

**ARTICLES OF ASSOCIATION AND AGREEMENT FOR THE
SOUTHWESTERN WORKFORCE DEVELOPMENT CONSORTIUM**

ARTICLE I. TITLE AND PURPOSE

The contiguous units of local government listed below agree to establish a consortium pursuant to the provisions of N.C. G.S. Section 160A-464(1) to act jointly as a Workforce Investment Area under the Workforce Innovation and Opportunity Act (WIOA), Public Law 113-128 as enacted July 22, 2014. This consortium shall be known as the Southwestern Workforce Development Consortium.

ARTICLE II. MEMBERSHIP

The consortium shall be composed of the following independent and contiguous units of general purpose local government: Cherokee County, Clay County, Graham County, Haywood County, Jackson County, Macon County, and Swain County.

ARTICLE III. CERTIFICATION OF AUTHORITY

1. **AUTHORITY UNDER STATE AND LOCAL LAW**

In accordance with N.C. G.S. Section 160A-460, the member counties of the Southwestern Workforce Development Consortium certify that they possess full legal authority, provided by state and local law, to enter into this agreement and to fulfill the legal and financial requirements of operating as a Workforce Investment Area the Workforce Innovation and Opportunity Act for the entire geographic area covered by this agreement.

2. **SPECIFIC RESOLUTIONS TO ENTER INTO AGREEMENT**

In accordance with N.C. G.S. Section 160A-461, a copy of the duly executed resolution and appropriate board meeting minutes giving the respective counties specific authority to enter into this consortium agreement will be attached to this document and are incorporated herein by reference.

3. **DESIGNATION OF CHIEF ELECTED OFFICIALS FROM EACH MEMBER UNIT OF GOVERNMENT**

Each member unit of government designates as chief elected official for Workforce Innovation and opportunity Act purposes, upon whose representations the State, the Workforce Development Board, the administrative entity and the other member units may rely, the duly elected Chairman of each representative County Board of Commissioners. If any county member of the consortium desires, it may designate any member of its Board as its "Chief Elected Official" for WIOA purposes, in lieu of having its Chairman serve in such capacity. Unless otherwise notified of such designation of another member of its Board, each county shall be deemed to have designated its Chairman as its "Chief Elected Official" for WIOA purposes. Such person shall be the signatory of this agreement and shall be authorized to execute such other agreements as are necessary for Workforce Innovation and Opportunity Act purposes.

4. In accordance with N.C. G.S. Section 160A-463(b), the Chairmen of the Boards of Commissioners of the undersigned units of local government provide that the designated

Chief Elected Official from Haywood County shall be authorized to exercise the functions of the Southwestern Workforce Investment Area Chief Elected Official, which are required under the Workforce Innovation and Opportunity Act.

ARTICLE IV. DURATION

In accordance with N.C. G.S. Section 160A-464(2), this agreement shall become effective on the date of the last County Commissioner Chairman's signature and shall continue in effect until the local Workforce Development Area is re-designated by the Governor of North Carolina or by termination of this Agreement by a member unit of government as provided for in Article XI.

ARTICLE V. ASSURANCES AND CERTIFICATIONS

The member units will comply with the requirements of the Workforce Innovation and Opportunity Act, and regulations promulgated there under, all other applicable federal regulations, the statutes of the State of North Carolina, and written directives and instructions relevant to local workforce development area operation from the Governor of North Carolina or his/her designee.

ARTICLE VI. FINANCING

1. In accordance with N.C. G.S. Section 160A-464(5), it is anticipated that funding necessary to implement this agreement will be derived from federal grant funds received through the Governor.
2. The units of local government acknowledge that they are jointly and severally accountable for liabilities arising out of activities under the Workforce Innovation and Opportunity Act, and all funds received by the local workforce development area pursuant to WIOA. Liability includes, but is not limited to, responsibility for prompt repayment from non-program funds of any disallowed costs by the administrative entity of the local workforce development area, or any of its sub recipients or contractors, or the Workforce Development Board.
3. Nothing contained in this Article (VI) shall be interpreted so as to prohibit the member county or counties from seeking contribution or indemnification from and sub-recipient, service provider, contractor, or from any other such responsible person or entity.
4. Any entity of joint agency created or designated by this local workforce development area, including the Workforce Development Board, and Administrative Entity, shall be considered a public agency for the purposes of the Local Government Budget and Fiscal Control Act.

