

**Bylaws of the
Southwestern Area
Workforce Development Board**

**ARTICLE I
ESTABLISHMENT**

- A. The Southwestern Area Workforce Development Board of the State of New Mexico is established in accordance with the Workforce Innovation and Opportunity Act Section 107 (a) and (b) and the State of New Mexico Workforce Development Act (WDA) Statutes and Regulations.

**ARTICLE II
NAME**

- A. The name of this Board shall be The Southwestern Area Workforce Development Board, hereinafter referred to as the SAWDB.

**ARTICLE III
PURPOSE**

- A. It shall be the purpose of the SAWDB to set policy for, and provide operational oversight of, the local workforce system geographically comprised of the counties of Catron, Socorro, Grant, Sierra, Luna, Doña Ana, and Hidalgo for the State of New Mexico.
- B. The purpose of the SAWDB shall not preclude direct relationships between any local government and any other regional job development organization, public or private.
- C. The SAWDB shall remain autonomous with each of the local governments in the SAWDB and retain all rights and authority provided to them under their charters and ordinances, the laws of the State of New Mexico, or any other procedures and regulations not in conflict with state or federal law.
- D. The intent of the SAWDB is to carry out functions and responsibilities according to the Act and its Regulations under WIOA.
- E. The SAWDB shall assist the Governor, recommend, comment, plan, coordinate, review, identify, provide, develop, monitor, advise, and report as follows:
- (1) Provide a forum to facilitate the development of workforce training and development under the WIOA and WDA.

- (2) Increase the capacity of each local government to assist in the development of programs that will provide meaningful job opportunities to all of its citizens.
- (3) Provide and support workforce development initiatives to the New Mexico Legislature, the Governor of New Mexico, the New Mexico Department of Workforce Solutions (NMDWS), and other local, state, and federal executive and legislative branches of government.
- (4) Enhance productivity of business competitiveness of New Mexico Business and Industry.

ARTICLE IV DUTIES AND RESPONSIBILITIES

A. The SAWDB will carry out its duties and responsibilities according to the federal WIOA, the New Mexico WDA, and all federal and State regulations duly promulgated under these acts.

B. Specifically, as set forth in the WDA, the SAWDB shall:

- (1) Advise the New Mexico State Workforce Development Board (hereinafter referred to as the “State Board”) on issues relating to regional and local workforce development needs.
- (2) Develop and submit to the State Board and the Governor a Southwestern Area five- year workforce plan that shall be updated and revised annually in accordance with the WIOA.
- (3) Designate or certify one-stop program operators in accordance with the WIOA
- (4) Terminate, for cause, the eligibility of one-stop operators.
- (5) Select providers and provide grants to youth activity providers in accordance with the WIOA.
- (6) Identify eligible training and intensive service providers in accordance with the WIOA.
- (7) Develop a budget subject to the approval of the chief elected officials of the SAWDB.
- (8) Develop and negotiate local performance measurements, as described in the WIOA, with the chief elected officials of the Southwestern Area and the Governor.
- (9) Ensure linkages with economic development activities.

- (10) Encourage employer participation and assist employers in meeting their hiring needs.
- (11) Conduct oversight of; local programs and youth programs, in partnership with the chief elected officials, authorized pursuant to the WIOA; employment and training activities pursuant to the WIOA; and the one-stop delivery system in the Southwestern Area.

C. Provide information regarding the following:

- (1) The Southwestern Area plan
- (2) Membership of the SAWDB
- (3) Designation and certification of one-stop operators; and the award of grants or contracts to eligible providers of youth activities.

D. The SAWDB shall also:

- (1) Develop a partnership agreement with the Chief Elected Officials, in accordance with 20 CFR 679.310 and DWS 16-003, addressing the following requirements. The SAWDB,
 - (2) in partnership with the chief elected official(s), must set policy for the workforce development system within the local area, consistent with State policies.
 - (3) and their chief elected official(s) must enter into an agreement that describes the respective roles and responsibilities of the respective parties.
 - (4) in partnership with their chief elected official(s), must develop the local plan consistent with WIOA, the State Combined Plan, and other administrative entity requirements, performs the following functions (per WIOA sec. 107(d) and 20 CFR Part 679.370).
- (5) Review and evaluate the performance of all Southwestern Area Workforce
- (6) Development activities and state agencies involved with workforce development.
- (7) Develop coordination with the State Board regarding its linkages with the State Board of Education to ensure coordination and no duplication of vocational education, apprenticeship, adult education, and vocational rehabilitation programs with other workforce development and training programs.
- (8) Provide policy advice, in coordination with the State Board, regarding the application of federal or state laws that pertain to workforce development.

