

**BYLAWS  
OF  
SOUTHWEST WISCONSIN WORKFORCE DEVELOPMENT BOARD, INC.**

**ARTICLE I: Name of the Organization.**

The name of the corporation shall be Southwest Wisconsin Workforce Development Board, Inc.

**ARTICLE II: Term of the Organization.**

The period of existence shall be perpetual.

**ARTICLE III: Purpose of the Organization.**

**Section 1. Purpose.**

- A. The Southwest Wisconsin Workforce Development Board (SWWDB) is organized for the purpose of providing policy guidance for and exercising oversight of activities delivered within the Workforce Development Area (WDA #11) covering the counties of Grant, Green, Iowa, Lafayette, Richland and Rock in the State of Wisconsin or such other Workforce Development Area(s) as subsequently redesignated by the Governor of the State of Wisconsin. The basic purpose of SWWDB shall be to integrate, coordinate and oversee the implementation and use of funds granted under the provisions of the Workforce Investment Act (WIA) of 1998 (Public Law 105-220). SWWDB may also engage in any lawful activities within the purposes for which corporations may be organized under the Wisconsin Non-Stock Corporation Law.
- B. No part of the earnings or funds of SWWDB shall be used to the benefit of or be distributable to its members, director, officers, or other private persons except that SWWDB shall be authorized and empowered to pay reasonable compensation for services rendered.
- C. No substantial part of the activities of SWWDB shall attempt to influence legislation. SWWDB shall not participate in or intervene in any political campaign on behalf of any candidate for public office.
- D. Upon dissolution of SWWDB, the Board of Directors shall, after paying and making provisions for the granting of funds assigned to SWWDB, return said funds and any other assets to the federal or state funding agency from whence such funds came.

**Section 2. Powers.**

SWWDB shall have all powers permitted by law to the extent that said powers do not conflict with either funding source regulations and/or regulations as imposed by Section 501 (c) (3) of the United States Internal Revenue Code of 1954 as it may be amended from time to time.

## ARTICLE IV: Board of Directors.

### Section 1. **Members.**

The Board of Directors of SWWDB shall be appointed by the Southwest Counties Consortium, comprised of the local elected officials (LEOs) of the Southwest Wisconsin Workforce Development Area. Membership of the Board of Directors of SWWDB shall be selected in accordance with criteria established under the Workforce Investment Act (WIA) section 117(b)(1) and must meet the requirements of WIA section 117(b)(2). The Board of Directors shall be comprised of not less than twenty-seven (27) voting members, but may include additional members as determined and authorized by the Southwest Counties Consortium.

A majority of the members, at least fifty-one percent (51%), must be representatives of private sector businesses in the local area. Members representing a private sector business must be individuals who are owners, chief executive officers, chief operating officers, or other individuals with optimum policymaking or hiring authority.

Not more than forty-nine percent (49%) of the members shall be selected from public sector organizations and agencies. Public sector members must be individuals with optimum policy making authority within the entities they represent and may represent more than one membership category. Public members shall include:

- A. Two or more representatives from each of the following categories:
  - Local educational entities;
  - Labor organizations;
  - Community-based organizations(CBOs);
  - Economic development organizations; and
  - Other organizations deemed appropriate by the chief local elected official
  
- B. One representative from the mandatory one-stop service delivery partners including:
  - WIA activities for Adults; Youth & Dislocated Workers (Title I)
  - Adult Education and Family Literacy (Title II)
  - Job Service - Labor Exchange such as Job Net (Wagner-Peyser Title III) – Appointed by DWD
  - Vocational Rehabilitation (Title IV) – Appointed by DWD
  - Temporary Assistance to Needy Families/Wisconsin's W-2
  - Food Stamp Employment & Training (FSET) and Food Stamp Workfare
  - Senior Community Service Employment Program – Older Americans Act
  - Carl D. Perkins Vocational and Applied Technology Education
  - Trade Adjustment Assistance (and NAFTA-TAA)
  - Veterans Employment & Training Services & local veteran's outreach programs
  - Community Services Block Grants
  - Housing and Urban Development Employment & Training Activities
  - Unemployment Insurance – Appointed by DWD
  
- C. Representatives from national programs, if present in area.
  