ARTICLE VII. ESTABLISHMENT OF SOUTHWESTERN WORKFORCE DEVELOPMENT BOARD

The member units of government agree that the Southwestern Workforce Development Board shall be established in accordance with Section 107 of the Workforce Innovation and Opportunity Act and applicable State of North Carolina laws including G.S. 143B-438.11

The Chief Elected Official, as noted in Article II. 4., shall appoint members of the Workforce Development Board from among persons nominated in accordance with the Workforce Innovation and Opportunity Act.

The composition of the Southwestern Workforce Development Board shall conform with the requirements of Section 107 of the Workforce Innovation and Opportunity Act.

ARTICLE VIII. APPOINTMENT OF PERSONNEL

Appointment of personnel shall be as described in the Southwestern Workforce Development Board/Chief elected Official Agreement.

ARTICLE IX. REAL PROPERTY, EQUIPMENT AND SUPPLIES

The Southwestern Workforce Development Consortium will follow all Workforce Innovation and Opportunity Act requirements governing the title, use and disposition of real property, equipment and supplies purchased with federal funds.

ARTICLE X. AMMENDMENTS

In accordance with N.C. G.S. Section 160A-464(7), this agreement may be amended at any time upon the consent of all parties as evidenced by resolution of the Chairmen of the Boards of Commissioners of the undersigned units of local government and as approved by the State.

ARTICLE XI. TERMINATION

In accordance with N.C. G.S. Section 160A-464(8), the undersigned units of local government may request termination of this agreement at any time upon six months prior written notice, such termination to be effective when the Governor considers local Workforce Development Area re-designations or at the end of the then current grant administration agreement program year.

ARTICLE XII. RATIFICATION

This agreement shall be effective upon ratification by the Boards of Commissioners of each of the undersigned units of local government.

CHEROKEE COUNTY

Signed this the _____ day of _____, 2015

C. B. McKinnon
Chairman, Board of County Commissioners
Cherokee County

CLAY COUNTY

Signed this the _____ day of _____, 2015

Ed Roach
Chairman, Board of County Commissioners
Clay County

GRAHAM COUNTY

Signed this the _____ day of _____, 2015

Keith Eller
Chairman, Board of County Commissioners
Graham County

HAYWOOD COUNTY

Signed this the _____ day of _____, 2015

Mark S. Swanger
Chairman, Board of County Commissioners
Haywood County

JACKSON COUNTY

Signed this the _____ day of _____, 2015

Brian T. McMahan
Chairman, Board of County Commissioners
Jackson County

MACON COUNTY

Signed this the _____ day of _____, 2015

Kevin Corbin
Chairman, Board of County Commissioners
Macon County

SWAIN COUNTY

Signed this the _____ day of _____, 2015

Phillip Carson
Chairman, Board of County Commissioners
Swain County

Southwestern Workforce Development Board and Chief Elected Official Agreement

This Agreement effective July 1, 2015, by and between the Chief Elected Official, who is the authorized representative of the units of general local government within the Southwestern Workforce Development Consortium (hereinafter referred to as Area or Consortium) and the Southwestern Workforce Development Board, (Hereinafter referred to as the Workforce Board).

This Agreement acknowledges:

- That the United States Congress has established the Workforce Innovation and Opportunity Act (WIOA), Public Law 113-128, and charged the State of North Carolina with the designation of local areas;
- The Consortium has been designated as the local area for the units of local government for the Counties of Cherokee, Clay, Graham, Haywood, Jackson, Macon and Swain;
- The WIOA established the Workforce Development Board and the Chief Elected Official as local partners in the implementation of WIOA; and,
- The Workforce Development Board and the Chief Elected Official define the scope of their partnership by means of this agreement.

It is mutually agreed by the Chief Elected Official, who is the authorized representative of the units of local government with the Consortium, and the Workforce Board that the following apply:

I. Selection of the Grant Recipient

The Chief Elected Official shall be the WIOA Grant Recipient pursuant to Section 107(d)(12)(i)(I) of the Workforce Innovation and Opportunity Act.

II. Selection of Local Fiscal Agent

Southwestern Planning and Economic Development Commission shall be the WIOA fiscal agent pursuant to Section 107(d)(12)(i)(II) of the Workforce Innovation and Opportunity Act.

III. Responsibilities of the Grant Recipient

In accordance with the Workforce Innovation and Opportunity Act, the Chief Elected Official, as Grant Recipient, will have responsibility for:

1. the award of contracts and the disbursement of funds;
2. the eligibility of those enrolled in its programs;

3. preventing misuse of funds and taking action against its contractors, sub-grantees, and other recipients to eliminate abuses in the programs they operate;
4. implementing the provisions of the Workforce Innovation and Opportunity Act; implementing the provisions of pertinent federal regulations, state administrative policies and directives promulgated by the NC Division of Workforce Solutions which are applicable to the implementation and administration of the Southwestern Workforce Development Consortium local Workforce Plan.

