



Workforce and Talent Development Board Bylaws

Article I. General Provisions

Section 1. Name of the Board

The name of the organization shall be Workforce and Talent Development Board hereinafter referred to as the WTDB.

Section 2. Mission and Position

The WTDB Mission

Advance Oregon through meaningful work, training, and education by empowering people and employers.

The WTDB Position

The Oregon Workforce and Talent Development Board (WTDB) enables meaningful work for all Oregonians by:

- Leading and communicating a long-term vision for Oregon that anticipates and acts on future workforce needs;
- Advising the Governor and the legislature on workforce policy and plans;
- Aligning public workforce policy, resources, and services with employers, education, training and economic development;
- Identifying barriers, providing solutions, and avoiding duplication of services;
- Promoting accountability among public workforce partners; and
- Sharing best practices and innovative solutions that are scalable statewide and across multiple regions

Section 3. Vision, Values and Reputation of the Board

A. WTDB Vision

Equitable prosperity for all Oregonians

B. WTDB Values

- Inclusive – We invite and represent all voices to strengthen our workforce system
- Collaborative – We proactively engage all stakeholders as a hub for consensus-building
- Bold – We courageously take risks to influence and persuade action

WTDB Reputation

- National leaders – We are innovative role models who set and share best practices
- Conveners – We bring all stakeholders together to solve our most pressing challenges
- Connectors – We anticipate and respond to all of Oregon’s communities (tribal, rural, urban, and others)
- Results – We connect our initiatives to outcomes
- Accountable – We communicate transparently with easy to understand and agreed upon metrics

Section 4. Legal Authority for Board

The WTDB is organized by and operates in accordance with Section 101 of the Workforce Innovation and Opportunity Act (WIOA), HB3437, Oregon Revised Statute 660.300 to 660.364, and Governor’s Executive Orders.

Section 5. Duties of the Board

The WTDB was created by the Governor to assist in establishing and coordinating workforce programs in the State of Oregon, including but not limited to the implementation of the WIOA and Oregon Revised Statute 660.300 to 660.364. The WTDB also functions as the primary advisory committee to the Employment Department per Oregon Revised Statute 660.324.

Section 6. Area Served

The area to be served by the WTDB shall be the State of Oregon and the labor markets contained therein.

Section 7. Administrative Support

All correspondence for the WTDB may be addressed in care of:

Director, Workforce and Talent Development Board
Office of Workforce Investments
Oregon Employment Department
875 Union Street NE, Room 310
Salem, Oregon 97311

The WTDB shall make information on its membership and activities available to the public, including information regarding the state plan required under the Workforce Innovation and Opportunity Act.

WTDB staff will work on implementation of the policies, goals and activities recommended by the WTDB and approved by the Governor. Staff shall make regular reports to the WTDB on implementation. Staff shall be responsible for preparing and distributing an agenda in keeping with these Bylaws.

Article 2. Membership

Section 1. Member Requirements

Members of the WTDB shall include:

- A. The Governor or the Governor's designee;
- B. At least one member of each chamber of the Oregon state legislature
- C. Members appointed by the Governor, of which:
 - a. A majority shall be representatives of business from among individuals nominated by state business organizations or trade associations. Such representatives shall be owners of businesses, chief executive or operating officers or others with optimum policymaking or hiring authority.
 - b. Not less than 20 percent shall be representatives of the workforce within the State, who:
 - i. Shall include not less than two labor representatives nominated by state labor federations; and
 - ii. Shall include not less than one member of a labor organization or a training director from a joint labor-management apprenticeship program;
 - iii. May include representatives of community-based organizations with demonstrated experience in serving individuals with barriers to employment or education needs of eligible youth;
 - c. Two local chief elected officials;
 - d. Lead state officials with primary responsibility for the core programs of the Workforce Innovation and Opportunity Act; and,

- e. Other appropriate members, such as education or economic development representatives, and one representative of a local workforce board.

