

Signature page for the One-Stop Operating Budget (**Appendix A**) and the Infrastructure Funding Agreement (**Appendix B**) to the Workforce Innovation and Opportunity Act (WIOA) Memoranda of Understanding (MOU) dated July 20, 2021, between **CareerSource Okaloosa Walton (CSOW)**, also referred to as **CSOW**; and the **Okaloosa Technical College (OTC)**, also referred to as **The Partner**.

I. TERM FOR INFRASTRUCTURE COSTS


The Term for this Infrastructure Funding Agreement shall commence on July 1, 2023, through June 30, 2024. The Term for subsequent Infrastructure Funding Agreements shall commence on the first day of the Program/Fiscal Year (Currently) July 1 through the last day of the Program/Fiscal Year (Currently) June 30. A new Infrastructure Funding Agreement will be developed for each subsequent Program/Fiscal Year.

II. AGREEMENT/PAYMENTS

The Partners agree to the infrastructure costs outlined in **Appendix B**, and to the Term for this Infrastructure Funding Agreement. Payments may be made monthly, quarterly, or annually at the beginning of each agreed-upon period as invoiced by CSOW.

III. SIGNATURES

IN WITNESS WHEREOF, the Partner and CSOW have caused this Infrastructure Funding Agreement to be duly executed as of the date set forth below.

APPROVED BY:	APPROVED BY PARTNER:
CareerSource Okaloosa/Walton	Okaloosa Technical College
By: <u>Scott Seay</u>	By: <u></u>
Name: <u>Scott Seay</u>	Name: <u>Jon Williams</u>
Title: <u>Chair, Board of Directors</u>	Title: <u>Director</u>
Date: <u>10/11/2023</u>	Date: <u>1-9-24</u>

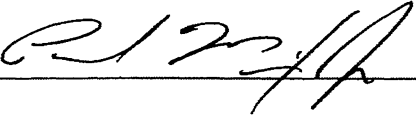

MOU_IFA – CareerSource Okaloosa Walton and Okaloosa Technical College

Signature page for the One-Stop Operating Budget (**Appendix A**) and the Infrastructure Funding Agreement (**Appendix B**) to the Workforce Innovation and Opportunity Act (WIOA) Memoranda of Understanding (MOU) dated July 20, 2021, between **CareerSource Okaloosa Walton (CSOW)**, also referred to as **CSOW**; and the **Okaloosa Technical College (OTC)**, also referred to as **The Partner**.

Continued from Page 1

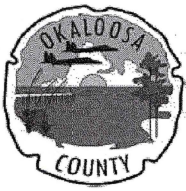
APPROVED BY:

Chief Elected Official for Okaloosa and Walton Counties

By:  
Name: Paul Mixon
Title: Chairman, Okaloosa County Commission
Date: 1/16/2024

Attachments

Appendix A - One-Stop Operating Budget
Appendix B - Infrastructure Funding Agreement



C) 8 2630-BCC

BOARD OF COUNTY COMMISSIONERS AGENDA REQUEST

DATE: January 16, 2024
TO: Honorable Chairman and Members of the Board
FROM: Michele Burns, Executive Director, CareerSource Okaloosa Walton
SUBJECT: CareerSource Okaloosa Walton - Infrastructure Funding Agreement (IFA)

STATEMENT OF ISSUE: CareerSource Okaloosa-Walton requests the Board review and approval their revised CareerSource Okaloosa Walton By-Laws, and the Infrastructure Funding Agreement (IFA) between CareerSource Okaloosa Walton and the Okaloosa Technical College.

BACKGROUND: The Infrastructure Funding Agreement (IFA) contains the infrastructure costs budget, which is an integral component of the overall one-stop operating budget. The other component of the one-stop operating budget consists of additional costs, which include applicable career services, and may include shared operating costs and shared services. While each of these components covers different cost categories, an operating budget would be incomplete if any of these cost categories were omitted, as all components are necessary to maintain a fully functioning and successful local one-stop delivery system.

The CareerSource Okaloosa Walton By-Laws were revised on December 6, 2023 and subsequently approved by the Okaloosa-Walton Jobs and Education Partnership.

OPTIONS: Approve/Disapprove

RECOMMENDATIONS: Staff recommends approval of the CareerSource Okaloosa Walton By-Laws, and the Infrastructure Funding Agreement (IFA) between CareerSource Okaloosa Walton and the Okaloosa Technical College.

**Partners
Annualized
2022 2023**

Infrastructure Expense
Lease
Liability/Property/Other Insurance
IT Consulting Contract
IT Technician Payroll or Salaries and Benefits 10%
Telephones
Utilities
Fuel/Bus Maintenance
Equipment Leasing & Maintenance
Supplies
Atlas Complete Technology

