

**Bylaws
of the
Region IV, Chief Elected Officials**

**ARTICLE I
ESTABLISHMENT**

The Region IV, Chief Elected Officials Board of the Southwestern Area of the State of New Mexico is established in accordance with responsibilities specified in the Workforce Investment Act (WIA) of 1998, Public Law 105-220, 105th Congress, and Section 5 of the Workforce Development Act (WDA), Chapter 260, Laws Of 1999, of the State of New Mexico. Section 50-14-1 et seq. NMSA 1978 Compilation.

In accordance with the Governance Policy, the Chief Elected Officials are the mayors and county commission chairs of Region IV, the Southwest area of the State of New Mexico.

**ARTICLE II
NAME AND MEMBERS**

The name of this Board shall be Chief Elected Officials Board (CEO) hereinafter referred to as the "CEO Board". Previous documents use various names for the CEO Board, such as the Governance Policy, which uses the name "CEO Executive Committee". These bylaws amend all other names used, and begin the official use of the name CEO Board. The Chief Elected Officials are empowered under the WIA to implement a workforce investment system in accordance with the provision of the WIA. The members of the CEO Board include any mayor or county commission chair within the southwestern region.

**ARTICLE III
PURPOSE, OBJECTIVE, AND COMPOSTION**

A. Purpose

1. The SAWDB in partnership with the CEOs shall be responsible for coordinating activities at the local level to do the following: (a) increase the employment, retention, occupational skills and earnings of the workforce; (b) reduce welfare dependency;(c) enhance productivity and competitiveness of the south central and the southwest New Mexico business and industry; and (d) encourage continuous improvement in worker preparation from kindergarten through adulthood.
2. The purpose of the CEO Board shall not preclude direct relationships between any local governments and any other regional job development organization, public or private. The CEO Board shall remain autonomous 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.

B. Region

1. The SAWDB in partnership with the CEOs shall be responsible for the oversight of the South Central and Southwest area of New Mexico services provided under the Act to the following seven (7) counties located in the south central and southwest area of New Mexico: Dona Ana, Sierra, Socorro, Hidalgo, Catron, Grant, and Luna Counties The seven (7) counties shall be hereinafter referred to as the "Local Area."

C. Region IV, CEO's Board Composition

1. The Region IV, CEO's shall be comprised of; (a) Commission Chairs or their designee, who must be an elected official from that respective commission from the following seven counties, to wit: Dona Ana, Sierra, Socorro, Hidalgo, Catron, Grant, Luna; and (b) Mayors/Chapter President or their designee, who must be an elected official from that respective Council/Commission / Board of Trustees/ Alamo Navajo Band Council from the following municipalities/entities, to wit: (Dona Ana County) City of Anthony, City of Las Cruces, Town of Mesilla, City of Sunland Park, Village of Hatch, (Sierra County) City of Truth or Consequences, City of Elephant Butte, Village of Williamsburg, (Socorro County) City of Socorro, Village of Magdalena, Alamo Navajo Band Reservation, (Hidalgo County) City of Lordsburg, Village of Virden (Catron County) Village of Reserve, (Grant County) Town of Silver City, Town of Hurley, City of Bayard, Village of Santa Clara (Luna County) City of Deming, Village of Columbus,

D. Participation Statement and Binding Nature

1. In the event, a particular county, city and/or pueblo through its duly authorized Chair, Chapter President or Mayor, as the case may be, does not execute this Agreement, they shall receive all of the appropriate coverage, employment and training services as provided under the Act; however, such non-executor parties shall not participate in decisions hereunder, including without limitation the selection/ appointment of SAWDB members.

ARTICLE IV DUTIES AND RESPONSIBILITIES

A. Grant Recipient

1. The Region IV, CEO Board shall serve as the grant recipient for, and shall be liable for any misuse of, the grant funds allocated to the Local Area under the Act. The Region IV, CEO Board shall retain Fiscal liability whether or not another entity is designated to be the grant recipient; fiscal liability applies only to Title I WIA Funds and other discretionary funding which will be approved by the Region IV, CEO Board as appropriate.