Section 2. Technical Advisors

- A. Technical Advisors may be utilized from time to time by the WTDB and will typically consist of state agency program leads and/or staff from the following area or from other agencies, areas or partners:
 - a. WIOA Title I-B (Adult, Dislocated Worker and Youth)
 - b. WIOA Title II (Adult Education and Family Literacy Act)
 - c. WIOA Title III (Wagner-Peyser)
 - d. WIOA Title IV (Vocational Rehabilitation Act)
 - e. Department of Human Services Temporary Assistance for Needy Families
 - f. Department of Human Services Supplemental Nutrition Assistance Program Employment and Training
 - g. Commission for the Blind
 - h. Bureau of Labor and Industries Apprenticeship
 - i. Department of Education (CTE/STEM)
 - j. Federal Department of Labor (DOL)
 - k. National Governors Association (NGA)
- B. WTDB Technical Advisors shall serve as a resource for members by contributing their expertise during WTDB meetings, assisting in the preparation of meeting materials, and participating in committees or work groups.
- C. Technical Advisors shall be notified of WTDB meetings.

Section 3. Appointment and Terms of Office

- A. All members of the board, except the legislative members, are appointed by the Governor.
- B. Ex-Officio Members are permitted at the discretion of the Chair of Board and subject to final approval and appointment by the Governor.
- C. Members of the WTDB shall represent diverse geographic areas of the state.
- D. No person shall serve as a representative for more than one category of membership under Article 2, Section 1.

E. The terms of office for the members of the board, including the Chair and Vice Chair, serve at the pleasure of the Governor.

F. The members shall serve a term of three years. There shall be no limit to the number of terms a board member may serve, beyond those set by the sitting Governor.

G. If a board member resigns or is incapacitated, the Governor shall appoint a person to fill out the remainder of the member's term.

Article 3. Officers and Duties

Section 1. Officers

The Officers of the WTDB shall be the Chair and the Vice Chair. The Governor shall select a Chair and Vice Chair from among the representatives of business. The Chair and Vice Chair may appoint other officers as the business of the WTDB may require including a Co-Chair and/or a Co-Vice Chair.

Section 2. Terms of Office

There shall be no limit to the number of terms of office the Chair and Vice Chair may serve. Other officers may hold office for such period as the Chair and Vice Chair determine.

Section 3. Duties

A. The Chair presides at meetings of the WTDB. In the absence of the Chair, or in the event of his/her inability to act, or if that office is temporarily vacant, the Vice Chair exercises all of the powers and performs all of the duties of the Chair.

B. The Chair shall appoint members of the WTDB and workforce partners to serve on Committees and Task Forces.

C. The Chair shall also designate a Committee or Task Force Chairperson for each committee or task force established and appointed under Article 5. A Vice Chairperson or Co-Chair may also be designated for each standing committee, in a process to be determined by the WTDB Chair.

Article 4. Meeting Procedures, Voting Rights, and Quorum

Section 1. Meeting Procedures

A. The WTDB shall hold regular meetings at such frequency, dates, and times as determined by the WTDB.

B. Regular attendance at meetings is expected of each board member. A member shall notify the Chair or the board staff at least 24 hours in advance of a meeting if the member is unable to attend. In an emergency the member shall contact the Chair or staff as soon as is reasonably possible. Failure to notify shall be recorded in the minutes as an unexcused absence. Participation by video or telephone conference is allowed at the discretion of the Chair or board staff by making prior arrangements. Consistent with ORS 182.010 any member who fails to attend two consecutive meetings, whether regular or special, shall forfeit office unless the member is prevented from attending by business necessity, or by the serious illness of the member or the family of the member, or for any cause that in the judgment of the Governor constitutes a valid reason for failing to attend.

C. The Chair may from time to time request an emergency meeting. The remaining provisions of Article 4 shall govern the conduct of emergency meetings.

D. Public notice of all regular meetings of the WTDB shall be given at least 48 hours prior to the meeting and all meetings shall be held in accordance with Oregon's Public Meetings law, ORS 192.610 to 192.690, which includes an opportunity for the public to provide comment during each meeting. Notice shall be emailed to each member of the WTDB.