Total Infrastructure Costs
Exchange Value
Fair Share

**One-Stop Operating Budget with All Partners
Annualized (Appendix A)
FL Waiver One Stop**

Full Center Usage One Stop FTE % to Total FTE	Total Center Usage Across One Stop	WFOA	WTP	Wagner Payser	Veteran's	RESEA	SNAP	OTHER	Total
		6	2	4	11	2	1	6	36.00
\$181,950	\$181,950	\$30,222	\$10,608	\$20,217	\$66,764	\$10,168	\$5,054	\$10,325	\$181,950
\$14,374	\$14,374	\$3,296	\$799	\$1,397	\$5,191	\$799	\$399	\$3,296	\$14,374
\$24,798	\$24,798	\$871	\$1,376	\$2,755	\$8,355	\$1,376	\$688	\$1,376	\$24,798
\$6,827	\$6,827	\$340	\$370	\$740	\$2,465	\$370	\$185	\$370	\$6,827
\$10,774	\$10,774	\$399	\$599	\$1,197	\$3,890	\$599	\$299	\$599	\$10,774
\$27,248	\$27,248	\$4,541	\$1,514	\$3,028	\$9,840	\$1,514	\$757	\$1,514	\$27,248
\$362	\$362	\$60	\$60	\$120	\$360	\$60	\$30	\$60	\$362
\$9,100	\$9,100	\$1,517	\$506	\$1,011	\$3,286	\$506	\$253	\$506	\$9,100
\$7,052	\$7,052	\$1,315	\$442	\$884	\$2,872	\$442	\$221	\$442	\$7,052
\$18,588	\$18,588	\$653	\$1,033	\$2,066	\$6,572	\$1,033	\$516	\$1,033	\$18,588
\$101,971	\$101,971	\$17,723	\$5,876	\$11,752	\$37,408	\$5,876	\$2,938	\$5,876	\$101,971
		\$8,288	\$4,416	\$8,832	\$27,706	\$4,416	\$2,208	\$4,416	\$8,288
		\$43,723	\$16,776	\$33,552	\$109,048	\$16,776	\$8,388	\$16,776	\$43,723
		\$5,295	\$1,765	\$3,530	\$10,890	\$1,765	\$882	\$1,765	\$5,295
		\$19,018	\$6,776	\$13,552	\$42,890	\$6,776	\$3,388	\$6,776	\$19,018

Infrastructure Costs and Additional OS Expense Annualized (Appendix B)

2023 2024 based on 2022 2023

Infrastructure Expense

Lease
Liability/Property/Other Insurance
IT Consulting Contract
IT Technician 10% of Salaries and Benefits
Telephone
Utilities
Facilities Maintenance
Equipment Leasing & Maintenance
Supplies
Atlas Complete Technology

Fl. Walton One Stop Full Center Usage	Technology Usage Access Only
\$181,950	
\$14,374	
\$24,798	\$24,798
\$6,827	\$6,827
\$10,774	
\$27,248	
\$360	
\$9,100	
\$7,952	
\$18,588	\$18,588

Total Infrastructure Costs

\$301,971 \$50,213

FTE in FWB One Stop
Cost per FTE

38
7,947 1,321

MOU's			
	Fair Share	Exchange Value	Balance to CSOW
Voc Rehab with 1 FTE in OS	\$7,947	\$0	\$7,947
SEP with 1 FTE in OS	\$7,947	\$3,974	\$3,974
	Access Fee	Exchange Value	Balance to CSOW
NWFLSC-(Perkins and Literacy Programs)-No FTE in OS TECH ONLY	\$1,321	\$0	\$1,321
OTC-(Perkins)-No FTE in OS TECH ONLY	\$1,321	\$0	\$1,321
ECTC-(Perkins and Literacy Programs)-No FTE in OS TECH ONLY	\$1,321	\$0	\$1,321
FI Division of Blind Services-No FTE in OS TECH ONLY	\$1,321	\$0	\$1,321
Community Services Block Grant (Tri County)-No FTE in OS TECH ONLY	\$1,321	\$1,321	\$0
Community Services Block Grant (Tri County)-Services provided to CSOW One-Stop Delivery System customers equal to or greater than the Access Fee of \$1,321.			
		\$5,295	\$17,205

SIGNATURE CERTIFICATE



REFERENCE NUMBER

30ED883F-FB34-463B-900B-54FEE0780527

TRANSACTION DETAILS

Reference Number
30ED883F-FB34-463B-900B-54FEE0780527

Transaction Type
Signature Request

Sent At
10/11/2023 14:10 CDT

Executed At
10/11/2023 14:17 CDT

Identity Method
email

Distribution Method
email

Signed Checksum
04059f0421012cb5a52d8afe3f61d0c71c3a07e97e525ba9a0051f8a18bb7bed

Signer Sequencing
Disabled

Document Passcode
Disabled

DOCUMENT DETAILS

Document Name
OTC v2

Filename
OTC_v2.pdf

Pages
2 pages

Content Type
application/pdf

File Size
138 KB

Original Checksum
2feac722bdc5feff22b2c37988ba6986f9647823fa29d33b2576ae059870b19c

SIGNERS

SIGNER	E-SIGNATURE	EVENTS
Name Scott Seay	Status signed	Viewed At 10/11/2023 14:16 CDT
Email sseay@chelco.com	Multi-factor Digital Fingerprint Checksum 508fd4f381ffe3851eeb3cxd82bce4522713c3eba779a1d6bb9d0cc9496126959	Identity Authenticated At 10/11/2023 14:17 CDT
Components 2	IP Address 192.82.48.10	Signed At 10/11/2023 14:17 CDT
	Device Chrome via Windows	
	Typed Signature 	
	Signature Reference ID 3CC650C8	