IV. Workforce Development Board Appointments

The Chief Elected Official will appoint members to the Workforce Board in accordance with WIOA Section 107.

V. Appointment of Personnel

Southwestern Planning and Economic Development Commission shall provide staff for the administration of the Workforce Board.

VI. Procedure for the Development of a Workforce Innovation and Opportunity Act Local Plan

- A. With guidance from the Workforce Board and the Chief Elected Official, staff of Southwestern Planning and Economic Development, Workforce Division will develop the Local Plan in accordance with the authorizing Act, regulations promulgated there under and instructions provided by the NC Division of Workforce Solutions. Staff will present the Plan to the Workforce Board and the Chief Elected Official for review and approval prior to submission.
- B. The Workforce Board and Chief Elected Official shall submit a local Workforce Plan to the Governor as described in the Workforce Innovation and Opportunity Act.

VII. Oversight

In accordance with WIOA Section 107(d)(8), the Workforce Board in partnership with the Chief Elected Official, shall be responsible for exercising oversight of activities under the local Workforce Plan. Such oversight shall be in accordance with procedures established by the Workforce Board.

VIII. Modification of Agreement

This Agreement may be amended, supplemented or superseded only by an affirmative vote of the majority of the members of the Workforce Board and the Chief Elected Official. Parties to the Agreement shall be given at least thirty (30) days written notice

of such proposed change. The North Carolina Department of Commerce Division of Workforce Solutions shall be notified immediately if this Agreement is modified.

IX. Terms and Duration of Agreement

This agreement shall be in effect until modified or terminated upon thirty (30) days written notice by either party; or through termination of the Workforce Innovation and Opportunity Act. The North Carolina Department of Commerce Division of Workforce Solutions shall be notified immediately if the Agreement is terminated.

APPROVED:

Dennis Myers

Michael T. Sorrells

(Signature)

(Signature)

Chairman, Southwestern WDB

Chief Elected Official

(Date)

(Date)

**SOUTHWESTERN NORTH CAROLINA
WORKFORCE DEVELOPMENT BOARD**

BY-LAWS

ARTICLE I

The Board

- Section I.** Name: The name of this organization shall be the Southwestern North Carolina Workforce Development Board, hereinafter referred to as the SWNCWDB.
- Section II.** Authority: The SWNCWDB is authorized under Public Law 105-220, Workforce Investment Act of 1998; 20 CFR Part 652; and Governor's Executive Order 90.
- Section III.** Purpose: It is the purpose of the SWNCWDB to establish policy and exercise oversight for all workforce development activities authorized under the Workforce Investment Act of 1998 {P.L. 105-220} (hereinafter referred to as, the Act), the Welfare-to-Work Grant Program, as authorized under Title IV of the Social Security Act {42 U.S.C. 601, et seq.}, and other applicable programs within the seven counties of the Southwestern North Carolina Workforce Development Consortium, and in partnership with the county governments within that area, in accordance with the Act. Duties include:
1. Develop, in partnership with the chief elected official, a local Workforce Investment Act Plan to the Governor;
 2. Designate or certify, or terminate for cause the eligibility of one-stop (JobLink Career Center) operators, consistent with section 121 (d) of the Act;
 3. Appoint and establish a Youth Council to propose youth service strategies in the region. The Youth Council by-laws shall be established and amended only at the discretion of the SWNCWDB.
 4. Coordinate all youth activities (as authorized under Section 129 of the Act); identify eligible providers of youth activities in the seven counties of the Southwestern North Carolina Workforce Development Consortium by awarding grants or contracts on a competitive basis based on the recommendations of the SWNCWDB-Youth Council; identify eligible providers of training services in the seven counties of the Southwestern North Carolina Workforce Development Consortium (as described in Section 134 (d)(3) of the Act); identify eligible providers of intensive services (as described in Section 134 (d)(4) of the Act) in the seven counties of the Southwestern North Carolina Workforce Development Consortium, provided the one-stop (JobLink Career Center) operator does not provide these services, by awarding grants or contracts on a competitive basis based on the recommendations of the SWNCWDB-Youth Council;
 5. Identify eligible providers of training services as described in 134 (d)(4) and consistent with Section 122 of the Act; identify skill-training occupations in demand in the Southwestern North Carolina Workforce Development Consortium area;
 6. Develop an administrative structure including budgets, expenditure procedures, staff support, and solicit grants and donations for the purpose of sufficiently

carrying out the duties of the SWNCWDB (as defined in this section), and as designated by the Chief Elected Official (in cooperation with the Governor); serve as a local grant sub-recipient or local fiscal agent for these funds;