B. Budget Approval

1. The Region IV, CEO Board shall review and approve the operating budget developed by the SAWDB for carrying out its duties.

C. Fiscal Agent

1. In order to assist in the administration of the grant funds, the Region IV, CEO Board will designate the “Fiscal Agent” for the Local Area. Such designation shall not relieve the Region IV, CEOs of the liability for the misuse of grant funds.

D. Disbursal of Funds

1. In its capacity the designated Fiscal Agent for the Local Area, shall disburse the funds for workforce investment activities at the direction of the SAWDB, pursuant to the requirements of the Act. The Fiscal Agent shall disburse the funds immediately on receiving such direction from the SAWDB.

E. Oversight of SAWDB Activities

1. The Region IV, CEO Board shall exercise oversight of the SAWDB.

**ARTICLE V
MEMBERSHIP**

A. Members

1. In accordance with the Governance Policy, the chief elected officials are the mayors and county commission chairs from the seven counties within the southwestern region. These individuals serve as membership to the CEO Board. If the CEO chooses not to serve on the CEO Board he/she may elect to appoint a fellow commissioner or city counselor to serve in his/her place.

B. Alternates & Designees

1. Board Members or alternates must choose either to be on the Region IV, Chief Elected Officials Board, the Southwestern Area Workforce Development Board, or the South Central Council of Governments Board in order to avoid any possible or perceived conflict of interest as stated in the Region IV, Chief Elected Officials Policy 06-001.
2. A Chief Elected Official may choose an elected official from their organization as a designee to participate at meetings on their behalf. A fax, email, or letter must be provided to the Chair, prior to the start of the meeting.

C. Terms

1. A person may remain a member of the CEO Board for an indefinite period or as long as he/she retain the status of a CEO. If the CEO Board member is an appointed member serving on behalf of a CEO, he/she may retain membership at the pleasure of the CEO.

D. Conflict of Interest

1. All members of the CEO, including the Chairperson, shall have the authority to vote on all matters that come before the Board where there is no conflict or appearance of a conflict of interest. No member of the CEO Board shall vote on the provision of services by that member (or any organization which that member directly represents) or on any matter, which would provide direct or indirect, financial or other benefit to that member. A member shall abstain from any evaluation of an affiliate organization with which that member is associated.

E. Compensation/Reimbursement of Expenses

1. Members of CEO Board shall not receive any salaries or wages for their services, but may be reimbursed for reasonable and necessary expenses incurred in the performance of their duties. Members of the CEO Board will receive a fixed and regular travel reimbursement of \$95.00 per day for CEO Board meetings and all other approved meetings in place of per diem and mileage. Every claim for reimbursement for per diem and travel, in the performance of CEO Board duties other than regularly or specially called meetings, as allowed by the Per Diem and Mileage Act of the State of New Mexico, shall be submitted on a travel voucher and in accordance with the appropriate rules, formats and informational requirements of the State Department of Finance and Administration.

F. Liability

1. Members of the CEO Board shall not be held personally liable for the debts, decisions, liabilities or other obligations of the CEO Board. Each CEO Board member is covered by Errors & Omissions insurance. Each CEO Board will maintain that level of liability, which is equal to the share of WIA funds allocated to each locality.

G. Gifts and Contributions

1. CEO Board 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 WIA mission and participants may be accepted without reimbursement of any kind to the donor.

H. Representation of the CEO Board

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

I. Staff Support

1. Staff support for the CEO Board shall be provided as determined by resolution of the membership at a scheduled meeting as outlined in the scope of work in the approved Administrative Entity (AE) contract. Staff will provide training, technical assistance, Administrative support, program and financial reports, monitoring & reports, R.F.P.; contract status and fund allocations. The Staff will provide guidance to the CEO

Board on regulatory issues and report the status of the Southwestern Workforce Development Area in the overall operations of WIA.

