These by-laws have been adopted by the Denver Workforce Development Board as operating rules for conducting its business, and as such these by-laws supersede and replace the Operating Procedures of the Denver Workforce Investment Board as last revised and adopted on November 14, 2014.

Article One: Identity/Name

The organization shall be known as the Denver Workforce Development Board (DWDB) or the Board. The Board may at times be referred to as the Denver Board, the Denver WDB, the Local Workforce Development Board (LWDB), or the Denver LWDB. The Denver Board shall fulfill all local workforce region designated LWDB responsibilities under the Workforce Innovation and Opportunity Act (WIOA), which was signed into law on July 22, 2014 as Public Law 113-128, and replaces and supersedes the Workforce Investment Act (WIA) of 1998.

Article Two: Area Served

The area served by the Denver Workforce Development Board is the area within the geographical boundaries of the City and County of Denver. This is also known as the Denver local workforce region. It is the intent of the Board to provide services for the Denver local workforce region in cooperation and coordination with other metro Denver area local workforce regions, the metro Denver regional workforce region, and the state of Colorado.

Article Three: Purpose, Functions, and Responsibilities

The Mayor of the City and County of Denver has established the Denver Workforce Development Board to represent a wide variety of individuals, businesses, and organizations throughout the local area. The Board serves as a strategic convener to promote and broker effective relationships between the Mayor and economic, education, and workforce partners. Overall, the Board shall:
Develop a strategy to continuously improve and strengthen the workforce development system through innovation in, and alignment and improvement of, employment, training, and education programs to promote economic growth;

Establish a platform in which all members actively participate and collaborate closely with the required and other partners of the workforce development system, including public and private organizations;

Integrate and align a more effective, job-driven workforce investment system.

Specifically, the functions and responsibilities of the Board, in partnership with the Mayor, are the following in summary form. As Federal and State policies and guidelines are issued to provide additional guidance, it is the policy of the Board to follow and be in compliance with any such further guidance.

1. Develop and submit a local plan to the Governor for approval, and collaborate with other local boards and chief elected officials within the State-defined regional planning area in the preparation and submission of a regional plan.

2. Perform periodic economic analyses and specified workforce research and regional labor market analysis, as part of the local planning process and to assist the Governor in developing the statewide workforce and labor market information system, and other such research as necessary.

3. Convene, broker, and leverage local workforce development system stakeholders to assist in the development of the local plan and in identifying non-Federal expertise and resources to leverage support for and to carry out local workforce development activities.

4. Lead efforts to engage with a diverse range of employers and with entities in the region involved:
   a. To promote business representation (particularly representatives with optimal policymaking or hiring authority from employers whose employment opportunities reflect existing and emerging employment opportunities in the region) on the Board;
   b. To develop effective linkages (including the use of intermediaries) with employers in the region to support employer utilization of the local workforce development system and to support local workforce investment activities;
   c. To ensure that workforce development activities meet the needs of employers and support economic growth in the region, by enhancing communication, coordination, and collaboration among employers, economic development entities, and service providers; and,
   d. To develop and implement proven or promising strategies for meeting the employment and skill needs of workers and employers (such as the establishment of industry and sector partnerships), that provide the skilled workforce needed by employers in the region, and that expand employment and career advancement opportunities for workforce development system participants in in-demand industry sectors or occupations.

5. Lead career pathways development and implementation, in partnership with representatives of secondary and postsecondary education programs, by
aligning the employment, training, education, and supportive services needed by adults and youth, particularly individuals with barriers to employment.

6. Identify and promote **proven and promising practices**, strategies, and initiatives for meeting the needs of employers, workers, and jobseekers in the local workforce development system, including providing physical and programmatic accessibility.

7. Develop strategies for using **technology** to maximize the accessibility and effectiveness of the local workforce development system for employers, workers, jobseekers, and those with barriers to employment, considering intake and case management information systems, remote access and improving digital literacy skills while leveraging resources and capacity within the system.

8. Conduct **program oversight** for: local WIOA youth, adult, and dislocated workforce development program activities; the local service delivery system; and the use, management, and investment of workforce development funds to maximize performance outcomes under WIOA.