- D. Other partners as identified in WIA & considered traditional partners in Wisconsin.
  
- E. Chief Local Elected Official (CLEO), as elected by the Southwest Counties Consortium.

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SWWDB will comply with the general board membership criteria as required by the State of Wisconsin. Therefore, there must be at least one (1) member that is a minority (based on WDA demographics) and that at least 20% of the members shall be female.

Alternate members shall not be appointed or designated.

### **Section 2. Term of Office.**

The terms of the Board of Directors shall be fixed for three years and staggered in accordance with WIA. One-third of the members shall come up for reappointment each year.

### **Section 3. Duties of the Board of Directors.**

The duties of the Board of Directors shall include:

- A. Oversee the development of the WIA Local Plan, and approve the Plan for implementation and submission to regulatory agencies as required.
- B. Oversee the one-stop Job Center system, and the programs conducted within the WDA under WIA according to policies and procedures approved by the Board.
- C. Establish the WIA and one-stop Job Center service delivery structure and systems based on priorities developed by the Board.
- D. Create policies for the selection of service providers and operation of programs and services mandated by WIA
- E. . Approve the selection of grant recipients and the administering entity of WIA and Southwest Wisconsin one stop Job Center programs and services.
- F. . Receive and extend all funds awarded to the Corporation in accordance with statutory, regulatory and contractual requirements of the funding sources.
- G. Oversee the development of an annual budget and approve the expenditure of funds necessary to accomplish the program and served priorities.
- H. Designate a depository for corporate funds, and establish proper monetary controls and accounting procedures.
- I. . Negotiate, along with the LEOs, local performance measures with the State.
- J. Coordinate workforce investment activities, in collaboration with local area economic development strategies, and develop other employer linkages with such activities.
- K. Promote the participation of private sector employers in the statewide workforce investment system and assist employers in meeting their hiring needs.

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- L. Establish policies, procedures, and other directives as may be necessary and appropriate to manage the affairs of the Corporation.

### **Section 4. Reappointment .**

A director may be reappointed by the Southwest Counties Consortium, in accordance with the Section 117 (b)(2) of WIA, at the expiration of their term of office. There shall be no limit to the number of terms that a member may serve.

### **Section 5. Resignation**

A member of the Board of Directors may resign at any time by filing his/her resignation with SWWDB's registered agent. The registered agent will notify the Chief Local Elected Official (CLEO) in writing of the resignation and an appointment to fill the remainder of the member's term will be made at the next scheduled meeting of the Southwest Counties Consortium or a special meeting called by such purpose. All vacancies shall be filled in the same manner as they were appointed.

### **Section 6. Removal From Office**

The Southwest Counties Consortium, as the appointing entity, has sole authority for the suspension or removal of any member of the Board of Directors for cause prior to expiration of their term. Board members of SWWDB, by an affirmative vote of two-thirds of all of the board members, may recommend the removal of a director to the Southwest Counties Consortium. The Southwest Counties Consortium shall conduct a hearing to determine the facts before acting on the removal of any board member.

### **Section 7. Meeting Attendance.**

Attendance at meetings is important in order to conduct Board business. If a member of the Board of Directors misses two meetings in a row with unexcused absences, they are notified in writing by Corporation's agent, with a copy to the CLEO and the LEO representing their county, of his/her attendance requirement and placed on probation. If a member misses three meetings in a row with unexcused absences, they will be dropped from membership by action of the Southwest Counties Consortium.

### **Section 8. Compensation**

The Board of Directors will not normally receive compensation for their service. However, under unusual and extended circumstances the Board of Directors may authorize compensation for services rendered to SWWDB, consistent with funding source guidelines and laws. Board members are eligible to be reimbursed directly by SWWDB for expenses to attend meetings called to conduct business of SWWDB; and conferences, seminars or other educational programs related to the performance of their responsibilities as board members. Reimbursable expenses shall include:

- (a) Mileage: Reimbursed based on actual miles traveled using the current federal IRS rates.
- (b) Meals: Reimbursed based on current State rates. Receipts are required.
- (c) Lodging: Reimbursed based on current State rates. Receipts are required.