AUDITS

TIMESTAMP	AUDIT
10/11/2023 14:10 CDT	Sue Bernsten (sberntsen@careersourceow.com) created document 'OTC_v2.pdf' on Microsoft Edge via Windows from 68.99.56.10.
10/11/2023 14:10 CDT	Scott Seay (sseay@chelco.com) was emailed a link to sign.
10/11/2023 14:16 CDT	Scott Seay (sseay@chelco.com) viewed the document on Chrome via Windows from 192.82.48.10.
10/11/2023 14:17 CDT	Scott Seay (sseay@chelco.com) authenticated via email on Chrome via Windows from 192.82.48.10.
10/11/2023 14:17 CDT	Scott Seay (sseay@chelco.com) signed the document on Chrome via Windows from 192.82.48.10.

**OKALOOSA-WALTON
JOBS AND EDUCATION PARTNERSHIP, INC.**

(Doing Business As)

CAREERSOURCE OKALOOSA WALTON

BY-LAWS

**APPROVED BY
OKALOOSA-WALTON JOBS AND EDUCATION PARTNERSHIP
Revised December 6, 2023**

An equal opportunity employer/program. Auxiliary aids and services are available upon request to individuals with disabilities. All voice telephone numbers on this document may be reached by persons using TTY/TDD equipment via the Florida Relay Service at 711.

This project is supported by the U.S. Departments of Labor, Health and Human Services, Education, and Agriculture as part of awards totaling \$4,233,704.85 with 0% financed from non-governmental sources.

**OKALOOSA-WALTON JOBS AND EDUCATION PARTNERSHIP, INC.
BY-LAWS**

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CAREERSOURCE OKALOOSA WALTON BY-LAWS

The provisions herein constitute the by-laws of CareerSource Okaloosa Walton's Board of Directors, which shall be utilized to govern the management and operation of CareerSource Okaloosa Walton for all purposes prescribed by law.

ARTICLE I: NAME, SERVICE AREA, AND OFFICE LOCATION

Section 1 – Name

The name of the organization shall be **OKALOOSA-WALTON JOBS AND EDUCATION PARTNERSHIP, INC.**, doing business as **CareerSource Okaloosa Walton**, also referred to as **CSOW**.

Section 2 – Service Area

The Counties of Okaloosa and Walton are designated as part of the Local Workforce Development Area (LWDA) for the unincorporated and incorporated areas within the confines of their boundaries.

Section 3 – Office Location

The official office location and mailing address shall be:

CareerSource Okaloosa Walton
Board of Directors
109 8th Avenue
Shalimar, Florida 32579

ARTICLE II: PURPOSE AND RESPONSIBILITIES OF THE BOARD

Section 1 – Purpose

The by-laws are the provisions by which the local area will be governed and CareerSource Okaloosa Walton's Board will be managed. The primary purpose of the Board is to set policy and establish oversight of the workforce development system in Okaloosa and Walton counties. As the regional chartered governing board for Okaloosa and Walton counties CareerSource Okaloosa Walton will operate in accordance with **Florida's Government in the Sunshine Law**.

Section 2 – Responsibilities

The Directors general functions shall include:

- a. Establishing policies for the governance, administration, and operation of CSOW.

- b. Exercising and fulfilling the specific powers and responsibilities as required under applicable law.
- c. Discharging their duties in good faith, with the care an ordinary prudent person in a like position would exercise in similar circumstances.
- d. Actively participate in convening the workforce development's stakeholders, brokering relationships with employers, and leveraging support for workforce development activities.
- e. The complete list of the Board's responsibilities is in Appendix A to the by-Laws.

ARTICLE III: BOARD OF DIRECTORS

Section 1: General Powers.

The Business and affairs of the Corporation shall be governed and managed by its Board of Directors appointed by the Chief Elected Official.

The powers of the Board include the authority to recommend, select, and hire an Executive Director to perform the operational and administrative functions of the Board.

Section 2 – Use of Funds

The Board is authorized to commit funds as necessary to conduct the business of the Corporation.

The Board shall direct the receipt and expenditure of funds in accordance with the approved local plans and budget, and all applicable Federal, State or Local Laws. This shall be done in ways that will most effectively satisfy the labor demand needs of the residents and business community to enhance the economic well-being of the LWDA.

Section 3– Authority of Board Members

Members of the board who represent organizations, agencies, or other entities must be individuals with optimum policymaking authority within the organizations, agencies or entities.

Section 4: Composition of the Board of Directors.

The composition of the Board of Directors will be in accordance with any federal or state legislation governing local workforce development boards and in accordance with the Interlocal Agreement between Okaloosa and Walton Counties. The minimum required composition for recruiting, nomination, and appointment to the Board of Directors is at **Appendix A** to the by-laws.

The composition of the membership must generally reflect the racial, gender, and ethnic diversity of the community.

Amendments to the provisions of federal or state legislation or the Interlocal Agreement regarding membership requirements for local or regional boards may be implemented without prior amendment to these by-laws.

Section 5 - Appointment of Board Members.