9. Negotiate and reach agreement on **local performance accountability measures** with the Mayor and the Governor.

10. Through a competitive procurement process, **select workforce center operators, and youth service providers**, including identification of eligible providers of training services, identification of eligible providers of career services, and ensuring maximum **customer choice** for such services and providing opportunities that lead to competitive integrated employment for individuals with disabilities.

11. **Coordinate with Education and Training Providers**, including providers of workforce investment activities, providers of adult education and literacy activities, providers of career and technical education, and local agencies administering plans under Title I of the Rehabilitation Act of 1973; this shall include reviewing Title II **applications and cooperative agreements** for adult education and literacy activities as well as for compliance with the Rehabilitation Act of 1973.

12. **Develop a budget** for the Board’s activities consistent with the local plan, solicit and accept grants as desired, and incorporate as a 501(c)(3) if desired.

13. Annually **assess the physical and programmatic accessibility** of all workforce centers in Denver.

14. In partnership and agreement with the Mayor, develop and enter into a **memorandum of understanding** with each of the workforce center partners including an identification of workforce center infrastructure cost contributions by the partners, and **certify workforce center operators** at least every three years to include termination for cause and conduct oversight of said operators.

15. Ensure **local representation** on the State Workforce Board as required or requested.

16. May enter into a **formal written agreement** with the Mayor that describes the respective roles and responsibilities to carry out the above functions and responsibilities.
Article Four: Membership Composition

1. The Denver WDB shall be comprised of business and public sector members appointed by the Mayor of the City and County of Denver to serve at the pleasure of the Mayor.

2. The membership of the Board shall be kept to the smallest number possible by having members represent more than one category wherever possible and still be consistent with the membership requirements established by the federal Workforce Innovation and Opportunity Act, and as modified by any amendments, reauthorizations of the Act, and/or final rules, regulations, and policy guidance letters.

3. Membership on the Denver Board shall be on a non-paid, volunteer basis.

4. The Board membership shall be representative of the diversity of the workforce region in terms of gender, ethnicity, and business demographics.

5. At least 51% of members shall be representatives of business in the local area who:
   a. Are owners of businesses, chief executives or operating officers of businesses, or other individuals with optimum policymaking or hiring authority;
   b. Provide employment opportunities in in-demand industry sectors or occupations, and provide high-quality work-relevant training and development opportunities to its workforce or the workforce of others in the case of organizations representing business; and,
   c. Are appointed from among individuals nominated by local business organizations and business trade associations.
   d. In addition, at least two (2) members must represent small business as defined by the U.S. Small Business Administration.

6. At least 20% of the members must be workforce representatives with optimum policy making authority. This shall include:
   a. At least two (2) representatives of labor organizations, nominated by local labor federations or other representatives of employees;
   b. At least one (1) representative of a joint labor-management, or union affiliated, registered apprenticeship program within the local area who must be a training director or member of a labor organization;
   c. This may include one or more representatives of community-based organizations that have demonstrated experience and expertise in addressing the employment, training, or education needs of individuals with barriers to employment, including organizations that serve veterans or support competitive integrated employment for individuals with disabilities.
   d. This may also include one or more representatives of organizations that have demonstrated experience in addressing the employment, training, or education needs of eligible youth, including representatives or organizations that serve out-of-school youth.

7. The balance of the Board membership shall include individuals with optimum policy making authority, as follows:
a. At least one (1) **eligible provider administering adult education and literacy activities** under WIOA Title II, selected from among the providers serving in the local area;
b. At least one (1) representative from an **institution of higher education** providing workforce development activities, including community colleges;
c. At least one (1) representative from **economic and community development** entities;
d. At least one (1) representative from the state **Employment Service** office under the Wagner-Peyser Act;
e. At least one (1) representative from the programs carried out under Title I of the Rehabilitation Act of 1973, other than sec. 112 or Part C of that title (i.e., the **State Vocational Rehabilitation Program** or the state agency responsible for the State Vocational Rehabilitation Program);
f. This category may include additional local area representatives appointed by the Mayor to include:
   i. Entities administering education and training activities who represent **local educational agencies** or community-based organizations with demonstrated expertise in addressing the education or training needs for individuals with barriers to employment;
   ii. Governmental and economic and community development entities who represent **transportation, housing, and public assistance programs**;
   iii. Local area **philanthropic organizations**; and,
   iv. Other appropriate individuals as determined by the Mayor.