- (9) Provide information for the annual report for the State Board and the Governor.
- (10) Annually review, for potential inclusion in the Southwestern Area five-year plan, any goals, objectives, and policies submitted by state agencies involved in workforce development activities in the Southwestern Area.
- (11) Administer WIOA funds allocated to the Southwestern Area workforce activities pursuant to the WIOA and WDA.
- (12) Contract with public entities to further the directives of the WIOA and WDA as deemed necessary.
- (13) Assist with statewide employment statistics system under Wagner-Peyser.

ARTICLE V MEMBERSHIP

A. Membership of the SAWDB: Pursuant to Section 107 of the WIOA, Southwestern Area membership shall include the following:

- (1) Board members shall be appointed by the chief elected officials of the SAWDB, based on criteria established by the Governor and the State Board. The staggered terms are determined by the chief elected officials and are generally for a period of two years. There are no term limits.
- (2) The composition of the SAWDB shall be in compliance with Section 107 (b) (2)(A),(B), and (C) of the WIOA. officer, or other individual with optimum policy-making or hiring authority.
- (3) The SAWDB shall contain “a minimum of fifty-one percent (51%) of its members coming from the private sector and shall also include representatives of education, labor, government, economic development, and community-based organizations, and others as appropriate.”
- (4) Terms of Appointments pursuant to Section 107 (c)(2) of the WIOA, the Governor shall certify the membership of the SAWDB once every two years.
- (5) Board member appointments shall be staggered so that a portion of the memberships expire in alternate years.
- (6) Consideration of all appointments shall include gender, ethnicity, categorical representation, and geographic diversity.
- (7) The mandatory orientation for new members pursuant to the Act shall include specific duties and responsibilities of individual board members.

- (8) The SAWDB members, who miss three consecutive scheduled Board and/or Committee meetings without cause, will be considered to have resigned their Board position. Their name shall be submitted to the Chief Elected Officials in writing for replacement to be made. Exceptions are based on absences for a special reason, as determined by the SAWDB Chair. The affected member may request their retention in writing and receive written approval from the AE, with approval from the SAWDB Chair.
- (9) A vacancy/replacement on the SAWDB shall be filled in the same manner as regular appointments.
- (10) Section 107 (b)(2) and 20 CFR 679.320 (b) requires a majority of the board represent businesses in the local area and meet the criteria of (1) Be an owner, chief executive officer, chief operating officer or other individual with optimum policy-making or hiring authority; and (2) Provide employment opportunities in in-demand industry sectors or occupations, as those terms are defined in WIOA sec. 3(23). A majority of members of the SAWDB shall be from the private sector.
- (11) At least 20 percent of the members of the Local WDB must be workforce representatives.
- (12) Vacancies on the SAWDB shall exist upon the death, resignation, or removal of a member.
- (13) A person selected to fill a vacancy as provided in these bylaws shall hold office for the unexpired term of her/his predecessor or until her/his death, removal, or resignation.

B. Membership Responsibilities:

- (1) Members shall have the responsibility to inform the SAWDB, through her/his designated representative, of any changes in status which would affect their categorical representation.
- (2) All members must go through the “Mandated Training Certification” process to complete membership on the Board.

C. Committee Service:

- (1) Members shall serve on committees, subcommittees, and taskforces as appointed by the SAWDB Chair. SAWDB members may serve on more than one committee. The board chair will be a member of all committees.
- (2) Once a committee meeting date has been set by the Committee Chair and its

Members, the committee date can only be changed with that Committee Chair's prior approval before it can be rescheduled.