The Chief Local Elected Official (CLEO) is authorized to appoint the members of the Board who meet the criteria outlined in **Appendix A** to the by-laws. When a local area includes more than one unit of local government like Okaloosa and Walton Counties, the CLEOs of the units may execute an agreement that specifies the respective roles of the individual CLEOs with regard to:

- a. The selection, appointment, removal or reappointment of the members of the local board from the individuals nominated or recommended to be such members; and
- b. In carrying out any other responsibilities assigned to such officials in accordance with the Workforce Innovation and Opportunity Act (WIOA.)

If after a reasonable effort the CLEOs are unable to reach an agreement, the Governor may appoint the members of the local board from individuals so nominated or recommended.

All members appointed to the Board must agree to comply with the Florida Government in the Sunshine Law, Conflict of Interest Disclosure, and Financial Disclosure requirements as applicable.

All members are required to complete **New Board Member Orientation** within six months of appointment and **Annual Refresher Training**. New board members completing the orientation are not required to complete the annual refresher training in the same year they become new members.

Section 6 - Board Member Recruiting, Vetting and Nominating

The Board shall, in consultation with the CLEO, develop and implement written processes and procedures for recruiting, vetting and nominating Board members. The qualifications of Board members must be documented, align with the requirements of WIOA, and be compliant with all federal and state laws, rules and regulations, and applicable state policies. Documentation supporting the recruitment, vetting and nomination process, including names of nominating organizations and names of all candidates and their qualifications, must be retained for not less than five years.

Section 7: Term of Board Chair

The Board Chair shall be elected by the members of the Board and must be one of the business representatives on the Board. The Board Chair may serve for a term of no more than two years and may not serve for more than two terms.

The Board Chair shall hold office for the term to which he/she is appointed and until a successor has been vetted and appointed or until his/her earlier resignation, removal from office, or death.

Section 8: Term of Board Members

Board members shall be appointed for no more than eight consecutive years, unless a representative of a governmental agency. Service before July 1, 2021 does not count. Board members are staggered by date and attrition to avoid a large number of board members leaving at one time.

Any member appointed to fill the remaining time of the unexpired term of an outgoing member shall be appointed to only the remaining time of the unexpired term and at the end of the unexpired term may be reinstated by the CLEO for up to eight years.

Section 9: Disqualification or Removal of Board Member

Board members who no longer hold the position or status that made them eligible appointees must resign or be removed by the Chief Local Elected Officials. Local workforce development board vacancies must be filled within a reasonable amount of time.

The Chair is authorized to request a replacement appointment for any member of the Board of Directors for cause upon 2/3 vote of those Directors present and voting at a regular or special meeting of the Board at which such matter is included on the agenda. The term "cause" includes violations of the by-laws of CareerSource Okaloosa Walton or any governing federal, state, or local law or rule regulating workforce development programs.

Any member may be removed from the Board for cause in accordance with procedures established by the Board's by-laws. In the event a member is removed for cause, CSOW Board will notify the CLEO which appointed the member.

The Governor and CLEO may remove members of Board, and its Executive Director or the designated person responsible for operational and administrative functions for the board for cause.

Cause includes, but is not limited to, engaging in fraud or other criminal acts, incapacity, unfitness, neglect of duty, documented violation of conflict of interest, failure to meet local workforce development board representation requirements, official incompetence and irresponsibility, misfeasance, malfeasance, nonfeasance, or lack of performance.

Section 10: Resignation from the Board

Any member may resign from the Board by given written notice to the Board Chair.

Section 11: Replacement of Board Members.

The Chair is authorized to request a replacement appointment for any member of the Board of Directors who has voluntarily resigned from the Board or who has been absent for three or more consecutive meetings of the Board without any prior coordination. For the purpose of this section, a member shall not be deemed to be absent if represented by a designee or if present by telephonic or virtual communication.

Section 12: Reappointment to the Board

Previous Board members who were not Disqualified or removed from the Board for cause, may be nominated as a new Board member and appointed by the CLEO as long as they have not served more than eight consecutive years after July 1, 2021.

Section 13: Vacancies.

The CLEO will be notified of any open positions on the Board. Open Board positions will be announced at Board meetings and Chambers of Commerce. The Economic Development Council and Association will also be made aware of open Board positions.

Section 14: Regular Meetings.

Regular meetings of the Board of Directors will be held not less frequently than quarterly at a time and place designated by the Board. These meetings may be held virtually when consistent with State or Federal guidance.

Section 15: Special or Emergency Meetings.

Special and emergency meetings of the Board of Directors may be called by the Chair of the Board as necessary to conduct the business of the Board. The Chair shall fix the place, time, and date for holding any special meetings of the Board of Directors consistent with the provision of these by-laws.

Section 16: Notice of Meetings

Written notice of regular meetings of the Board shall be sent not less than seven (7) days prior to the scheduled date of the meeting. The Secretary or his/her designee shall have the responsibility for properly noticing all meetings of the Board of Directors.

Special meetings may be called as necessary by the Chair. Notice of special meetings shall be reasonable and necessary based on the circumstances. Email, telephone and faxed communications may be used to notify Directors of special called meetings.

All meetings of the Board of Directors shall be properly noticed in accordance with Florida's Government-in-the-Sunshine Law. The schedule of the meetings will be provided to Board members and the public.

Section 17: Quorum.