ARTICLE VI OFFICERS

The officers of the CEO Board shall consist of a Chairperson and a Vice-Chairperson

A. Chairperson

1. The CEO Board Chairperson, also referred to as the Lead Chair, shall be elected by a majority of the CEO Board members present at scheduled meetings. The term of office of the Chairperson shall be for two (2) years and he/she shall preside at all meetings of the CEO Board. The Chairperson shall appoint members to committees, and perform general and active management of the administrative business of the CEO Board.
2. It shall also be the Chairperson's duty to:
 - (a) Perform all duties that are incidental to his/her office and such other duties as may be required by the WIA, the Workforce Development Area (WDA) and other duties prescribed by the CEO Board.
 - (b) Preside at meetings of the CEO Board and attend, as liaison, the executive committee of the Local Board.
 - (c) Execute legal documents when authorized by the CEO Board and the WIA and the WDA.
 - (d) Appoint all committees and committee chairpersons, subject to the approval of the CEO Board, except as otherwise provided by the WIA and the WDA.

B. Vice-Chairperson

1. The Vice-chairperson shall be elected by a majority of the CEO Board members present at a regularly scheduled meeting. The term of the Vice-chairperson shall be for two (2) years and he/she shall perform the duties of the Chairperson in their absence. The Vice-chairperson shall also perform additional duties from time to time as assigned to him/her by the Chairperson.
2. In the absence of the Chairperson or in the event of their inability or refusal to act, or if the office of Chairperson is vacant, the Vice-chairperson shall perform all the duties of the Chairperson, until an election can be held to fulfill that term, or until said term expires; and when the Vice-chairperson is so acting, shall have all the powers and be subject to all the restrictions of the Chairperson.
3. The Vice-chairperson shall have such other powers and perform such other duties as may be prescribed by the WIA, the WDA, these bylaws, or the CEO Board.
4. Each executive officer shall hold office until they resign, removed for cause, or otherwise disqualified to serve or until their successor is elected and qualified, whichever comes first. The term of office shall be two (2) years, but does not prohibit the executive officer from serving more than a two (2) year term.

5. The CEO Board 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 CEO Board.
6. Any CEO Board Chairperson or Vice-chairperson may be removed for cause by a majority of the CEO Board at any scheduled or special meeting. Any officer may resign at any time by giving written notice to the CEO Board. Any such resignation shall take effect on the date of receipt 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.
7. In the event of a vacancy of any office, other than that of Chairperson, the vacancy may be filled temporarily by appointment of the Chairperson until such time as the CEO Board conducts re-election of that related office.

ARTICLE VII MEETINGS

A. Regular and Other Meetings:

1. The CEO Board shall meet at least four times a year, reserving the right to call special or emergency meetings at the discretion of the CEO Board Chair or the request of 1/3 of total CEO Board membership. The time and location will be determined at a prior meeting by individual(s) calling the meeting. All meetings shall be held in the Region IV (Southwestern) of New Mexico.

B. Open Meeting Requirements

1. All meetings shall be in compliance with New Mexico's Open Meetings Act, Section 10-15-1, 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 have been established and the agenda developed, a written announcement along with the agenda will be e-mailed to all CEO Board members. Any CEO Board member may contact the Chairperson or the Administrative Entity and suggest a business item for the agenda.
2. All CEO Board members shall receive notice of regular meetings at least ten (10) days prior to the date of the scheduled meeting. All CEO Board members shall receive notice of any special meeting at least three (3) days prior to the date of the special meeting.
3. 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, but no vote or action may be taken on such business at that time.

D. Quorum

1. A quorum of the CEO Board shall consist of a minimum of at least five (5) voting members of the Region IV CEO Board members present in order to conduct business on behalf of all CEO members. In accordance with the Open Meeting Act, member may be allowed to participate telephonically, or by webinar.
2. A quorum of a committee shall consist of a simple majority of the members of the specific committee.
3. Roll call will be taken to determine number present, which will be according to those signing the sign-in sheet provided by the Administrative Entity. If a quorum is present, the affirmative vote of the majority shall be the official act of the CEO Board.
4. It will take a majority of the CEO Board members present to amend the bylaws.