D. Conflict of Interest:

- (1) All members of the SAWDB, including the Chair, shall have the authority to vote on all matters that come before the Board where there is no conflict, or the appearance of a conflict of interest. The Code of Conduct/ Conflict of Interest Policy was approved and signed by the SAWDB and the CEO's on September 22, 2004. This Code of Conduct/ Conflict of Interest Policy applies to the members of the SAWDB, the CEO's, the SCCOG, Administrative Entity, Fiscal Agent, and all Adult and Youth Providers.

E. Compensation/Reimbursement of Expenses:

- (1) Members of the Southwestern Area Workforce Development Board (SAWDB) will receive a fixed and regular reimbursement according to rates set by Section 10-8-4 NMSA 1978 "Per Diem and Mileage Rates; In Lieu of Payment" for Board and all approved committee meetings in place of per diem and mileage, whether virtual or in-person.
 - a. Definition of virtual: Virtual means being on a computer or electronic device that allows for audio or video interaction at a meeting or activity.
 - b. Definition of in-person: In-person means involving a physical presence at a meeting or activity.
- (2) Non-voting board members, and government employees using government vehicles and receiving government compensation, are excluded from the \$95.00 fixed and regular reimbursement.
- (3) Board members traveling to special events and/or events at the request of the SAWDB, Board Chairman, or their designee will be reimbursed for expenses by submitting regular travel request forms.

F. Liability:

- (1) Members of the SAWDB and staff, while acting under the direction of the SAWDB, shall not be held personally liable for the debts, decisions, liabilities, or other obligations of the SAWDB.

G. Gifts and Contributions:

- (1) SAWDB members may not accept any contribution, gift, bequest, or devise of any property whatsoever that would personally or professionally benefit the member. Contributions, gifts, bequests, or other devises of property directly benefiting the WIOA mission and participants may be accepted without reimbursement of any kind to the donor.

H. Representation of the SAWDB:

- (1) Members appointed to the SAWDB are considered representatives of the State in matters of workforce development programs in the Southwestern area and are entitled to any rights attendant to membership on the SAWDB; however, no SAWDB member may take any action or carry out any activity on behalf of the SAWDB not permitted to be taken or carried out without the approval, by vote, of the SAWDB.

I. Staff:

- (1) Staff support for the SAWDB shall be provided as determined by resolution of the membership at scheduled meetings. Contract with staff shall include specific duties of administrative support staff.

J. Operating Procedures:

- (1) Operating procedures shall be adopted by the SAWDB for committees, staff, and the SAWDB.

**ARTICLE VI
OFFICERS**

A. The officers of the SAWDB, including the Chair and Vice-Chair, shall be members from the private sector and shall be nongovernmental persons:

- (1) **Chair:** The SAWDB Chair shall be elected by a majority of the SAWDB members present at scheduled meetings. The term of office of the Chair shall be for one (1) year and he/she shall preside at all meetings of the SAWDB and perform general and active management of the administrative business of the SAWDB. It shall also be the Chair's duty to:

- (a) Perform all duties that are incidental to his/her office and such other duties as may be required by the WIOA and the WDA, of which may be prescribed by the SAWDB.
- (b) Preside at meetings of the SAWDB and the executive committee
- (2) Execute legal documents when authorized by the SAWDB, the WIOA, and the WDA
- (3) Appoint all committees subject to the approval of the SAWDB, except as otherwise provided by the WIOA and WDA.
- (4) **Vice-Chair:** The term of the Vice-Chair shall be for one (1) year. The Vice-Chair shall also perform additional duties from time to time as assigned by the Chair.
 - (a) In the absence of the Chair or in the event of their inability or refusal to act, or if the office of Chair is vacant, the Vice-Chair shall perform all the duties of the Chair and, when so acting, shall have all the powers and be subject to all the restrictions of the Chair.
 - (b) The Vice-Chair shall have such other powers and perform such other duties as may be prescribed by the WIOA, the WDA, these bylaws, or the SAWDB.
- (5) In accordance with Section 107(b)(3) of the Workforce Innovation and Opportunity Act, only members of the private sector shall be qualified to serve as Chair and Vice- Chair to be voted on at the first meeting of the program year.
- (6) The start date for the Chair and Vice-Chair shall begin on September 1 of each year.
- (7) Upon approval of the SAWDB, the Chair may continue in office for two consecutive terms.
- (8) The SAWDB may elect such other officers as it deems appropriate and such officers shall serve such terms, have such authority, and perform such duties as may be prescribed by the SAWDB.
- (9) Any SAWDB Chair or Vice-Chair may be removed for cause by a two-thirds majority of the SAWDB at any scheduled or special meeting. Any board member, Chair, or Vice-Chair may resign at any time by giving written notice to the Chair or Vice-Chair. Any such resignation shall take effect on the date of such notice or any time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. In these events, the Board will appoint a temporary Chair and Vice-Chair to preside over the next meeting to have an election to fill the positions of Chair and Vice-Chair.

