

Chief Elected Officials of Southeast Arkansas

# BY-LAWS

## Southeast Arkansas Workforce Development Area

### ARTICLE I

#### NAME, AUTHORITY & PURPOSE

- Section I** The official name of this Board shall be the Chief Elected Officials (CEO) of the Southeast Arkansas Workforce Development Area; hereinafter, referred to as the “CEOs” or “CEO Board.”
- Section II** The CEO board is formed under the Workforce Innovation and Opportunity Act (WIOA) and Arkansas WIOA Law/Arkansas Senate Bill 791, signed by the Governor of Arkansas.
- Section III** The CEOs chair shall be the official signatory authority for this board; representing the full board.
- Section IV** The CEO Board has as its purpose: carrying out all of those duties and responsibilities assigned to the Chief Elected Officials by said Act and said Senate Bill, in addition to roles and responsibilities detailed in the CEO SEAWDB Partnership Agreement.

### ARTICLE II

#### MEMBERSHIP

- Section I** The Chief Elected Officials (CEOs) for the Southeast Arkansas Workforce Development Area (SEAWDA), include the County Judges, the Mayors of First-Class Cities, and the Mayors of County Seats from the following counties in Southeast Arkansas: Arkansas, Ashley, Bradley, Cleveland, Chicot, Desha, Drew, Grant, Jefferson and Lincoln counties.
- Section II** Members of the CEO Board shall serve until he/she ceases to be a chief elected official or withdraws from the Board on their own volition whichever occurs first. Upon the absence of a member on the CEO Board or the cessation of services as a chief elected official, a new Chief Elected Official representative shall be chosen. In the instance of a replacement or interim chief elected official, the newly elected or appointed CEO of that municipality will serve out the duration of the term.
- Section III** Each member of the CEO Board shall have equal standing and shall have one vote in all matters of business brought before this Board.

### ARTICLE III

#### OFFICERS COMMITTEES & ELECTIONS

- Section I** The officers of the CEO Board shall consist of a Chairman, Vice Chairman, and Executive Committee. The Chairman possesses the powers granted thereto, formally call CEO Board meetings, preside over the meetings of the CEO Board, shall have the power to sign documents on behalf of the Board, and shall generally possess the powers of the Chief Executive Officer of

the Board in addition to any other powers granted by these bylaws. The Vice-Chairman shall succeed to all of the powers of the Chief Elected Official in the Chairman's absence.

**Section II** There shall be an Executive Committee of the CEOs, which shall be led by the CEO chair. The CEO Executive Committee shall consist of one member from each county for a total of eleven (11) members: (the CEO chair, as chair of the Executive Committee plus one representative from each of the ten counties comprising the SEAWDA). The Executive Committee shall have the authority to act and function on behalf of the CEOs. The decisions of the Executive Committee shall be implemented immediately and will be ratified at the next full CEO meeting by simple majority vote or by signatory authority of a simple majority. The CEO chair shall not vote on any matters before the Executive Committee except in the event of a tie, in which case he shall cast the tie-breaking vote. The Executive Committee shall meet as necessary at such times and locations as shall be called by the chair.

**Section III** Elections: The CEOs shall nominate, from among themselves, one CEO to serve as the chair of the CEOs who will also serve as the liaison between the SEAWDB and the CEOs.

The CEOs from within the county political boundary, in which they serve, shall nominate from among them a (one) representative to serve on the CEO Executive Committee. A Vice-Chairman for the Board shall be elected from amongst the 10 representatives of the Executive Committee.

**Section IV** All officers, including the executive committee, shall serve a two (2) year term, with the option of renewal for additional terms. Terms shall expire on June 30<sup>th</sup> of the second year; or until their successors are elected or appointed.

**Section V** Nomination of officers to fill vacant positions shall be made from the floor at a Meeting of the CEO Board. The nominee receiving a vote of majority, defined as 51% of the membership present shall be declared elected. At a meeting of the CEO Board, the newly elected officers will take office immediately after the vote.

#### **ARTICLE IV MEETINGS, QUORUM**

**Section I** The CEOs shall meet as a body at least once annually, or more often as necessary. The chair of the CEOs is authorized to sign documents, call meetings, or otherwise take action on behalf of the CEOs as required.

**Section II** Roberts Rule of Order shall govern all meetings of the CEO Board.

**Section III** A quorum is defined as 51% of the CEO Board. Quorum for Executive Committee shall consist of 51% of Executive Committee members.

**Section IV** Any action of the Board may be taken by a simple majority vote.

**Section V** Board Member proxies shall only be used for the purpose of establishing a quorum in meetings. Voting by proxy is prohibited.