Forty percent (40%) plus one (1) voting Directors must be in attendance in person or by an electronic means of communication which allows all participating Directors to be heard simultaneously to constitute a quorum for all board meetings. Representatives of Directors shall not be considered in establishing a quorum. No business can be conducted unless a quorum exists.

Section 18: Voting.

All members of the Board of Directors, except ex-officio Directors, shall have the right to vote and to offer motions and to second motions on all issues except where a conflict of interest exists. Each Director has a duty and obligation to disclose any conflict of interest and abstain from voting on any issue where a conflict of interest exists. The abstention from voting and the conflict of interest declaration must be noted and recorded in the official minutes. Approval of any motion requires the affirmative vote of a simple majority of those Directors present and voting for passage unless specified elsewhere in these by-laws.

Proxy voting is not permitted. Persons attending any meeting of the Board of Directors in the absence of and as representatives of Directors may not offer motions or seconds or vote.

Section 19: Minutes

The Secretary or his/her designee shall have responsibility for maintaining accurate minutes of all Board meetings. Copies of all minutes for the preceding meeting shall be sent to all Directors prior to the next scheduled meeting. Minutes will be presented to the Board of Directors by the Secretary for approval.

Minutes of all meetings will be maintained by the designee of the Secretary and made available for public inspection and copying. Minutes will be posted on the CareerSource Okaloosa Walton's website within 15 days after approval by the Board.

ARTICLE IV: OFFICERS

Section 1: Composition

The officers of the Corporation shall be a Chair, a Vice-Chair, a Secretary a Treasurer, a Past Chair and a Member-At-Large representing each county, each of whom shall be elected by the Board of Directors. The Chair shall serve as Chairperson of the Board of Directors. The Chair and Vice-Chair shall be representatives of the private sector. All officers must be members of the Board of Directors.

Section 2: Election and Term of Office.

The Officers of the Corporation shall be elected annually at a regularly scheduled meeting of the Board of Directors which has been duly noticed for that purpose. Term of office shall be from July 1 through June 30. Election of officers shall be held at least 15 calendar days prior to the end of the term for current officers.

Section 3: Procedures for Election of Officers.

The Chair shall appoint a nominating committee and its chair to include representatives from both Okaloosa and Walton Counties. The Nominating Committee will present a slate of nominees for the positions of Chair, Vice-Chair, Secretary, Treasurer, Past Chair and an Executive Committee Member-at-Large from each county. The Secretary or his/her designee will provide written notice of the slate of nominees to the membership of the Board a minimum of seven (7) calendar days prior to the scheduled election.

Section 4: Removal.

Any officer elected or appointed by the Board of Directors may be removed by majority vote of the Board of Directors whenever, in its judgment, the best interests of the Corporation will be served thereby.

Section 5: Vacancies.

A vacancy in any office because of death, resignation, removal, disqualification or otherwise may be filled by the Board of Directors for the unexpired portion of the term.

Section 6: Duties of Officers.

(A) Duties of the Chair

The Chair shall be the Chief Executive Officer of the Corporation and preside as Chairperson at all meetings of the Board of Directors and Executive Committee. The Chair shall also serve as the principal representative and spokesperson of the Corporation and the Board of Directors for public information. The Chair shall appoint the chairpersons of all standing committees. The Chair may also appoint ad-hoc committees as necessary to conduct the business of the Board. The Chair shall have such additional powers and duties specifically conferred by law, by the Articles of Incorporation, by these by-laws, or as may be assigned from time to time by the Board of Directors.

(B) Duties of the Vice Chair

In the absence of the Chair, the Vice Chair shall preside at all meetings of the Board of Directors and the Executive Committee. The Vice Chair shall represent the Board on those occasions when the Chair is unable to do so. The Vice-Chair shall have such additional powers and duties

specifically conferred by law, by the Articles of Incorporation, by these by-laws, or as may be assigned from time to time by the Board of Directors.

(C) Duties of the Secretary

The Secretary or his/her designee shall record all meetings of the Board of Directors, distribute copies of the minutes in a timely manner and ensure accountability for the maintaining of official files for the Board and shall have the authority to authenticate records of the Corporation. The Secretary will ensure that minutes are available for inspection and copying by the public in accordance with the Florida Public Records Law.

The Secretary or his/her designee will ensure that notices of all meetings are provided to the membership and the public in a timely manner in accordance with the notice of meetings requirements of Florida's Government in-the-Sunshine law. The Secretary shall have such additional powers and duties specifically conferred by law, by the Articles of Incorporation, by these by-laws, or as may be assigned from time to time by the Board of Directors.

(D) Duties of the Treasurer

The Treasurer shall oversee the fiscal management and financial reporting functions of the Corporation. The Treasurer shall have such additional powers and duties specifically conferred by the law, by the Articles of Incorporation, by these by-laws, or as may be assigned from time to time by the Board of Directors.

Section 7. Delegation of Duties.

In the absence of or disability of any officer of the Corporation or for any other reason deemed sufficient by the Board of Directors, the Board may delegate such officer's powers or duties to any other officer or to any other Director for the time being.

ARTICLE V: EXECUTIVE COMMITTEE

Section 1: Membership and Terms.

The Executive Committee shall consist of the Chair, Vice-Chair, Secretary, Treasurer, Past Chair and one (1) director member-at-large from each of Okaloosa and Walton Counties.