- (10) In the event of a vacancy of any office, other than that of Chair, the vacancy may be filled temporarily by appointment of the Chair until such time as the SAWDB shall fill that vacancy.
- (11) In the event that the Chief Elected Officials do not appoint the sitting Chair or Vice- Chair, at the next Board meeting there would be a special election held to fill the position of Chair and Vice-Chair.
- (12) In addition to the Chair and Vice-Chair, the Board may also appoint other board members to have signature authority for the purpose of banking and contracts.

ARTICLE VII MEETINGS

A. Regular and Other Meetings:

- (1) The SAWDB shall meet at least once each quarter. The time and location will be determined at a prior meeting. The State Board, the Chair, or a majority of SAWDB members, at his/hers/their discretion, may call special meetings. The time and location shall be determined by the individual(s) calling the meeting. All meetings shall be held in the Region 4 (Southwestern) of New Mexico.
- (2) The SAWDB member may participate in a meeting of the public body by means of a telephonic conference or other similar communications equipment as set forth in the New Mexico's Open Meetings Act, Section 10-15-1, and NMSA 1978 Compilation.

B. Open Meeting Requirements:

- (1) All meetings shall be in compliance with New Mexico's Open Meetings Act, Section 10-15-1, and NMSA 1978 Compilation. An open meeting resolution shall be adopted each year to establish reasonable notice of meetings.

C. Meeting Announcement:

- (1) Once the meeting date, time, and location are established and the agenda developed, a written announcement along with the agenda will be transmitted to all SAWDB members.
 - (a) All SAWDB members shall receive notice of any meetings at least ten (10) days prior to the date of the meeting. All SAWDB members shall receive notice of any special meeting at least three (3) days prior to the date of the

meeting. It shall be presumed that the addressee will receive the notice emailed or otherwise transmitted from the SAWDB office on the following business day.

- (b) Notice of all meetings shall specify the nature of business to be conducted at such meeting. No action can be taken except on business specified in the notice. New business, not specified in the notice, may be raised; no vote or action shall be taken on such business at that time.

D. Quorum:

- (1) A quorum of the SAWDB shall consist of a simple majority of the currently appointed membership. A quorum of a committee shall consist of a simple majority of the members of the specific committee. If a quorum is present, the affirmative vote of the majority shall be the official act of the SAWDB. A quorum of the SAWDB has been determined to be a simple majority of the respective membership, and a minimum of three members for committees.

E. Minutes:

- (1) Minutes of the proceedings for each SAWDB meeting shall be recorded and maintained in the permanent files for the SAWDB. A draft summary of the recorded minutes will be prepared and distributed to each member two weeks after a scheduled Board meeting. The minutes and agenda, as well as supporting and informational material of any meeting of the SAWDB, shall be made available to the public upon written request. Minutes for the committee meetings shall be recorded and made available upon request and will be maintained in the permanent files of the SAWDB.

F. Voting:

- (1) All members of the SAWDB, including the Chair, shall have the authority to vote on all matters that come before the Board where there is no conflict of interest or appearance of a conflict of interest.
- (2) As stated in the Code of Conduct/ Conflict of Interest Policy approved and signed by the SAWDB and the CEO's on September 22, 2004 , a member of the SAWDB, the CEO's, the SCCOG, Administrative Entity, Fiscal Agent, and all Adult and Youth Providers shall not vote on a matter under consideration by the Board relating to provision of services by the member, or by the entity the member represents, if such provisions of services might provide personal, private, or professional benefit to the member or his or her immediate family

or business represented.

- (3) A member shall abstain from any evaluation of an affiliate organization with which that member is associated.
- (4) In accordance with the NMAC 11.2.4.12, local boards are not permitted to use proxies or alternates as a delegation of local board duties.