8. The term of membership shall be for two (2) years. Board members may serve up to three (3) consecutive terms, or a total of six (6) years, unless this limit is extended on an individual case-by-case basis by a majority vote of the Executive Committee.

9. Board members are expected to attend all Board meetings and actively participate in the work of at least one Board committee.

**Article Five: Nomination and Appointment Process**

1. Board members are appointed by the Mayor of the City and County of Denver, who shall confer voting privileges to all appointed members, including federally required and non-required members.

2. The Mayor will establish the following formal nomination and appointment process, consistent with the criteria established by the Governor and State Board, that ensures:
   a. **Business representatives** are appointed from among individuals who are nominated by local business organizations, chambers of commerce, and business trade associations.
   b. **Labor representatives** are appointed from among individuals who are nominated by the Denver Area Labor Federation (DALF).
c. **An adult education and literacy eligible provider representative** shall be appointed from solicited nominations of such from a list of local service providers forwarded from and facilitated by the Colorado Department of Education.

d. **A higher education representative** shall be appointed from solicited nominations of such from the Community College of Denver and, if needed, Emily Griffith Technical College and Metropolitan State University of Denver, with a focus on public not private institutions keeping in mind where significant training funds are spent and the development of career pathway partnerships.

e. An individual may be appointed as a representative of more than one entity if the individual meets all the criteria for representation.

f. Optional (non-required) board members will be handled as such:
   i. Solicitation of **community-based organizations (CBOs)** representative nominations from local CBOs must be qualified by being workforce-centered and having demonstrated positive performance for at least three to five years in the community.
   ii. Solicitation of nominations from other **optional representatives** from transportations such as RTD and CDOT, and local **foundations** with a workforce mission/focus must hold promise for beneficial partnerships.

h. Term appointments will be staggered to the extent possible to ensure only a portion of the membership expire in a given year.

i. The Director of Workforce Development shall notify the Mayor when vacancies occur and shall initiate the solicitation of nominations from business organizations, chambers of commerce, trade associations, labor, education providers, and others as needed or required. The Director shall maintain strategic and strong relationships with each of these identified groups so that the nomination process can proceed quickly and efficiently when needed.
Article Five: Termination of Membership

Membership may be terminated for any of the following reasons:

3. Receipt by the Board Chair, or the Chair’s designee, of the written resignation of the member.
4. Decision of the Mayor for any reason.
5. Decision by the Chair in consultation with the Executive Committee in the following cases:
   a. Failure to attend at least 50% of scheduled board and committee meetings during a one-year period.
   b. Failure of a member to continue to hold the qualifications, which were the basis for his/her initial appointment.
   c. Failure to represent the Denver workforce investment region in a manner deemed appropriate by the Board.

Article Six: Leadership

1. There shall be a Chair of the Denver Workforce Development Board.
   a. The Chair of the Board shall be elected from among the business representatives on the Board, but may not be a sole proprietor.
   b. The Chair shall be elected by the entire current membership of the Board as necessary or required.
   c. The term of the Chair shall be for two (2) calendar years.
   d. The Chair may be removed from office for cause and a vote of at least two-thirds (2/3) of the current members of the Board.
   e. Specific roles and duties of the Chair shall include:
      1) Chair, facilitate, and effectively conduct all Board and Executive Committee meetings.
      2) Encourage best and broadest participation possible from all Board members.
      3) Contact members with low attendance rates or concerns about the Board.
      4) Appoint chairs for each committee and task force.
      5) Establish an ad hoc Nominating Committee as needed or required for the elected positions of the Board.
      6) Mentor and help prepare the Vice-Chair to take over Board operations at the end of the Chair’s term.
      7) Act as mediator between Board members as necessary.
      8) Work cooperatively with the Mayor of Denver and the Director of Workforce Development to provide information on workforce development policy and direction of the Board and the Denver workforce region. The Chair may also bring issues from elected officials and other bodies back to the Board for consideration.
      9) Sign or otherwise execute contracts and agreements requiring Board signature and/or approval.
10) Represent the Board, the Mayor, and/or the workforce region as appropriate.