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- (d) Conference/Seminar Fees: Reimbursed based on the actual cost of the conference registration fee.

### ARTICLE V: : Officers.

#### Section 1. Officers.

The Board of Directors shall elect, from its membership, the officers of SWWDB. The officers shall include a Chairperson, First Vice-Chairperson, Second Vice-Chairperson, Secretary, and Treasurer. The Chairperson, First Vice-Chairperson, and Second Vice-Chairperson shall be a private sector representative.

#### Section 2. Term of Office.

The officers shall be elected by the Board of Directors at the annual meeting or any special meeting called for such purpose, and serve a three (3)-year term. Each officer may succeed himself or herself.

#### Section 3. Vacancies.

If any officer position becomes vacant, the board members shall elect a successor at the next regular meeting, or a special meeting called for such purpose to fulfill the remainder of the term.

#### Section 4. Duties of Officers.

- A. Chairperson: Shall preside over all meetings of the Board of Directors and SWWDB; shall act as the liaison with the Local Elected Officials; shall be an ex-officio member of all committees; shall make all appointments to committees and task forces, and shall have the general powers and duties usually associated with the office of President under Chapter 181 Wisconsin Statutes to sign certificates, contracts, and other instruments of SWWDB which are authorized by the Board of Directors. The Chairperson shall have the same rights as other members to discuss any questions before the Board, and shall have the right to relinquish the chair to offer resolutions, to make motions, or to second motions.
- B. First Vice-Chair: Shall serve in the Chairperson's stead if the Chairperson is unable to perform duties as the Chairperson. At such times, the Vice-Chairperson shall have all the powers of the Chairperson and shall perform other duties as the Chairperson and/or the Board of Directors may direct.
- C. Second Vice-Chair: Shall serve in the First Vice-Chairperson's stead if the First Vice-Chairperson is unable to perform other duties as the First Vice-Chairperson. At such times, the Second Vice-Chairperson shall have all the powers of the First Vice-Chairperson and shall perform other duties as the Chairperson and/or Board of Directors may direct.
- D. Secretary: The Secretary shall attend the meetings of the Board and shall ensure that accurate records of all Board proceedings are maintained. The Secretary shall also ensure that the Board's records and vouchers are filed and maintained in a manner convenient for reference. Upon request, the Secretary shall report minutes of the regular and special

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meetings in accordance with the Wisconsin Statutes and shall perform other duties as the Chairperson and/or Board of Directors may direct.

- E. Treasurer: The Treasurer shall ensure that records are kept of all funds collected and spent, and that a current accounting of the assets and liabilities of SWWDB is maintained. The books of account shall, at a reasonable time, be open to inspection by any Director. The Treasurer will also serve on the Finance Committee. The Treasurer shall be bonded.
- F. **The Chief Local Elected Official, as elected by the Southwest Counties Consortium, is a non-voting officer.**

### **ARTICLE VI: Meetings.**

#### **Section 1. Annual Meeting.**

The annual meeting of SWWDB shall be held each year during the month of December for the purpose of seating the officers and for the transaction of the business as may come before SWWDB.

#### **Section 2. Regular Meetings.**

The regular meetings of SWWDB shall be held at least quarterly at a time and place designated by the Board of Directors.

#### **Section 3. Special Meetings.**

Special meetings of SWWDB may be called at the request of the Chairperson.

#### **Section 4. Notice of Meetings.**

Written notice of each regular and/or annual meeting shall be given to each member of the Board of Directors by U.S. mail no less than seven (7) calendar days prior to the meeting. Written notice of a special meeting shall be given by electronic mail or U.S. mail not less than seven (7) calendar days prior to the meeting, except in emergency situations. The written notice shall indicate the time, place, and agenda for the meeting. The Open Meetings Law mandate shall be followed.