Term of office for each elected office shall be from July 1 through June 30. The Chair may serve up to two (2) two-year terms or a term limit that may be legislated by federal or state legislation or policy as set by the Governor's State Policy Board, CareerSource Florida.

Section 2: Power to Act.

The Executive Committee shall have the power to act on behalf of the Board of Directors on all matters between meetings of the Board when time is of the essence. The actions of the

Executive Committee are subject to ratification by the full Board of Directors. The Executive Committee shall also have such other powers as authorized by the Board of Directors.

ARTICLE VI: STANDING COMMITTEE

Section 1: Appointments.

The Chair of the Board shall appoint the chairpersons for all committees. The chair of the committee, in consultation with the Chair of the Board, shall recommend committee appointments which shall be subject to the approval of the Executive Committee. The Board Chair shall appoint all members.

Section 2: Finance and Audit Committee

The Finance and Audit Committee shall be the Standing Committee of the Board. Other committees will be appointed as needed to oversee and conduct the business of the Board. Standing committees will also be appointed as may be required by federal or state legislation or by state policy as set by the Governor's Policy Board, CareerSource Florida.

The Finance and Audit Committee shall have oversight of all fiscal management and operations including budgeting, financial reporting, and audits.

Section 3: Ad-Hoc Committees.

The Chair shall appoint Ad-Hoc Committees as necessary to conduct the business of the Board.

Section 4: Duties of Committee Chairs.

In consultation with the Board Chair, the committee chair shall recommend committee membership to the Executive Committee for approval.

The chair of each committee or his/her designee shall be responsible for properly noticing the committee meetings and for maintaining minutes of the committee meetings. The chair of the standing and ad-hoc committees shall report to the Executive Committee.

Section 5: Meetings of Committees.

Regular meetings of committees may be held, with proper notice, at such time and at such place as shall from time to time be determined by the Committee Chair. Special meetings of the committees may be called by the committee Chair upon two (2) days notice to each of the other members of the committee; or on such short notice as may be required by the circumstances. The form and method of notices shall be that as provided for under Section 7 of Article III of these By Laws (pertaining to Notice for Board of Directors Meetings).

All committee meetings shall be properly noticed in accordance with Florida's Government-in-the-Sunshine Law.

Section 6 – Consent Agenda

As soon as practicable following a meeting of the Executive Committee, minutes of the meeting shall be transmitted to Members of the Board of Directors. All actions of the Executive Committee are to be brought before the full board as a consent agenda at their next scheduled meeting, except for items requiring the full Board approval. Consent agenda items are to be distributed to the full board at least 72 hours prior to the board meeting date and time.

Section 7 Quorum.

A majority of the members of a committee must be in attendance in person or by an electronic means of communication which allows all participating members to be heard simultaneously to constitute a quorum for such meeting.

Section 8: Voting.

The vote of a majority of the committee members present at any meeting at which there is a quorum shall be the act of such committee. Proxy voting is not permitted. Persons attending any Committee meeting in the absence of and as representative of Directors may not offer motions or seconds or votes.

Section 9: Minutes of Committees.

The Chair of each committee shall ensure that regular minutes of their proceedings are kept and the same shall be reported to the Board of Directors as required.

Meeting minutes must be made available publicly on the CSOW website.

ARTICLE VII: EDUCATION AND INDUSTRY CONSORTIUM

Section 1: Authority

Senate Bill 240, an act relating to education, amended Section 445.007, Florida Statutes, requiring each local workforce development board to create an education and industry consortium composed of representatives of educational entities and businesses in the designated service delivery area.

Section 2: Relationship to the Board

Education and industry consortiums act as independent advisory groups. Members do not have any direct or implied authority over local workforce development boards, their membership or employees.

Section 3: Board Responsibilities

The policy requires the Board to create an education and industry consortium composed of representatives of educational entities and businesses in the designated service delivery area. The

chair of the local workforce development board shall appoint the consortium members from a list of criteria described in the policy. A member of the Board shall not serve as a member of the consortium.

Section 4: Composition of Consortium Members

The membership of the education and industry consortium must meet the following requirements:

(A) **Industry representatives** such as Chief Executive Officers or presidents or other executive level staff from the top public and private employers in the local area.

- Industry representatives should reflect the priority industries in the local area.

(B) **Education representatives** such as superintendents, presidents, or other leadership staff from education institutions in the local area that represent both public and private education entities. Such representation should include:

- K-12 education.
- District technical colleges.
- State colleges.
- Universities.
- Other degree or credential granting institutions in the local area.

Section 5: Term of Consortium Members

Consortium members shall be appointed for two-year terms beginning on Jan. 1 of the year of the appointment, and any vacancy on the consortium must be filled for the remainder of the unexpired term in the same manner as the original appointment.

Section 6: Meetings

Local education and industry consortiums will meet quarterly to discuss both the needs of local businesses and the associated educational offerings in the local areas.

Section 7: Reporting

The consortium will provide a quarterly report to the Board to inform the Board on programs, services, and partnerships in the service delivery area. Local education and industry consortium reports will be published on the Board's website and made available to the public.