ARTICLE VIII COMMITTEES

A. Committee Selection:

- (1) The SAWDB shall establish an Executive Committee and may establish such other committees or advisory groups as it deems necessary in order to carry out its duties and discharge its responsibilities. The Chair shall define the duties and responsibilities of all committees, subject to approval of the SAWDB. The Chair shall appoint committee members of all committees, but all such committee members and Chairs must be certified by a majority vote of a quorum of SAWDB members.
- (2) Appointments to all committees shall encompass categorical and geographical representations as broadly as possible to ensure that each committee reasonably represents the membership of the SAWDB.
- (3) When appointing committee members, the SAWDB Chair shall do so considering the knowledge, experience, and preference of the particular members so appointed.
- (4) The SAWDB Chair shall serve as an ex-officio member on all committees; however, the SAWDB Chair at his/ her discretion may appoint the Vice-Chair to serve as an ex-officio on all or part of the committees.
- (5) Committees shall elect their own Chair, in the event a Committee Chair resigns or is no longer a Board member, the Vice-Chair shall be Acting Chair until such time the committee elects a new Chair. The meeting of each committee to appoint its own Chair shall be at a time and place selected by the SAWDB Chair.

B. Executive Committee:

- (1) The Executive Committee ensures consistency of policies and action with the mission statement, core values, and strategic priorities of the Southwestern Area Workforce Development Board (SAWDB).

(2) Membership:

- (a) The Executive Committee shall consist of the Board Chair, the Vice-Chair, and the Chair of all standing committees. The SAWDB Chair may add one at-large voting member and non-voting advisory members as necessary. The Chair may appoint Ad Hoc committees as needed to support the work of the Board. Ad Hoc committees organized for addressing temporary work or issues are not considered standing committees.
- (b) The SAWDB Chair shall act as the Executive Committee Chair and will exercise the power to vote on the Executive Committee only to break a tie vote.
- (c) Terms on the Executive Committee are naturally staggered as officers and committee chairs change. In the event of interim vacancies, the Chair, with ratification of the Board, will appoint individuals to temporarily serve in the respective roles.
- (d) In the event of vacancy in the Chair position, the Vice-Chair will assume the responsibilities of the Chair until the position is filled.

(3) Committee Responsibilities:

- (a) The Executive Committee shall act on behalf of the SAWDB on business that cannot wait until the next regularly scheduled meeting as determined by the Chair. The Executive Committee may exercise all such powers in a manner consistent with the Board's mission statement and in the best interest of the Board.
- (b) All meetings of the Executive Committee will be held in accordance with the Open Meetings Act.
- (c) Meetings of the Executive Committee shall be called by the Chair and held in locations the Chair designates as appropriate.
- (d) A quorum consisting of a simple majority of the members of the Executive Committee is required to take official action on behalf of the Board. Proxies shall not be used to constitute a quorum.
- (e) The Executive Committee shall review and coordinate the work of the other committees prior to the Chair of those committees reporting to the SAWDB. The Executive Committee may recommend to the Chairs of the other committees that additional work be completed before reporting to the Board, but it may not block the Committee Chairs from reporting to the Board.

(4) Limitations:

- (a) The Executive Committee is accountable to report all actions taken to the Board. Any action taken by the Executive Committee must be in accordance with the Board's mission statement and is subject to ratification by the Board. Ratification may include revisions by the Board, provided that such revision does not affect any officer, employee, or third party that took action based on direction from the Executive Committee.
- (b) The Executive Committee shall not have the power or authority of the Board to elect, appoint, or remove any member of the Board, or any officer required to be elected by the Board; or in reference to amending or repealing of Board approved policies or bylaws; in addition, the Executive Committee shall not have the power or authority of the Board in reference to any matter which under these Bylaws or the Workforce Innovation and Opportunity Act is vested exclusively in the SAWDB or the CEO's.