#### **Section 5. Quorum**

For annual, regular, and special meetings of the Board of Directors, a quorum is defined as 40% of the members currently serving at the time of the meeting. A simple majority, of more than one-half, shall constitute a quorum at any other standing committee meeting.

#### **Section 6. Voting Authority.**

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At all SWWDB meetings, each director shall have one vote. No proxy votes shall be permitted. A simple majority vote of directors present at a meeting shall prevail in all matters except any recommendation to remove a member which shall require a two-thirds vote of all members and the approval of WIA Plans and other such documents as required by WIA which shall require a majority of the members.

### **Section 7. Minutes.**

The Board of Directors shall keep minutes that reflect a correct and complete record of all SWWDB proceedings.

### **Section 8. Rules of Order.**

The By-Laws shall govern the procedure for all meetings of SWWDB, or Robert's Rules of Order in all matters not covered therein.

## **ARTICLE VII: Committees.**

### **Section 1. Establishment of Committees.**

The Board of Directors shall establish standing and other committees as it chooses from time to time. Except for the Executive Committee, the Chairperson shall set the number of directors to sit on a particular committee.

### **Section 2. Authority of Committees.**

Committees are advisory to the Board of Directors, recommending action for the consideration of all members. The committees, unless specifically authorized by SWWDB, are not empowered to obligate or otherwise commit SWWDB to the delivery of programs and services, or in any way establish financial or contractual relationship on behalf of SWWDB.

### **Section 3. Notice of Committee Meetings.**

Written notice of all committee meetings shall be given not less than seven (7) calendar days in advance of the meeting, whenever possible. The notice shall indicate the time, place, and agenda for the meeting. All directors shall receive notification of the meeting, but only members serving on the committee are expected to attend.

### **Section 4. Participation on Committees.**

Every member of the Board of Directors is expected to serve on at least one (1) committee and attend committee meetings regularly. Any SWWDB member may attend and provide input, but only members of that committee may vote. Each standing committee member shall serve for a period of two (2) years.

### **Section 5. Committee Chairpersons.**

The members of the committee shall elect, from its membership, the Chairperson of the committee.

### **Section 6. Quorums.**

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A simple majority of more than one-half of the current committee members serving on the committee shall constitute a quorum at any committee meeting.

### **Section 7. Voting.**

At all committee meetings, each member shall have one vote. No proxy votes shall be permitted. A simple majority vote of committee members present at a meeting shall prevail in all matters.

### **Section 8. Minutes.**

Each committee shall keep minutes that reflect a correct and complete record of all committee proceedings.

### **Section 9. Teleconference.**

Committee members may participate in meetings by means of conference telephone or similar communications equipment provided that all persons participating in the meeting can hear.

### **Section 10. Non-Board Members Serving on Committees.**

Non-board members may be appointed to serve on a committee. Non-board member committee members shall have voting privileges at the committee level, but not at the full Board level.

### **Section 11. Executive Committee.**

- A. . . . The Executive Committee shall have full authority to act on behalf of the Board of Directors between meetings of the Board of Directors on such issues of urgency that cannot be held over and acted on by the full Board of Directors at the next regularly scheduled SWWDB meeting. Any action taken by the Executive Committee shall be reported to the full membership at the next regularly scheduled meeting.
- B. . . . The Executive Committee shall consist of the Chairperson, First Vice-Chairperson, Second Vice-Chairperson, Secretary, and Treasurer of SWWDB. The Chief Local Elected Official (CLEO), as elected by the Southwest Counties Consortium, is a non-voting member of this committee.
- C. . . . The responsibilities of the Executive Committee shall include:
  - 1. Address issues regarding the corporate status of the Board;
  - 2. Establish Ad Hoc Committees and recommend standing committees;
  - 3. Provide direction on policy, evaluate performance, and establish direction for the Executive Director;
  - 4. Deal with issues regarding membership and attendance;