ARTICLE VIII: CONFLICT OF INTEREST

Each member of the Board of Directors has the responsibility to disclose any conflict of interest on any issue before the Board. A conflict of interest exists when a Director or a member of his/her immediate family stands to gain financially from the action contemplated by the Board or as may otherwise be established by law.

In accordance with legislation, a Director must abstain from voting or offering any motions on any issue where a conflict exists. The conflict and abstention must be noted in the minutes of Board or committee meetings.

Each Director shall be provided with a copy of the Conflict of Interest policy and shall acknowledge receipt and willingness to comply with the policy standards. Each director shall be expected to complete a Disclosure Statement indicating potential financial sources of conflict of interest.

ARTICLE IX: INDEMNIFICATION OF DIRECTORS

The Corporation shall maintain a policy of Errors and Omissions insurance coverage to provide for the indemnification of the Directors. The Corporation shall and does hereby indemnify any person made a party to an action, suit or proceeding, whether civil or criminal or otherwise, brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his or her capacity of Director or Officer of the Corporation, or for any other corporation which he or she served as such at the request of the Corporation, against judgments fines, amounts paid in settlement and reasonable expenses, including attorney's fees actually and necessarily incurred as a result of such action, suit or proceeding, or any appeal therein, if such Director or officer acted in good faith in the reasonable belief that such action was in the best interest of the Corporation, and in criminal actions or proceedings without reasonable ground for belief that such action was unlawful. The termination of any such civil or criminal or other action, suit or proceeding by judgment, settlement, conviction or upon a plea of nolo contendere shall not in itself create a presumption that any Director or officer did not act in good faith in the reasonable belief that such action was in the best interest of the Corporation or that he or she had reasonable ground for belief that such action was unlawful.

The foregoing rights of indemnification shall apply to the heirs and personal representatives of any such Director or officer and shall not be exclusive of other rights to which any provision of the Articles of Incorporation, these by-laws: or any agreement, may otherwise apply.

The Board of Directors shall approve the coverage of such errors and omissions policy on an annual basis.

ARTICLE X: AMENDMENTS

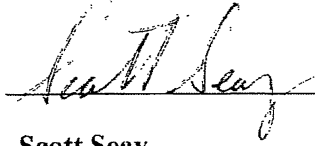
Any portion of these by-laws may be amended, modified, or repealed by an affirmative vote of a majority of those Directors present at a duly scheduled meeting of the Board of Directors. Before any vote can occur on any amendment to the by-laws, notice of the proposed changes in the by-laws must be sent to all Directors with the proper notice of the scheduled meeting.

ARTICLE XI: ENACTMENT PROVISIONS

These by-laws shall become effective upon the affirmative vote of a simple majority of voting members at a duly constituted and properly announced meeting of the Board of Directors.

APPROVED BY:
CareerSource Okaloosa Walton

By:



Name:

Scott Seay

Title:

Chair

Date:

12/6/23

APPROVED BY:
Chief Elected Official for Okaloosa and Walton Counties

By:



Name:

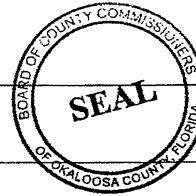
Paul Mixon

Title:

Chairman, Okaloosa County Commission

Date:

1/16/2024





Functions of the Local Workforce Development Board

Reference: 20 Code of Federal Regulations (CFR) 679.370.

As provided in WIOA sec. 107(d), the LWDB must:

- (a) Develop and submit a 4-year local plan for the local area, in partnership with the chief elected official and consistent with WIOA sec. 108.
- (b) If the local area is part of a planning region that includes other local areas, develop and submit a regional plan in collaboration with other local areas. If the local area is part of a planning region, the local plan must be submitted as a part of the regional plan.
- (c) Conduct workforce research and regional labor market analysis to include:
 - (1) Analyses and regular updates of economic conditions, needed knowledge and skills, workforce, and workforce development (including education and training) activities to include an analysis of the strengths and weaknesses (including the capacity to provide) of such services to address the identified education and skill needs of the workforce and the employment needs of employers;
 - (2) Assistance to the Governor in developing the statewide workforce and labor market information system under the Wagner-Peyser Act for the region; and
 - (3) Other research, data collection, and analysis related to the workforce needs of the regional economy as the WDB, after receiving input from a wide array of stakeholders, determines to be necessary to carry out its functions
- (d) Convene local workforce development system stakeholders to assist in the development of the local plan under 20 CFR 679.550 and in identifying non-Federal expertise and resources to leverage support for workforce development activities. Such stakeholders may assist the LWDB and standing committees in carrying out convening, brokering, and leveraging functions at the direction of the LWDB.
- (e) Lead efforts to engage with a diverse range of employers and other entities in the region in order to:
 - (1) Promote business representation (particularly representatives with optimum policymaking or hiring authority from employers whose employment

opportunities reflect existing and emerging employment opportunities in the region) on the LWDB.