7. Conduct oversight with respect to local programs of youth activities authorized under Section 129 of the Act, local employment and training activities authorized under Section 134 of the Act, and the one-stop (JobLink Career Center) delivery system;
8. Negotiate, in cooperation with the Governor, and reach agreement on local performance measures as described in Section 136 (c) of the Act;
9. Assist the Governor in developing the statewide employment statistics system described in Section 15 (e) of the Wagner-Peyser Act;
10. Coordinate the workforce development activities required under this section with economic development strategies and develop other employer linkages with such activities;
11. Promote participation of private-sector employers in the statewide workforce development system to ensure the effective provision, through the system, of connecting, brokering, and coaching activities, through intermediaries such as the one-stop (JobLink Career Center) operators or through other organizations, to assist such employers with meeting hiring needs;
12. Other duties determined to be appropriate by the Chairperson of the SWNCWDB.

ARTICLE II

Membership

The Southwestern North Carolina Workforce Development Board in accordance with all federal and state law and regulations, and in cooperation with the Governor and the State Workforce Development Board, shall be appointed by the Chief Elected Official for the Southwestern North Carolina Workforce Development Consortium, as defined by the Act.

Section I. Terms of Membership: Terms of appointment shall be established such that terms shall be for two (2) years. The initial terms of six members shall expire June 30, 2000 , and the terms of the remaining members shall expire June 30, 2001. All subsequent appointees shall have terms that expire on the June 30 for a period not more than two (2) years from the appointment date. Staggered terms are established to ensure that at any given time half of the members are experienced in SWNCWDB functions. A member may be re-appointed to any number of terms. A vacancy occurring prior to the expiration of a two-year term of any member shall be filled using the procedures prescribed for all SWNCWDB other appointments. Members may serve until a replacement is appointed.

Section II. Membership Categories: Membership of the SWNCWDB shall include:

1. Representatives of business within the Southwestern North Carolina Workforce Development Consortium area who
 - a. are owners of businesses, chief executive or operating officers of businesses, and other business executives or employers with optimum policy-making or hiring authority;

- b. represent businesses with employment opportunities that reflect the employment opportunities of the local area; and
 - c. are appointed from among individuals nominated by local business organizations and business trade associations;
- A minimum of 51 percent of the members of the SWNCWDB shall be representatives of the business community as defined above;
- 2. A representative of local educational entities, specifically one who represents local education entities including secondary, post-secondary and adult education or literacy.
 - 3. A representative of a local labor organization or appropriate trade council;
 - 4. A representative of a local Community-Based Organization;
 - 5. A representative of local rehabilitation programs, specifically one who represents an agency or discipline within the field of providing assistance to individuals with disabilities such as the NC Division of Vocational Rehabilitation;
 - 6. A representative of the local Public Employment Agency, specifically an individual representing the NC Department of Commerce-Division of Workforce Solutions;

ARTICLE III

Officers

- Section I.** Chairperson: The SWNCWDB shall elect a member as chairperson from among those private-sector representatives described in Article II Section II (1.) above, pursuant to the Act. The Chairperson shall preside at meetings, appoint committees, and, utilizing Workforce Development Board staff support, perform other duties as directed by the SWNCWDB.
- Section II.** Vice-Chairperson: The SWNCWDB shall elect a member as Vice-Chairperson who will perform executive duties for the SWNCWDB at the discretion of the Chairperson. The duties of the Vice-Chairperson shall be to conduct the business of the SWNCWDB in the absence of the Chairperson and other duties as assigned by the Chairperson.
- Section III.** Term of Office: The term of office shall be for a period of one (1) year. Officers may succeed themselves, however, the Chairperson may serve for not more than two (2) consecutive terms.
- Section IV.** Elections: The terms of office shall begin immediately after adoption of these by-laws by the SWNCWDB, or on January 1, 2000, whichever comes first. Elections shall be held at the last regularly scheduled SWNCWDB meeting prior to the expiration date of the term for that officer.