2. There shall be a **Vice Chair** or **Chair-Elect** of the Denver Workforce Development Board.
   a. The Vice Chair of the Board shall be a business member of the Board.
   b. The term of the Vice Chair shall be one (1) year to coincide with the start of the second year of the Chair’s two year term, or as necessary.
   c. The Vice Chair shall be elected by the entire membership of the Board.
   d. The Vice Chair may serve multiple terms.

3. There may be an **Immediate Past Chair** of the Denver Workforce Development Board.
   a. The Immediate Past Chair of the Board shall be a business member of the Board.
   b. The term of the Immediate Past Chair may be up to one (1) year to coincide with the start of the first year of the new Chair’s two year term.

**Article Seven: Executive Committee**

1. There shall be an Executive Committee comprised of the officers and chairs of the Board’s established or standing committees.

2. The Board Chair shall serve as the Chair of the Executive Committee and conduct its meetings.

3. The Chair may appoint other Board members to the Executive Committee as deemed appropriate and necessary by the Chair.

4. The Executive Committee shall be composed of a majority of business members.

5. The chairs of the Board-established committees shall be appointed by the Chair and shall serve at the pleasure of the Chair.

6. The Executive Committee shall have all the authority of the Board whenever Board action is required and is of an emergency nature, or a full Board meeting cannot be called in time to fulfill a required Board responsibility.

7. The Executive Committee shall develop and maintain a process to ensure Board members actively participate in convening the workforce development system’s stakeholders, brokering relationships with a diverse range of employers, and leveraging support for workforce development activities through sector-based and similar initiatives.

8. The Executive Committee shall delegate approval authority for local operational policies to the Director of Workforce Development. These policies currently include, and may change as WIOA is fully implemented, but are not limited to the following:
   a. Supportive Services
   b. Individual Training Accounts
   c. Eligible Training Provider List
   d. WIOA/Program Eligibility
   e. Job Orders & Employer Services
   f. Monitoring
g. Grievance Procedure
h. Credential / Certification
i. Veterans Priority of Service
j. OJT & Customized Training
k. Language Assistance Plan

9. The Executive Committee shall retain approval authority for local policies which designate the population that will receive services. These policies include but are not limited to the following:
a. Priority of Services for Adults, which includes definition of low-income.

Article Eight: Committees and Task Forces

1. The Executive Committee shall serve as a management committee and shall be chaired by the Board Chair.
2. The Board may create as many committees and task forces as it deems necessary to provide information and to assist the Board in carrying out the work and activities of the Board.
3. Board committees shall act for the Board in the areas in which the committee is granted jurisdiction.
4. A Board created committee must be chaired by a member of the Board, and may contain other members of the Board, and shall include other individuals appointed by the Board who are not members of the Board and who the Board determines have appropriate experience and expertise.
5. Task forces shall work on behalf of the Board and then make a recommendation to the Board. The Board retains authority to act in areas in which it has created a task force.
6. Any action of a Board committee may be appealed to the Executive Committee and/or the full Board.
7. Committees and task forces shall not take action on issues brought before any committee or task force without the approval of the Executive Committee who may refer the issue to the full Board.
8. The Board Chair shall appoint an ad-hoc Nominating Committee of at least three Board members as needed or required for the position of Chair and Vice Chair. Election of the Board Chair and/or Vice Chair positions for the following calendar year shall be held by or before the last Board meeting of the preceding calendar year, or as needed if vacancies occur.
9. The Board shall establish and maintain a Youth Committee as a standing committee of the Board.
10. The Board shall establish and maintain standing and other committees that are necessary for it to conduct its business, including the following to provide information and assist with operational and other issues relating to the:
   a. One-stop / workforce center delivery system, which may include as members representatives of the one-stop / workforce center partners;
b. Provision of services to youth, which shall include community-based organizations with a demonstrated record of success in serving eligible youth; and,
c. Provision of services to individuals with disabilities, including issues relating to compliance with section 188 of WIOA, if applicable, and applicable provisions of the Americans with Disabilities Act of 1990 (42 W.S.C. 12101 et seq.) regarding providing programmatic and physical access to the services, programs, and activities of the one-stop / workforce center delivery system, as well as appropriate training for staff on providing supports for, or accommodations to, and finding employment opportunities for, individuals with disabilities.
d. Other committees as needed.