E. Minutes

1. Minutes of the proceedings for each CEO Board meeting shall be recorded and maintained in the permanent files for the CEO Board.
2. A summary of the recorded minutes will be prepared and distributed to each member prior to the next scheduled meeting.
3. The minutes and agenda, as well as supporting and informational material of any meeting of the CEO Board shall be made available to the public upon written request.
4. Minutes for the committee meetings shall be recorded, be made available upon request, and shall be maintained in the permanent files of the CEO Board.

F. Voting

1. All members of the CEO Board, including the Chairperson, 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. A member of the CEO Board may 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.
3. If a member of the CEO Board wishes to vote on an item appearing for motion on a regular, special or emergency board meeting agenda, the CEO Board member must be present, in person to take such action, as a proxy will not carry a vote of an absentee member. A CEO Board member who may be absent at a meeting at which they would like to comment on an item for motion, may submit written notice/letter to the CEO Board Chairperson for presentation to the members in attendance at the board meeting for consideration prior to a vote being taken.
4. A member shall abstain from any evaluation of an affiliate organization with which that member is associated.

**ARTICLE VIII
CEO CONCURRENCE**

A. Contracts & Policies

1. The CEO Board must consider concurrence with all contracts awarded, and policies developed by the SAWDB.

**ARTICLE IX
CEO / SAWDB NON-CONCURRENCE**

A. Establishment

1. There must be concurrence between the SAWDB and the CEOs on all contracts awarded by the SAWDB.

B. Non-Concurrence Membership Defined

1. CEO Board non-concurrence requires a quorum, and a simple majority vote, as defined in this Operating Agreement.

C. Non-Concurrence Resolution

1. In the event of non-concurrence, the CEOs must state the issue(s) for non-concurrence, and select one of the following methods for resolution.
 - (a) Approve the item with an amendment
 - (b) Refer the item back to the SAWDB
 - (c) Refer the item to the Administrative Entity and the SAWDB Chair to amend the items to resolve the issue(s) of non-concurrence, subject to ratification at the next CEO meeting.
2. All actions for resolution must be completed within 28 days of CEOs action.

**ARTICLE X
ARTICLE ANNUAL REPORT**

D. Annual Report

1. The SAWDB and CEO Board may incorporate its annual report information into the State's WIA Annual Report or it may publish its own annual report. The CEO Board shall review the annual report provided by the Local Board (SAWDB) prior to submission 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 XI
PARLIAMENTARY AUTHORITY**

E. Rules

1. Where not otherwise provided for in these bylaws, the CEO may adopt parliamentary procedures and rules by a resolution for the purpose of conducting all meetings of the CEO Board and its committees.
2. The CEO Board Chairperson may appoint a parliamentarian for the CEO Board and its committees as appropriate.

**ARTICLE XII
AMENDMENT OF BYLAWS**

F. Amendments

1. These bylaws may be amended or repealed, by a fifty-one percent (51%) of its membership present to vote at any regular business meeting at which a quorum is present, after notification of such an amendment to the full CEO Board membership, in compliance with Article VII of these bylaws.
2. A committee may be appointed by the CEO Board Chairperson 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 CEO Board for approval.

**ARTICLE XIII
DISSOLUTION**

A. Dissolution

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

**ARTICLE XIV
COMPLIANCE WITH LAW**

B. Compliance

1. The CEO Board, 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, and the State Mileage and Per Diem Act.

This amendment was approved by resolution on June 28, 2013.



Mayor Ken Miyagishima, Chair

8 / 29 / 2013
Date

DEFINITIONS

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| AE | Administrative Entity |
| CEO | Chief Elected Officials |
| RFP | Request for Proposals |
| SAWDB | Southwestern Area Workforce Development Board |
| SCCOG | South Central Council of Governments |
| WDA | Workforce Development Act |
| WIA | Workforce Investment Act |
| YC | Youth Council |