ARTICLE IV

Staff

Staff Support of SWNCWDB Activities: The SWNCWDB shall be supported in the performance of its official duties as defined in Article I Section III by the staff of the Southwestern North Carolina Planning

and Economic Development Commission employed for the administrative, technical and support needs of the Southwestern North Carolina Workforce Development Consortium. This staff shall be responsive to the needs of the SWNCWDB and shall initiate and generate those actions necessary to support the SWNCWDB in its mandated functions.

ARTICLE V

Board Meetings

- Section I.** Regular Meetings: The SWNCWDB shall meet at least quarterly at the call of the Chairperson. Notification of meetings shall be sent by the support staff, as defined in Article IV, to all members no less than two (2) weeks prior to any regular meetings scheduled by the SWNCWDB.
- Section II.** Special Meetings: The Chairperson may call special meetings of the SWNCWDB, as required. Upon receipt of a written request by the Chairperson from the support staff, as defined in Article IV, the Chairperson shall call a special meeting to convene within fourteen (14) days. Notification of these special meetings shall be sent by the support staff, as defined in Article IV, to all members providing each member as much prior notice as is possible.
- Section III.** Quorum: A majority of the SWNCWDB membership shall constitute a quorum for the transaction of business.
- Section IV.** Voting: All actions of the SWNCWDB shall be determined by a majority vote of the members present, except the adoption of amendments to the By-laws which shall be a two-thirds vote of the members present. Each member of the SWNCWDB shall have one vote and no proxy vote shall be allowed by other representatives.
- Section V.** Attendance: Positions of SWNCWDB members who miss three successive meetings may, at the discretion of the SWNCWDB Chair, be declared vacant.
- Section VI.** Order of Business: The Chairperson shall be responsible for orderly business of the SWNCWDB and for calling items of the agenda. During the course of considering items on the agenda, only members of the SWNCWDB shall participate in discussion except by prior arrangement with the Chairperson, upon request of a member of the SWNCWDB or during a public participation period. Items not included on the agenda may be considered if approved by a majority vote of those members present.
- Section VII.** Agenda: The agenda for SWNCWDB meetings shall be developed by the support staff, as defined in Article IV, in consultation with the Chairperson.
- Section VIII.** Rules: All procedures of the SWNCWDB not set forth in these By-laws shall be governed by the rules set forth in the current edition of Robert's Rules of Order, Newly Revised.
- Section IX.** Open Meetings: All meetings of the SWNCWDB shall be open and accessible to the general public, and minutes shall be maintained and mailed with the next regular meeting's agenda prior to that meeting.
- Section X.** Conflict of Interest: No member of the SWNCWDB shall cast a vote on the provision of services by that member (or any organization of which that member directly represents) or vote on any matter that would provide direct financial benefit to that member or immediate family member. Immediate family is defined as spouse, parent, child or

sibling. Questions as to whether a conflict of interest exists shall be resolved by the Chairperson.

Section XI. Reimbursement of Travel: Travel reimbursement and subsistence payments may be made to any SWNCWDB member who has incurred personal costs while in execution of official duties of the SWNCWDB, provided those costs would not otherwise be paid by his/her employer or some other entity. All costs incurred must be approved by the support staff in accordance with federal and state law, all applicable regulations, and all applicable policies of the Southwestern North Carolina Planning and Economic Development Commission, and will be paid on a cost reimbursement basis (except in cases where special travel advances have been approved). Final approval for all travel and subsistence payments is at the discretion of the Executive Director of the Southwestern North Carolina Planning and Economic Development Commission.

ARTICLE VI

Committees

Ad Hoc Committees: Ad Hoc Committees may be established by the SWNCWDB as required to deal with specific issues. Members of said committees shall be designated by the Chairperson.

ARTICLE VII

Plan Amendment Procedures

The Chairperson may amend the SWNCWDB Workforce Investment Act Plan without a formal vote of the SWNCWDB. Such amendment (s) shall be made only if the following conditions apply:

1. All SWNCWDB members are notified on or before the next regularly scheduled meeting of the SWNCWDB;
2. The proposed amendment does not substantially alter the logic, intent, services, and goals of the program; and
3. Contracted funding levels are not altered by more than 20%, in total.

ARTICLE VIII

By-Law Amendments

Adoption of amendments to these By-laws governing functions of the SWNCWDB may be amended at any regular meeting of the SWNCWDB by a two-thirds vote of the members present, provided the amendment has been submitted in writing to the SWNCWDB members seven (7) days prior to the meeting. In the event that changes are made to the By-laws by the SWNCWDB, such changes shall be transmitted to each member of the SWNCWDB on or before the next regularly scheduled meeting.

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