Article Nine: Meetings, Public Access, and Sunshine Policy

1. The Board shall meet not less than quarterly as determined by the Executive Committee and published in an annual schedule of meetings.
2. Special meetings of the Board membership may be called by the Chair or by petition of at least six (6) members of the Board. Special meetings of the Board shall require at least seven (7) days notice to all Board members.
3. All Board meetings shall be open to the public and accessible to individuals with disabilities, and conducted in accordance with the Colorado Open Meetings Law, C.R.S. §§ 24-6-401 et seq. In addition, the Board shall make available to the public, on a regular basis through electronic means and open meetings, information regarding the activities of the Board, including information regarding the:
   a. Local plan prior to submission of the plan;
   b. Membership;
   c. Selection and certification of one-stop/workforce center operators;
   d. Award of grants or contract to eligible providers of youth workforce development activities; and
   e. Minutes of formal meetings of the Board.
4. All Board, committee and task force meetings shall be conducted using Roberts Rules of Order.
5. Board meetings shall be chaired by the Chair of the Denver Workforce Development Board, or in his/her absence the Chair-Elect, if so existing. In case of the absence of both the Chair and the Chair-Elect, the members of the Executive Committee will select one of their members to serve as chair for that meeting.
6. The appointed Committee or Task Force Chair shall chair committee or task force meetings. In the absence of the Chair, committee or task force members shall select a chair for that meeting.
7. The Board Chair shall determine whether any person in attendance that is not a member of the Board shall be recognized to speak during a Board meeting.
8. Phone- and web-based meetings and other use of appropriate technology may be used to promote and enhance Board member participation when face-to-face, in-person meetings are not possible for all.

9. Information regarding board activities and engagement opportunities, such as board membership and meeting minutes, shall be maintained on the Board’s public website.

**Article Ten: Quorum**

1. The quorum for the Board to conduct business shall be a majority, or at least 50%, of the current total number of Denver Workforce Development Board members, including any current member’s designated representative or proxy as recognized by the Board Chair.

2. The quorum for the Executive Committee shall be a majority, or at least 50%, of the current Executive Committee members.

3. The quorum requirement for committee or task force meetings shall be that there must be a majority, or at least 50%, of Board members or persons holding a Board member’s proxy. Additionally, there must be at least three Board members or their proxies in attendance.

**Article Eleven: Proxy and Alternative Designee**

1. If an appointed Board member is not able to attend a Board meeting or Board-sanctioned event, the Board member must send notice to the Workforce Development Director, or Director’s designee, in a timely fashion prior to said meeting, and may assign an alternative designee to represent him/her at the meeting as his/her proxy.

2. Proxy voting shall be allowed for full Board meetings, committee meetings, and task force meetings.

3. A proxy shall be authorized only if the Board member sends written or electronic communication of the name of the member’s authorized proxy to the Denver Workforce Development Director, or the Director’s designee, prior to the meeting where the voting shall occur.

**Article Twelve: Address**

The Denver Workforce Development Board shall maintain a US postal mailing address and an email address established by the Board. These current addresses are:

Denver Workforce Development Board
201 West Colfax Avenue, Department 208
Denver, CO 80202

[DenverWIB@denvergov.org](mailto:DenverWIB@denvergov.org)
Article Thirteen: Records

The Board shall designate a site for maintaining all records of the Denver Workforce Development Board and predecessor boards, including minutes of proceedings of all Board meetings. The Board shall maintain at least the last two years of meeting minutes on its website, after which time they shall be appropriately archived within the Denver Office of Economic Development, Division of Workforce Development.

Article Fourteen: Fiscal and Agenda Years

The Denver Workforce Development Board program or fiscal year shall be July 1 through June 30. The agenda year shall be the calendar year, January 1 through December 31. Elections and terms of office shall be based on the calendar year.