C. Committee Description:

- (1) **Executive Committee:** This committee has the responsibility for reviewing and coordinating the work of the other committees prior to the Chair of those committees reporting to the SAWDB. This committee is accountable to and reports all actions taken to the Board. Any action taken by the Executive Committee must be in accordance with the Board's mission statement and is subject to ratification by the Board.
- (2) **Planning Committee:** This committee has responsibility for reviewing and making recommendations pertaining to workforce development planning and operation. This includes reviewing state and local plans, resources for those workforce areas, and identification of education needs for services and training. The Planning Committee shall develop a five-year plan with Board approval and CEO concurrence and annually review and update said plan as necessary, as outlined in the local plan.
- (3) **Monitoring/Performance Committee:** The responsibility of this committee is to oversee and evaluate workforce development areas and local programs for compliance with rules and regulations to determine program success or failure. Additionally, it will review and approve state and local performance goals, review monitoring and performance reports, make recommendations for recognition, award incentive grants for program success, take corrective action, and/or impose sanctions for non-compliance or program failure. The goal of this committee is to assure the continuous improvement of State training

programs.

- (4) **Disabilities Committee:** This committee will provide information and assist with operational and other issues relating to the provision of services to individuals with disabilities, including issues relating to compliance with section 188, if applicable, and applicable provisions of the Americans with Disabilities Act of 1990 (42 U.S.C. 12101 et seq.) regarding providing programmatic and physical access to the services, programs, and activities of the one-stop delivery system, as well as appropriate training for staff on providing supports for or accommodations to, and finding employment opportunities for, individuals with disabilities.
- (5) **One-Stop Partner Committee:** This committee will facilitate the integration of all the One- Stops Workforce Connections Centers in the Southwest area. They will make efforts to minimize program duplication, facilitate coordination and communication between agencies, employers, and training providers. The committee will research and identify employment and training activities, services available, and facilitate the interaction between the government and private sector to assure they do not overlap and are effective and efficient to promote a clear strategy leading to program success.
- (6) **Youth and Young Adult Committee:** This committee will provide recommendations to the SAWDB on matter related the WIOA Youth program, its related policies, measures, and practices. The committee shall also review the youth services provider's performance reports, to include quarterly performance measures.

ARTICLE IX ANNUAL REPORT

A. Annual Report:

- (1) SAWDB shall submit information to the WIOA State Administrative Entity to include in the annual report to the Governor, the New Mexico Legislature, the Chief Executive Officers of the counties and municipalities of the Southwestern Area, and to such other federal, state, and local government units as deemed appropriate.

**ARTICLE X
PARLIAMENTARY AUTHORITY**

A. Rules:

- (1) Where not otherwise provided for in these bylaws, rules similar to Robert Rules of Order may be followed to maintain order in conducting all meetings of the SAWDB and its committees. The SAWDB Chair shall appoint a parliamentarian for the SAWDB and its committees as appropriate.

**ARTICLE XI
AMENDMENT OF BYLAWS**

A. First Revision:

- (1) The bylaws as contained herein have been revised and amended in accordance with the provision for amendment contained in Section B herein, and these bylaws, as amended, shall replace all bylaws previously enacted by the Southwestern Area Workforce Development Board, and shall constitute the duly enacted and governing bylaws of the Southwestern Area Workforce Development Board.

B. Amendments:

- (1) These bylaws may be amended or repealed by a two-thirds (2/3) majority vote at any regular, or special business meeting at which a quorum is present, after notification of such an amendment to the SAWDB Membership, in compliance with Article VII of these bylaws. A committee may be appointed by the SAWDB Chair to review these bylaws on an as needed basis. This committee shall also review and recommend policies and procedures, as needed, for committees, staff, and the SAWDB for board approval.

**ARTICLE XII
DISSOLUTION**

A. Dissolution:

- (1) Upon any dissolution of the SAWDB, the Southwestern Board shall, after paying or making provision for payment of liabilities, dispose of all of the assets in accordance with the WIOA and the WDA and any other applicable laws of the State of New Mexico.

ARTICLE XIII
COMPLIANCE WITH LAW

A. Compliance:

- (1) The SAWDB, in execution of its business, shall comply with all applicable New Mexico Statutes and regulations including, but not limited to, the State Procurement Code, the State Open Meetings Act, as provided in Section 10-15-1, NMSA 1978 Compilation, and the State Mileage and Per Diem Act.

This amendment to the Bylaws was approved in accordance with Article XI.B. of the Bylaws on August 12, 2021.

ATTESTED BY:



Chair