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5. Review the SWWDB/LEO Agreement with the Local Elected Officials as often as appropriate;
6. Provide input on staff personnel issues such as: review of Personnel Policies, annual review of salary ranges and position descriptions and other personnel related issues as appropriate and needed;
7. Establish fee-for-service policies for the One-Stop Job Centers;
8. Promote active partnerships with the WDAs Local Elected Officials and functions as liaison on major issues;
9. Recommend Board organizational policies and procedures, changes in the By-Laws and Board/LEO Agreement;
10. Participate, with LEOs, in conference committee actions to mediate conflicts and disputes; (Examples of conflicts/disputes include those between the LEOs and the Board, the Board and DWD, among Board members or partners, etc.);
11. Conduct grievance hearings for staff and/or vendors/service providers; and
12. Act for full Board on matters of urgent nature which requires action between scheduled meetings of the full board and brings findings to the next full board meeting for approval.

### Section 12. Workforce Services Committee.

- A. The Workforce Services Committee (WSC) functions as the key strategic coordinating committee for the Board regarding program and service delivery, and job center operations. The WSC is responsible for collaborating workforce and economic planning, analyzing the dynamics of the labor market and understanding the needs of area employers and job seeker/workers.
- B. The duties and responsibilities of the WSC include :
  1. Assess the needs of area employers, job seekers, and identify the job skills needed in the local workforce;
  2. Serve as the central point for analyzing, gathering or responding to related concerns of issues that need to be addressed;
  3. Promote a flexible and systemic approach to addressing the workforce development needs of the area;
  4. Develop a unified workforce development strategy for the six (6) county area addressing job skill needs;
  5. Coordinate services with local economic and community development committees;
  6. Bring important issues to the full Board for consideration after having discussed action plans, which address identified needs;
  7. Establish the operational direction and initiatives of Job Centers;
  8. Establish standards for Job Center performance, consistent with state standards and recommend Job Center locations;
  9. Address system-wide operational and management issues in the Job Centers;
  10. Oversee development of Memorandum of Understanding (MOU) among Job Center partners;
  11. Monitor achievement of workforce and Job Center strategic goals and objectives;
  12. Work with other committees, ad hoc and staff to revise and/or draft portions of the local workforce plan;

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13. Explore additional partnerships and/or funding sources and ensure that all available funding sources are working collaboratively to the best advantage of consumer and the system as a whole;
14. Review and analyze the issues that impact the success of youth in the labor market and make recommendations to the full board on appropriate resolution/remedy/system response; and
15. Establish and maintain linkages and partnerships among area youth service providers.

### **Section 13. Program Operations Committee.**

- A. The Program Operations Committee (POC) oversees the effectiveness of the workforce development system authorized by the Board of Directors. The POC is responsible for program planning, operations and performance attainment.
- B. The duties and responsibilities of the POC include:
  1. Direct the competitive process (RFPs) for selecting WIA program operators for all adult, dislocated worker and youth funded activities;
  2. Review proposals and recommend contract awards for programs and services for approval by the Board;
  3. Oversee negotiation with program operators on performance standards and contract provisions;
  4. Establish and maintain quality improvement measurements and tools that gauge the effectiveness of the overall workforce development system, and review the quality and performance of all contracted services;
  5. Monitor performance and conduct oversight of all program operations (i. e. adult, dislocated worker and youth programs) to achieve required performance standards;
  6. Direct the development and use of program operating policies and procedures that comply with applicable regulations;
  7. Monitor and evaluate the achievement of the Board's Strategic Plan objectives;
  8. Recommend eligible providers for of adult and dislocated worker Board funded activities;
  9. Provide recommendations to the Board for necessary corrective action, including program modification, as related to deficiencies identified in during evaluations/monitoring reviews; and
  10. Provide liaison to other committees or staff, as necessary, to foster implementation of program design and/or redesign.