Article Fifteen: Staff Support and Financial Records

Staff support for the Denver WDB shall be administratively housed within the Denver Office of Economic Development, Division of Workforce Development, or successor organization. The Workforce Development Director shall be accountable to the Board for work products of the staff. The Board shall, from time to time, review its staff requirements with the Workforce Development Director. The Workforce Development Director shall be responsible for supplying financial information to the Board related to resources available to support the work of the Board.

Article Sixteen: Amendments

These by-laws may be changed or new by-laws adopted by a majority vote of the Board at any meeting of the Board after a recommendation of the Executive Committee, where the proposed changes have been introduced. Electronic and proxy votes will be accepted if a quorum is not present at the meeting.

Article Seventeen: Code of Conduct and Conflict of Interest

All members of the Denver Workforce Development Board shall adhere to the City and County of Denver’s Code of Ethics policies, as adopted and revised. All Board members must also follow the Board’s Conflict of Interest Policy, as adopted and revised. All Board members must also adhere to the following state and federal conflict of interest policies:

1. A member of the Board shall avoid the appearance of conflict of interest by not voting in, or participating in, any decision by the Board regarding the provision of services by such member, or any organization or business which that member
directly represents, or on any matter which would provide direct financial benefit to that member, the member’s immediate family, or any organization which that member directly represents.

2. Business conflict of interest is defined as any ownership of the business, receiving any gross income during the previous or current year from the business, or ownership in real property relating to the business valued at $10,000 or more.

3. Organizational conflict of interest is defined as (i) being employed by the organization; and/or (ii) being a member of the board of directors, commission, council, or other direct governing body of the organization; and/or (iii) being a creditor of the organization in an amount in excess of $10,000; and/or (iv) being an equity owner of any portion of the organization.

4. For purposes of this provision, an “immediate family member” is defined as (i) father, mother, brother, sister, daughter, or son of the member; and/or (ii) the spouse of the member; and/or (iii) father, mother, brother, sister, daughter, or son of the member’s spouse.

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Revision History:

- **January 25, 2005** – First formal adoption of Board Operating Procedures by the Denver Workforce Investment Board.
- **March 7, 2007** – Denver WIB formalized/renotated its intent and revised the minutes of its April 25, 2006 meeting where the WIB decided to merge its Youth Committee into the Youth Council.
- **March 13, 2007** – Article 9, Section 1 was modified to require at least quarterly meetings instead of bi-monthly meetings.
- **December 21, 2007/January 8, 2008** – Sections 7 and 8 were added to Article 7 allowing the Board’s Executive Committee to delegate approval authority for certain policies to the Workforce Director.
- **February 7, 2008** – adds language to Article 16 that allows electronic and proxy voting when a quorum is not present at Board meetings.
- **September 10, 2010** – clarifies Article 4, Section 5 as to business member percentage; revises and clarifies Article 6, Sections 1c, 1f(5), and 2c, and Article 8, Section 8 regarding the timing of election of Chair and Chair-Elect and the establishment of a Nominating Committee since the term of office has switched from a calendar year to a fiscal year; updates the Board’s mailing and email addresses in Article 12; establishes a policy of how long minutes are maintained on the Board’s website in Article 13; establishes that elections and terms of office for the Chair and Chair Elect are based upon fiscal not calendar years in Article 14; adds Article 17, which addresses a Board Code of Conduct and Conflict of Interest Policy.
- **November 14, 2014** – updates logo on first and last pages; allows the Executive Committee to approve extended membership periods on an individual basis (per Executive Committee vote and approval on 11/5/14); and adds an additional operational policy (Language Assistance Plan) to the list of policies that can be approved solely by the Workforce Development Director without approval by the Executive Committee or Board (per Executive Committee vote and approval on 11/20/13).
- **July 10, 2015** – adopts new by-laws that are compliant with the Workforce Innovation and Opportunity Act (WIOA), Public Law 113-128, and the Colorado Workforce Development Council Colorado One-Stop System Policy Guidance Letter #15-07-WIOA.
- **September 9, 2016** – updates logo on first and last pages; revises Article 8 to remove the Board majority committee membership requirement in Section 5, and revises committee voting authority in Section 8.