

**Executive Committee Meeting**  
**Wednesday, July 17, 2013 11:00 a.m.**  
**Calhoun Convention Center, Rome, GA**  
 Summary  
 Attendance

Executive Committee Members Present	Staff/Guests Members Present
Bruce Bowman Loraine Green Jim Henry Mitchell Morgan	Gwen Dellinger Susan Gentry Sarah Harrision Terri Morgan Phyllis S. Walker

Bruce Bowman called the meeting to order. It was determined that a quorum was present for the Executive Committee.

Mr. Bowman asked for a motion to accept the minutes from January 16, 2013. Loraine Green made the motion that they be accepted as presented. Jim Henry seconded. Motion carried unanimously.

Sarah Harrison presented the Proposed Changes to the WIB By-Laws. She stated the following changes were proposed in order that the By-Laws be in compliance with the new state laws (original text crossed out; copy attached):

**ARTICLE IX - QUORUM**

~~Whenever at least eight (8) of the counties which comprise the Northwest Georgia Workforce Investment Area are represented by being present (with the exception of the Chief Elected Official) by at least one (1) legally qualified member, the WIB shall be considered to have a quorum and may conduct business.~~

***Whenever at least one-third of the directors are present, the WIB shall be considered to have a quorum and may conduct business.***

**ARTICLE X - VOTING**

~~Each director shall be entitled to one (1) vote on each matter brought before the WIB. With the exception of the person representing the Chief Elected Official, the director must be present in order to cast a vote; there shall be no voting by proxy except for the elected official representing the Chief Elected Officials on the WIB. His/her proxy may vote for him/her in the event that he/she cannot attend the meeting.~~

~~In all voting matters directors shall adhere to the WIB Code of Conduct relating to Conflict of Interest.~~

**ARTICLE X - VOTING**

***Each director shall be entitled to one (1) vote on each matter brought before the WIB. The director must be present in order to cast a vote.***

***In all voting matters, directors should adhere to the WIB Code of Conduct relating to the Conflict of Interest and should submit, upon their appointment to the WIB, a signed conflict of interest statement to the workforce administrative entity.***

## ARTICLE VI - OFFICERS AND DUTIES

The officers of the WIB shall consist of a Chairman, a Vice-Chairman, and Secretary/Treasurer elected by the WIB. The Chairman and Vice-Chairman must be representatives of the private sector. The terms of the officers shall begin in July and shall be a one (1) year or until their successors are duly elected and qualified. The WIB may fill vacancies for officers at any meeting. Initial elections shall be through June 30, 2001 with the full one (1) year term to commence July 1, 2000.

If during their term of office, the Chairman or Vice-Chairman should no longer be a representative of private sector, the position shall be declared vacant and be filled in accordance with Article IV of these By-Laws.

The Chairman shall preside at the meetings of the WIB and shall see that all orders and resolutions of the WIB are communicated to the proper persons or entities for implementation. He/she shall execute all documents on behalf of the WIB.

The Vice-Chairman shall perform the duties of the Chairman in his/her absence. Should the Chairman vacate his/her office prior to the end of his/her term, the Vice-Chairman shall assume the Chairmanship for the remainder of the term.

Should this action occur and the Vice-Chairmanship position become vacant, the directors shall elect a replacement by and from the membership of the WIB.

The Secretary/Treasurer [or his/her designee(s) who may be staff member(s) of the administrative entity performing Workforce Investment services] shall attend and keep the Minutes of all meetings of the WIB. He/she shall have charge of the records of the WIB and shall, in general, perform all duties incident to the position of Secretary/Treasurer, subject at all times to the discretion and control of the WIB. He/she shall keep full and accurate accounts of receipts and disbursements on the books and deposit all monies and other valuable properties and effects in the name of and to the credit of the WIB administrative entity in such depository or depositories as may be designated by the WIB. He/she shall disburse the funds of the WIB administrative entity as ordered by the WIB and shall render to the WIB, whenever they may require an account of all its transactions and of the financial condition of the WIB administrative entity. The Secretary/Treasurer shall perform all other duties as shall be assigned by the WIB.

The WIB may appoint such other officers as the business of the WIB may require, each of whom shall hold office for such period and have such authority to perform duties as are provided by the By-Laws or as the WIB may determine.

## ARTICLE VI - OFFICERS AND DUTIES

*The officers of the WIB shall consist of a Chairman, a Vice-Chairman, and a Secretary/Treasurer. The Chairman shall be elected by the members representing the private sector or the WIB and should serve for a term of no more than two (2) years and shall serve for a term of no more than two (2) terms. The Vice-Chairman and Secretary/Treasurer shall be elected by the WIB. The terms of these officers shall begin in July and shall be for two (2) years or until their successors are duly elected and qualified. The WIB may fill vacancies for officers at any meeting. If during his/her term of office, the Chairman should no longer be a representative of private sector, the position shall be declared vacant and shall be filled in accordance with these By-laws.*

Ms. Harrison also stated that there was one correction that needed to be made. In Article VI, the following phrase should be changed from "private sector or the WIB to "private sector of the WIB." Mitchell Morgan asked for clarification on what is meant by a quorum. Gwen Dellinger stated that, according to the new law, a quorum would consist of one-third of the WIB members. Mr. Bowman asked if there was a certain composition of counties and/or sector which had to be met. Ms. Dellinger answered that the only requirement was the percentage of members attending. Mr. Morgan asked if a clean version of the By-Laws would be forwarded to members and if information regarding the composition of the WIB could also be sent. Terri Morgan stated that she would send the By-Laws with changes and corrections incorporated as well as a WIB Orientation Manual. Loraine Green made the motion that the revised By-Laws be accepted with the noted correction. Jim Henry seconded. Motion carried unanimously.

Phyllis walked informed those present that our area was monitored by the Governor's Office of Workforce Development (GOWD) during the week of July 8, 2013. An exit interview conference was conducted on July 12, 2013 and we were given a preliminary report (included

in packet). GOWD provided feedback regarding two programmatic observations that needed to be addressed. Staff has begun provisions to address these observations. GOWD will submit to us an official report within approximately ten business days. Locally, we have completed our WIA monitoring for last program year. All outstanding findings and required actions were resolved (report included in packet).

Ms. Walker informed those present that the following policies had been updated:

- A. The Equal Opportunity Policy (included in packet, change in bold print) was revised to change the title of the person responsible for complaints at the Governor's level from Executive Director to the State WIA EO Officer.
- B. The Whistle Blower (included in packet) was developed as a result of guidance from the State.
- C. The Support Policy (included in packet) has been approved by the Georgia Department of Labor for the NEG customers. We are awaiting concurrence from the Governor's Office of Workforce Development for providing support payments to the adults and dislocated workers who are enrolled in pre-vocational training or other approved intensive training. The payment will be at the discretion of the career adviser.

Ms. Walker stated that staff recommended approval of the changes. Mitchell Morgan made the motion that these changes to policies be accepted. Jim Henry seconded. Motion carried unanimously.

There being no further business, the meeting adjourned.