### **Section 14. Finance Committee.**

- A. The Finance Committee oversees the fiscal management and financial accountability of the organization. The Finance Committee is responsible for the effectiveness of the financial and administrative systems of the Board in compliance with applicable regulations and commonly accepted accounting principles.
- B. The duties and responsibilities of the Finance Committee include:

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1. Recommend annual budget and monitor financial performance in relation to the approved budget;
2. Review revenue and expense system for efficient operations;
3. Recommend the financial and administrative management policies to the SWWDB;
4. Ensure the preparation of the Board's financial policies and procedures in compliance with applicable regulations;
5. Explore additional funding sources to address SWWDB strategic initiatives;
6. Plan and oversee the annual audit process;
7. Meet with the independent auditors as necessary;
8. Evaluate the effectiveness of the annual audit effort;
9. Inquire into the Board's accounting, auditing and reporting practices; and
10. Evaluate the effectiveness of the audit effort.

### **Section 15. Youth Council.**

- A. The Youth Council acts as an advisory committee to other committees and the Board of Directors regarding youth programming and workforce issues.
- B. This committee's responsibilities are to:
  1. Promote the development of school-to-work activities that connect youth to the workforce;
  2. Advise on academic and occupational skill development intended to prepare youth for jobs;
  3. Establish linkages with local business and youth service organizations that assist youth during the school-to-work transition;
  4. Recommend programs and services intended to help youth be successful in the labor market;
  5. Assist in the development of the youth portion of the local WIA Plan.

- a.
- b.
- c.
- d.
- e.

### **Section 16. Conference Committee.**

The Executive Committee shall be designated as the authorized representative of the Board of Directors to meet with the Local Elected Officials from each of the counties within the Workforce Development Area and shall constitute a committee for negotiation of any disagreement/issues. (Refer to the SWWDB/LEO Agreement, Section III, D.2)

### **Section 17. Ad Hoc:**

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Ad Hoc committees may be appointed as needed and will have a specific charge or purpose. Ad Hoc committees shall function as appropriate within the scope of the charge or purpose given to the committee at the time it is established. Appointment of an ad hoc committee rests with the Chairperson of the Board of Directors. Ad hoc committees are temporary and will be reviewed on a quarterly basis by the Executive Committee to determine if they have fulfilled their intended purpose and should be dissolved.

### **ARTICLE II: MISCELLANEOUS.**

#### **Section 1. Agent for the Corporation.**

SWWDB shall have and continuously maintain, in Wisconsin, a registered agent as required by the Statutes. The Executive Director shall be the registered agent authorized to act on behalf of SWWDB.

#### **Section 2. Address for the Corporation.**

Location of the principle office of SWWDB shall be 1370 North Water Street, Platteville, Wisconsin 53518.

#### **Section 3. Deposits.**

No indebtedness for borrowed money shall be contracted on behalf of SWWDB and no evidence of such indebtedness shall be issued in its name unless authorized by or under the authority of a resolution of the Board of Directors. Such authorization may be general or confined to specific instances. Unless otherwise stated in such authorization, all such loans shall be signed by the Chairperson (or Vice-Chairperson in the Chairperson's absence) and the Secretary.

#### **Section 4. Amendment of By-Laws.**

These By-Laws may be amended by the affirmative vote of a majority of the Board of Directors, in office at the time a meeting is held to consider any modification. Any proposed change or amendment to these By-Laws shall be prepared in writing and submitted to all Directors at least ten (10) calendar days in advance of any meeting called to vote on the modifications.

#### **Section 5. Fiscal Year.**

'SWWDB's fiscal year shall be July 1 to June 30.

#### **Section 6. Conflict of Interest.**

The Board of Directors shall comply with the following provisions regarding Conflict of Interest:

- A. Casting of Votes: No member of the Board of Directors shall cast a vote on the provision of services by that member or any organization which that member directly represents, or vote on any matter which would provide direct financial benefit to that member. (This requirement in and of itself does not preclude SWWDB members or their businesses from participation in training contracts.)
- B. Wisconsin Statutes Governing Conflict of Interest: In keeping with the Attorney General's letter of February 23, 1984 the Board of Directors will develop procedures to ensure that

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Wisconsin's criminal statutes governing Conflict of Interest for public officers (Section 946.13, Wis Stats) are not violated. Section 946.13, provides, in part, the following:

1. Any public officer or public employee who does any of the following is guilty of Conflict of Interest:
  - a. In his/her private capacity, negotiates or bids for or enters into a contract in which he/she has a private pecuniary interest, direct or indirect, if at the same time he/she is authorized or required by law to participate in his/her capacity as such officer or employee in the making of that contract or to perform in regard to that contract some official function requiring the exercise of discretion on his/her part; or
  - b. In his capacity as such officer or employee, participates in the making of a contract in which he/she has a private pecuniary interest, direct or indirect, or performs exercise of discretion.
2. Subparagraph (1) of this paragraph does not apply to the following:
  - a. Contracts in which any single public officer or employee is privately interested which do not involve receipts and disbursements by the state or its political subdivision aggregating more than \$5,000 in any year.
  - b. Contracts involving the deposit of public funds in public depositories.
3. A contract entered into in violation of this section is void and the state or the political subdivision in whose behalf the contract was made incurs no liability thereon.
4. In this section "contract" includes a conveyance.
5. Subparagraph (1) (b) does not apply to a public officer or public employee by reason of his/her holding not more than 2% of the outstanding capital stock of a corporate body involved in such contract.
  - a. Code of Standards: As a Grantee of WIA funds, the Board of Directors shall maintain a written code of standards of conduct which will govern the performance of its officers, employees, or agents in contracting with or otherwise procuring supplies, equipment, or services with DWD/DWE funds. These standards will conform to State regulations applicable to public contracts.
  - b. Use of Position: As a Grantee of WIA funds, the Board of Directors shall prohibit its employees from using their position(s) for a purpose that is, or that give the appearance of being motivated by a desire for private gain for themselves or those with whom they have family, business, or other ties.
  - c. Appearance of Conflict: As a Grantee of WIA funds, the Board of Directors and its personnel shall avoid organizational and personal conflict of interest and the appearance of Conflict of Interest. (Please see Attachment #1 for the Conflict of Interest Disclosure Statement to be signed annually.)

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### Section 7. Nepotism.

- A. No member of the Board of Directors shall effectively recommend or decide to hire, promote, or establish the salary of another person when the person affected is a member of his or her immediate family.
- B. No member of the Board of Directors shall give preferential treatment in the supervision or management of another employee who is a member of his or her immediate family.
- C. The term "immediate family" means wife, husband, son, daughter, mother, father, brother, brother-in-law, sister, sister-in-law, mother-in-law, father-in-law, aunt, uncle, niece, nephew, stepparent, and stepchild.

### Section 8. Maintenance of Effort.

The Board of Directors of SWWDB shall ensure that all of its contractors comply with the Maintenance of Effort provisions described as follows:

- A. Displacement: Programs administered by SWWDB shall comply with the following:
  - 1. Shall result in an increase in employment and training opportunities over those which would otherwise be available in the area.
  - 2. May not result in the total or partial displacement of currently employed workers or reduction in hours of non-overtime work, wages or employment benefits; and
  - 3. May not impair existing contracts or grants for services nor substitute federal funds to pay for services that would have been funded by other sources.
- B. Supplanting Funds: Program funds shall be used to supplement and not supplant funds that would otherwise be available from non-federal sources for planning and administering programs.
- C. Hiring Freezes: Participants may not be hired into or remain in any position when the same or a substantially equivalent position is vacant due to a hiring freeze.
- D. Layoffs and Recalls: Participants may not be hired into or remain working when any person who is program funded and is one of the following:
  - 1. A person is on layoff from the same or substantially or equivalent job in the same organizational unit of the same employer; or
  - 2. A person is on layoff or has been bumped and has recall or bumping rights to that position according to a personnel code or practice or a collective bargaining agreement of the same employer; or
  - 3. For purposes of this paragraph, a layoff is in effect until the expiration of the period required by a recall list, or if no recall list or re-employment rights exists, for a period of one year from the last layoff or until the next operating year of the department or agency, whichever occurs later.

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- E. Promotions: No jobs shall be created in a promotional line that will infringe in any way upon the promotional opportunities of currently employed individuals.