BYLAWS OF THE STATE OF HAWAII WORKFORCE DEVELOPMENT COUNCIL
(Approved by the WDC Board on September 14, 2017)

ARTICLE I – DEFINITIONS

Sec. 1 The abbreviation "CFR" means Code of Federal Regulations.
Sec. 2 The abbreviation "USC" means United States Code.
Sec. 3 The term "Council" means the State of Hawaii Workforce Development Council which is a State Board.

ARTICLE II – PURPOSE

Sec. 1 The purpose of the bylaws is to provide general guidance in Council governance to the extent permitted by State and Federal Law.
Sec. 2 The functions, duties, and powers of the Council are outlined in Hawaii Revised Statutes (HRS) Chapter 202 and the federal Workforce Innovation and Opportunity Act of 2014 (WIOA).

ARTICLE III – MEMBERSHIP, CHAIRPERSON AND VICE-CHAIRPERSON DUTIES, AND COMMITTEES

Membership

Sec. 1 A. Council members are appointed by the Governor of the State of Hawaii under HRS § 202-1.
B. Except for ex-officio members or their designees, Council members are appointed by the Governor to four-year terms with a limit of two consecutive terms (eight consecutive years) under HRS § 26-34.
C. A member of each house of the legislature appointed by the appropriate presiding officer of each house shall be appointed to two-year terms beginning in January of odd-numbered years under HRS § 202-1.
D. Any member of the Council may resign at any time by giving written notice to the Governor and Chairperson.
E. If it comes to the Chairperson's attention, either by written notification from the Council member or otherwise, that a Council member may no longer be eligible for Council membership, the Chairperson shall convene an Executive Committee meeting to review that Council member's eligibility and determine the course of action.
F. The Executive Director of the Council is not a member of the Council.

Chairperson

Sec. 2 A. The Chairperson of the Council shall be appointed by the Governor under HRS § 202-1.
B. The Chairperson, or his or her designee, shall serve as the spokesperson for the Council.

C. The Chairperson shall perform such other duties as directed by the Council.

Vice-Chairperson

Sec. 3 The Vice-Chairperson of the Council shall conduct the business of the Council in the absence of the Chairperson. Any member of the Council may nominate a Vice-Chairperson. The nominated Vice-Chairperson shall be approved by the Council upon the concurrence of at least a quorum of the Council for a term of two years and may serve another term upon the Council's approval.

Committees

Sec. 4 A. The Council may establish, upon the concurrence of at least a quorum of Council members, standing committees to assist in the functions and duties of the Council.
B. The standing committees created under Article III, Sec. 4-A shall be organized by the Chairperson who shall appoint from the committee membership a Chairperson and Vice-Chairperson for each standing committee.

Executive Committee

Sec. 5 A. The Executive Committee shall be composed of the Chairperson, the Vice-Chairperson, and the Chairpersons of standing committees.
B. The Chairperson may convene the Executive Committee as necessary.
C. The Executive Committee may convene in between scheduled Council meetings. All Executive Committee actions shall be reported in full at the next scheduled meeting of the Council.
D. The Executive Committee is responsible for personnel and Council governance matters.

ARTICLE IV – MEETINGS, ATTENDANCE, VOTING, AND QUORUM

Meetings

Sec. 1 A. HRS Chapter 92, the Sunshine law, governs the Council's meetings. HRS § 92-2.5 governs permitted interactions of Council members. 29 USC § 3111(g) of WIOA is the Sunshine provision applicable to the Council.
B. The Council shall endeavor to meet quarterly.
C. The Chairperson shall call meetings of the Council whenever meetings are considered necessary.

Attendance

Sec. 2 Under HRS § 92-15.5, except for ex-officio members or their designees, the term of a Council member shall expire upon the failure of the Council member, without valid excuse, to attend three consecutive meetings duly noticed to all Council members and where the Council failed to constitute quorum necessary to transact Council business. The Chairperson shall determine if the absence of the Council member is excusable. The

expiration of the Council member's term shall be effective immediately after the third consecutive unattended meeting and unexcused absence.

Voting

Sec. 3 Proxy and/or absentee voting is not permitted.

Sec. 4 The following ex-officio members or their designees may each cast one vote:

A. Governor, State of Hawaii
B. Mayor, City & County of Honolulu
C. Mayor, County of Hawaii
D. Mayor, County of Kauai
E. Mayor, County of Maui
F. Director, Department of Business, Economic Development and Tourism
G. Director, Department of Human Services
H. Director, Department of Labor & Industrial Relations
I. Superintendent, Department of Education
J. President, University of Hawaii
K. Chair, County of Hawaii Workforce Development Board
L. Chair, County of Kauai Workforce Development Board
M. Chair, County of Maui Workforce Development Board
N. Chair, Oahu Workforce Development Board
O. Member, House of Representatives – State Legislature
P. Member, Senate – State Legislature

Sec. 5 The following Council members appointed by the Governor of the State of Hawaii may each cast one vote:

A. The representatives from the private sector, including nonprofit organizations and businesses in the State, appointed from individuals nominated by state business organizations and business trade associations.
B. The representatives from labor organizations and workforce training organizations.

Sec. 6 Ex-officio members wishing to designate a designee for purposes of attending a Council meeting and voting at such meeting should submit written notice to Council staff no later than one week before the Council meeting that the designee wishes to attend.

Quorum

Sec. 7 Under HRS § 92-15 and HRS § 202-1, the concurrence of at least a quorum, or a majority, of all Council members shall be necessary to make any action of the Council valid.

ARTICLE V – CONFLICTS OF INTEREST

Sec. 1 20 CFR § 683.200 governs conflicts of interest and codes of conduct under Federal law for Council members.

Sec. 2 Article XIV of the Hawaii State Constitution and HRS Chapter 84 governs conflicts of interest and ethics under State law for Council members.

ARTICLE VI – EXPENSES AND COMPENSATION

Sec. 1 Council members shall serve without compensation but shall be reimbursed for travel expenses necessary for the performance of their duties to the extent permitted by law.

ARTICLE VII – RULES OF ORDER

Sec. 1 To the extent permitted by law, Robert's Rules of Order, newly revised, or applicable statutes shall apply in situations not covered by these bylaws.

ARTICLE VIII – AMENDMENTS

Sec. 1 The bylaws of the Council may be amended at any meeting with the concurrence of at least a quorum of Council members, provided at least thirty days written notice is given to each Council member.

ARTICLE IX – BYLAWS GOVERNANCE

Sec. 1 These bylaws shall be interpreted and applied in a manner consistent with HRS Chapter 202, WIOA, and any other statutes or regulations applicable to State boards generally.

Sec. 2 To the extent that any section in the bylaws conflict with State or Federal law, the State or Federal law shall control.

Sec. 3 To the extent that any section in the bylaws is held invalid, the invalidity does not affect the other sections in the bylaws which can be given effect without the invalid section, and to this end the invalid section of the bylaws is severable.

ARTICLE X – EFFECTIVE DATE

Sec. 1 Upon Council action, these bylaws are effective as of September 14, 2017, and shall be reviewed every two years.