- (2) 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.
 - (3) Ensure that workforce investment 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
 - (4) 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;
- (f) With representatives of secondary and postsecondary education programs, lead efforts to develop and implement career pathways within the local area by aligning the employment, training, education, and supportive services that are needed by adults and youth, particularly individuals with barriers to employment;
- (g) Lead efforts in the local area to identify and promote proven and promising strategies and initiatives for meeting the needs of employers, workers and job seekers, and identify and disseminate information on proven and promising practices carried out in other local areas for meeting such needs;
- (h) Develop strategies for using technology to maximize the accessibility and effectiveness of the local workforce development system for employers, and workers and job seekers, by:
- (1) Facilitating connections among the intake and case management information systems of the one-stop partner programs to support a comprehensive workforce development system in the local area.
 - (2) Facilitating access to services provided through the one-stop delivery system involved, including access in remote areas.
 - (3) Identifying strategies for better meeting the needs of individuals with barriers to employment, including strategies that augment traditional service delivery, and increase access to services and programs of the one-stop delivery system, such as improving digital literacy skills; and
 - (4) Leveraging resources and capacity within the local workforce development system, including resources and capacity for services for individuals with barriers to employment.

- (l) In partnership with the chief elected official for the local area:
- (1) Conduct oversight of and develop policies for the youth workforce investment activities authorized under WIOA sec. 129(c); adult and dislocated worker employment and training activities under WIOA secs. 134(c) and (d); and the entire one-stop delivery system in the local area.
 - (2) Ensure the appropriate use and management of the funds provided under WIOA subtitle B for the youth, adult, and dislocated worker activities and one-stop delivery system in the local area; and
 - (3) Ensure the appropriate use management, and investment of funds to maximize performance outcomes under WIOA sec. 116.
- (j) Negotiate and reach agreement on local performance indicators with the chief elected official and the Governor.
- (k) Negotiate with CEO and required partners on the methods for funding the infrastructure costs of one-stop centers in the local area in accordance with 20 CFR 678.715 of this chapter or must notify the Governor if they fail to reach agreement at the local level and will use a State infrastructure funding mechanism.
- (l) Select the following providers in the local area, and where appropriate terminate such providers in accordance with 2 CFR part 200:
- (1) Providers of youth workforce investment activities through competitive grants or contracts based on the recommendations of the youth standing committee (if such a committee is established); however, if the LWDB determines there is an insufficient number of eligible training providers in a local area, the LWDB may award contracts on a sole-source basis as per the provisions at WIOA sec. 123(b);
 - (2) Providers of training services consistent with the criteria and information requirements established by the Governor and WIOA sec. 122.
 - (3) Providers of career services through the award of contracts, if the one-stop operator does not provide such services; and
 - (4) One-stop operators in accordance with 20 CFR 678.600 through 20 CFR 678.635 of this chapter.
- (m) In accordance with WIOA sec. 107(d)(10)(E) work with the State to ensure there are sufficient numbers and types of providers of career services and training services serving the local area and providing the services in a manner that maximizes consumer choice, as well as providing opportunities that lead to competitive integrated employment for individuals with disabilities;

- (n) Coordinate activities with education and training providers in the local area, including:
 - (1) Reviewing applications to provide adult education and literacy activities under WIOA title II for the local area to determine whether such applications are consistent with the local plan.
 - (2) Making recommendations to the eligible agency to promote alignment with such plan; and
 - (3) Replicating and implementing cooperative agreements to enhance the provision of services to individuals with disabilities and other individuals, such as cross training of staff, technical assistance, use and sharing of information, cooperative efforts with employers, and other efforts at cooperation, collaboration, and coordination;
- (o) Develop a budget for the activities of the LWDB, with approval of the chief elected official and consistent with the local plan and the duties of the LWDB.
- (p) Assess, on an annual basis, the physical and programmatic accessibility of all one-stop centers in the local area, in accordance with WIOA sec. 188, if applicable, and applicable provisions of the Americans with Disabilities Act of 1990 (42 U.S.C. 12101 et seq.); and
- (q) Certification of one-stop centers in accordance with 20 CFR 678.800 of this chapter.

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This project is supported by the U.S. Departments of Labor, Health and Human Services, Education, and Agriculture as part of awards totaling \$4,223,704.85 with 0% financing from non-governmental sources.



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Minimum Board Membership Representation

Board Membership Representation	Okaloosa County	Walton County	At-Large Okaloosa/Walton Counties	Total Voting Members
<u>BUSINESS</u>				
• Business Representatives*	8	6	N/A	14
<u>ECONOMIC DEVELOPMENT</u>				
• Economic Development Organizations	1	1	N/A	2
<u>LABOR/APPRENTICESHIPS</u>				
• Organized Labor/ Representative of Employees	2	0	N/A	2
• Labor Membership/ Apprenticeship	0	0	**1	0
<u>EDUCATION</u>				
• Adult Education/ Literacy	0	1	N/A	1
• Institutions of Higher Education	1	1	N/A	2
• Private Education Provider	1	0	N/A	1
<u>COMMUNITY DEVELOPMENT - STATE</u>				
• State Employment Representative***	0	0	0	0
• Rehabilitation Services	0	0	1	1
<u>COMMUNITY DEVELOPMENT - OTHER</u>				
• Community Services Block Grant	N/A	N/A	1	1
• Community Based Organization Serving Disabled Individuals	N/A	N/A	1	1
TOTAL VOTING MEMBERS	13	9	**4	25

* A majority of Board members shall be representatives of business in the local area

**Dual roles, non-voting position

*** To be appointed by the State of Florida – currently vacant

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