**Section VI** CEO Board members may participate in a meeting by telephone or similar communication device or by Web-based video. Such participation in a meeting shall be deemed present in person at such meeting.

**Section VII** All meetings will be conducted in an open manner and operate under the “Sunshine provision” of WIOA and adhere to “FOIA” regulations.

**ARTICLE V  
OPERATION/CONFLICT OF INTEREST**

**Section I** A CEO Board member shall not cast a vote on, nor participate in any decision making capacity or the provision of services by such member (or any other organization which that member directly represent), nor on any matter in which the CEO Board member has an interest or which would provide any direct person financial benefit to that member. Board members shall abstain from such votes and the meeting minutes should record the abstention.

**Section II** The CEO Board shall not contract with, directly or through a business entity, a member of the Board, a relative of the Board member, or an employee of the Board. Board members who have potential conflicts or contracts may remain on the respective boards until the Board Certification has been determined in accordance with the Federal Workforce Innovation and Opportunity Act. To prevent conflicts of interest, elected officials serving on the Board shall sign a conflict of interest/disclosure statement upon accepting a position on the CEO Board disclosing any and all potential conflicts.

**ARTICLE VII  
CEO APPOINTMENTS TO SEAWDB**

**Section I** The WIOA requires the establishment of a LWDB to provide policy guidance for, and exercise oversight with respect to, activities under the employment and training program for its workforce development area in partnership with the general local governments within its LWDA; and it is the responsibility of the CEOs in the SEAWDA to appoint members of the Southeast Arkansas Workforce Development Board (“SEAWDB”), in accordance with the WIOA and Ark. Code Ann. §15-4-3701, *et seq.* (“AWIOA”).

**Section II** The CEO Board shall enter into a partnership agreement with the SEAWDB. The agreement must detail the roles and responsibilities of each entity and describe the Membership Process for appointments to the SEAWDB. *\*Also see SEAWDB Membership Process Policy*

**ARTICLE VIII  
FISCAL AGENT/GRANT RECIPIENT**

**Section I** **Local Grant Recipient for Funds Allocated to SEAWDA**  
As provided under Ark. Code Ann. §15-4-3711(a)(16)(B), the CEOs shall serve as the local grant recipient for, and shall be liable for any misuse of, the grant funds allocated to the SEAWDA, and bear such liability. In order to assist in the administration of the grant funds, the CEOs may designate an entity to serve as a local grant subrecipient for such funds or as a local fiscal agent, as provided under Ark. Code Ann. §15-4-3711(b)(1)(A). Such designation shall not relieve the CEOs of the liability for misuse of the funds.

The CEOs appointed the Southeast Arkansas Economic Development District, Inc. (“SEAEDD”) as the local grant subrecipient and local fiscal agent for the SEAWDA. There shall be a separate written agreement with SEAEDD.

**Fiscal Responsibility** – The CEOs shall be liable to the State or Federal governments from non-WIOA funds, any amounts determined to have been a misappropriation of funds as provided in

WIOA Section 184(d), upon a determination by the Secretary, United States Department of Labor, that the misappropriation is due to 1) willful disregard of the Act and accompanying rules and regulations, 2) gross negligence, or 3) failure to observe accepted standards of administration (referred to as an "audit exception" or an "administrative finding" which determination is required by WIOA to be preceded by notice and opportunity for hearing. In the event WIOA expenditures are disallowed and CEOs are unsuccessful at obtaining repayment from Arkansas Department of Workforce Services or the Southeast Arkansas Workforce Development Board, each county shall be responsible for a portion of any such liability. To manage any such required repayment of misappropriation(s), all of the counties represented hereby assume responsibility to make the required payment(s) required under WIOA. Reimbursement from each CEO in proportion to the total population of each such CEO in comparison to the total population of the SEAWDA at the time the misappropriation(s) occurred; provided that the population of a smaller CEO (i.e., a city) which is contained within the jurisdiction of another larger CEO (i.e., a county) shall be deducted from the larger CEO's population for purposes of determining proportionate payments.


**ARTICLE IX  
AMENDMENTS**

**Section I** CEO Board By-Laws represent the governing rules and practices of this board. These bylaws may be amended, superseded only by an affirmative vote of a majority (51%) at any regular or called CEO Board meeting; however, all members shall be provided notice of contents of such proposed amendments and meeting site prior to the meeting. Information disseminated may be in the form of mail, facsimile, or email notice.

**Section II** By-laws, in addition to amendments or changes, shall be made public.

(Adopted on October 10, 2019)

Authorized Signatures:

  
Judge ~~Gary Spears~~, Chief Elected Officials of Southeast Arkansas, Chairman 10/10/2019  
Date  
Randy Pruitt