E. Participation in meetings shall be limited to:

- a. WTDB members and staff working with the WTDB;
- b. WTDB Technical Advisors;
- c. Invited presenters; and
- d. Public comment or participation by non-members, at the discretion of the Chair, that is relevant to the matter under consideration before the WTDB.

F. The WTDB needs to take action each meeting to make timely recommendations to the Governor on critical workforce matters. Because such actions may affect multiple partners and parts of the workforce system, the WTDB shall assure to the extent possible that actions before the board have been discussed fully and openly prior to taking action. The WTDB may postpone any action on any particular item until the next regular meeting or refer the item to the Executive Committee for final action.

Section 2. Voting Rights

A. Each member of the WTDB, who is physically present or participating by video or phone conference, shall cast one vote on any question.

B. Proxy and absentee voting is not permitted, except for the official designee of the Governor.

Section 3. Conflict of Interest

A. Pursuant to Section 101(f) of the Workforce Innovation and Opportunity Act, “A member of a state board may not vote on a matter under consideration by the state board regarding the provision of services by such member (or by an entity that such member represents); or that would provide direct financial benefit to such member or the immediate family of such member; or engage in any other activity determined by the Governor to constitute a conflict of interest as specified in the state plan.”

B. A member affected by this requirement must declare a conflict of interest and refrain from participating in the discussion and voting on the matter.

C. If the matter under consideration by the WTDB is not related to the provision of services, but the member, the entity they represent or the member’s relative could have a financial benefit, then the member must publically announce the nature of the conflict of interest before participating in any discussion or voting on the matter.

Section 4. Quorum

A. To transact business at an WTDB meeting, a quorum of members must participate. A quorum requires a simple majority of the business representatives, excluding any vacant business positions and participation of at least a majority of all the WTDB members. A minimum of nine business member positions must be filled in order to conduct board proceedings.

B. Participation may be those members present or those participating by video or phone conference and a vote of majority of the members present shall be sufficient to pass a motion providing the members in attendance constitute a quorum.

Article 5. Committees

Section 1. Executive Committee

A. The voting members of the Executive Committee shall consist of the Chair and Vice-Chair of the WTDB, two labor members, one local chief elected official, business and community-based organization members, and the Governor’s Labor and Workforce Policy Advisor.

B. Non-voting, ex-officio members of the committee are The Director of the Employment Department and Director of the Office of Community Colleges and Workforce Development.

C. Staff from the Department of Human Services workforce programs and a representative of the local workforce development boards shall be invited to attend Executive Committee meetings to listen to its deliberations, be a technical resource for the members and improve communication with the workforce system. Other Technical Advisors and guests will be invited as needed to Executive Committee meetings.

D. The Executive Committee shall be empowered to take action on behalf of the WTDB when emergency concerns necessitate such action (e.g. taking action when time pressures do not

allow the issues to be addressed at a regularly scheduled WTDB meeting) and when the WTDB is not scheduled to meet, if there is a significant demand.

E. Participation by a simple majority of the voting members is required to take any action. Proposed actions are passed by a vote of the majority of the Executive Committee members present. All actions of the Executive Committee shall be reviewed by the full WTDB at the next regularly scheduled meeting, except where the Committee acts on behalf of the WTDB in the absence of a WTDB quorum, the acts of the Executive Committee shall be the acts of the WTDB.

Section 2. Other Committees/Task forces

A. The WTDB Chair may establish standing or ad hoc committees/task forces to assist the WTDB in carrying out its duties or current work. The WTDB Chair shall appoint a chair of the committee or task force from among the WTDB members.

B. The WTDB Chair shall appoint board members to committees, taking into account the need for and level of participation required and, to the extent possible, the interest expressed by board members. Where practicable, at least one business representatives must be appointed to a committee.

C. The WTDB Chair may also appoint individuals who are not board members to serve as additional members of committees or task forces in order to have representation of a broad group of interested stakeholders. Non-members cannot serve as chair of the committees or task forces.

Article 6. Bylaw Changes

These Bylaws shall be reviewed by the Executive Committee at least once every five (5) years. These Bylaws may be amended, repealed or new Bylaws may be enacted by an affirmative vote of two-thirds (2/3) of the WTDB.