers and any change/amendment to the CLEO Bylaws. All other business issues will be considered routine.

C. Agreements, Plans and Budgets

All agreements, local plans and budgets for the administration of programs under the Law requiring Consortium approval, and any amendments thereto, shall be approved by a simple majority of the Consortium members present, but not less than five members, whether in body or by electronic means at a meeting of the Consortium and prior to execution by the Chairperson.

D. Meetings

Regular meetings shall be established by the Consortium or may be called by the Chairperson when deemed necessary. The Chairperson may cancel any meeting so-called if he or she deems it not necessary. Special meetings of the Consortium may be called by a majority of the member counties.

Meetings and voting may be performed using electronic methods such as web conferencing, conference calls, phone, email, and fax.

E. WDB Appointments

1. The WDB Board Chair or designee will inform the CLEO Chair when a vacancy occurs on the Board. The CLEO Chair will inform the CLEOS and will coordinate with the Board Nominations/Recruitment Committee to search for a replacement to fill the vacancy.

2. All regular appointments to local workforce development board positions shall be made by the Consortium and will follow the State Issued Policy regarding the appointment of WDB Members. Appointments to fill vacancies on the WDB for the residue of the unexpired term shall follow the same process.
3. The term of membership on the WDB shall be for two (2) years. There shall be no limit to the number of terms that may be served. The term of the membership begins on the day the appointment is approved by the CLEO. This creates staggering terms which meets the requirement of the law.
4. The CLEO shall submit changes to the membership as they occur and annually to the Department of Higher Education and Workforce Development for approval from the Governor.
5. Resumes solicited from persons interested in serving on the WDB shall be kept for one year and destroyed thereafter. If a WDB vacancy occurs within one year of solicitation for candidate resumes, the consortium may select from the candidates without further solicitation, proving the candidates meet the requirements of the plan of representation and the Law.
6. All Consortium appointments shall require the approval by the recorded vote of a simple majority of the Consortium members present, but not less than five members, whether in body or by electronic means.

F. WDB Records

All records of the Consortium shall be kept at the office of the WDB in custody of the general manager. The Consortium shall promulgate guidelines for public record accessibility and the rates to be charged for duplication. (Rate will be determined by WDB office management. *Refer to NEMO WDB Issuance 03-2017, 610.026 (1)(a)*)

G. Voting

A recorded vote shall be taken by roll call at the request of any member upon any question before the Consortium.

The Northeast Region CLEO Consortium allows its members to appoint an Associate Commissioner of their said county to act as their proxy on the Workforce Development Board. The Presiding Commissioner must sign and submit an appointment letter to the Consortium Clerk signifying an Associate Commissioner to act as their proxy. Any other proxy vote will not be valid.

H. Conflict of Interest

Providing responsible stewardship for and oversight of Federally funded workforce programs must be accomplished in a way that demonstrates integrity, accountability, and transparency in order to preserve the public trust. Because local workforce programs are largely governed under the Workforce Innovation and Opportunity Act by local board members, as volunteer citizens and community leaders, the highest levels of accountability should be upheld.

Chief Local Elected Officials, local Workforce Development Board members, and Youth Council members shall avoid the appearance of a conflict of interest in compliance with WIOA 107.

The most commonly referred to "conflict of interest" provision for WIOA requires that 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.

If the CLEO Consortium, the local WDB, or the local Youth Council discuss an issue that would impact a member due to their business interests or personal relationships, that member should refrain from participating in the discussion and from voting on the issue. This voting abstention should be recorded in the meeting's minutes.

This policy is also extended to cover WDB staff, any local WDB Subrecipients/contractors, and their staff. They should not participate in any decision-making capacity, which would provide a direct financial benefit to that staff person or to a member of his/her immediate family. (Immediate family includes parent, children, sibling, grandparent, aunt, uncle, and niece, and nephew, cousin, as well as stepfamily and in-laws.)

There are, at a minimum, six other significant and interrelated areas of federal and state law aimed at ensuring guidance for integrity, transparency and accountability. They range from additional conflict of interest provisions to restrictions on nepotism (hiring one's family members). None of these should be considered burdensome or difficult to manage for prospective Board members rather than generally reflect ethical values, honesty and integrity in organizational functions, which any Board member would be proud to represent. The Department of Higher Education and Workforce Development will establish, issue and manage changes in these laws and policies using a policy issuance and distribution process.

This agreement must be reviewed and approved annually by the CLEOs and the NEMO WDB.

- At least one representative from the CLEO must attend, at a minimum, one Board meeting annually. NEMO WDB and the CLEOs meet together a minimum of three (3) times per year.
- The CLEO and WDB Chairperson must attend summit(s) provided by OWD specifically for CLEOs and WDB Chairpersons. OWD will make them aware of the training in advance.
- The CLEO and WDB Chairperson must attend an annual meeting with the OWD Director. OWD will make them aware of the meeting in advance
- A copy of this agreement must be maintained at the facility of record in both electronic and hard copy along with the CLEO Consortium Agreement, CLEO By- Laws, WDB By-Laws, Fiscal Agent Agreement, One-Stop Operator (OSO Agreement, 3 Year Sustainability Plan, Local Plan, Budgets and Agendas/Minutes of Board/CLEO minutes. These agreements must also be posted on the WDB Website. www.nemowib.org
- The WDB, CLEO, Board Members and Board staff will abide by the guidelines codified in 20 CFR 679.300 through 679.430
- This agreement and all other agreements of the CLEO and WDB will be reviewed by the Executive Committee. The documents will be sent to the affected parties, CLEO or WDB or both, for review prior to the next scheduled Board/CLEO meeting, along with recommendation from the Executive Committee for discussion and vote.

See the citations referenced below:

Workforce Innovation and Opportunity Act, Public Law 113-128: <https://www.gpo.gov/fdsys/pkg/PLAW-113publ128/pdf/PLAW-113publ128.pdf>

Missouri Conflict of Interest (Ethics) Law, RSMo.Missouri

Constitution, Article VII, Section 6 Missouri Sunshine

Law, RSMo. 610

Uniform Administrative requirements (29 CFR Part 95 and 97)

The Hatch Act (5 United States Code 1501-1508): <https://osc.gov/pages/hatchact.aspx> The

Missouri Attorney General's Office at: <https://ago.mo.gov/missouri-law/sunshine-law>

**ARTICLE IV AMENDMENTS
TO BYLAWS**

- A. Amendments may be proposed to the Consortium in writing by any member, and upon introduction, shall be referred to the Executive Committee, which shall report its recommendations to the Consortium at a subsequent meeting. Adoption shall require approval by the recorded vote of a two-thirds simple majority of ALL CLEO Consortium members present.
- B. Copies of all proposed amendments shall be furnished (deposited with the US Postal Service with appropriate postage) and/or electronically to each member at least 14 days prior to consideration.

**ARTICLE V
RATIFICATION**

These bylaws shall be effective July 1, 2021 upon adoption by a recorded vote of two-thirds of CLEO Consortium members at a meeting of the Consortium called for such purpose.

Chris Gamm

Chris Gamm (Jun 28, 2021 13:20 CDT)

CLEO Chairman Signature

Jun 28, 2021

Date