

- community.
- D. To place special emphasis on service to welfare recipients, economically disadvantaged adults and youth, dislocated workers, and individuals and employers needing workforce development services as identified in the CareerSource Pinellas strategic plan.

## **SECTION 2 – Use of Funds**

CareerSource Pinellas 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 area.

## **ARTICLE III - BOARD MEMBERSHIP**

### **SECTION I – Governing Body**

CareerSource Pinellas shall be governed by a Board of Directors, to be appointed as provided herein.

### **SECTION 2 – Authority and Responsibilities of the Board**

All corporate powers shall be exercised by or under the authority of the Board of Directors, and the business and affairs of Career Source Pinellas will be managed under the Board's direction.

The Directors general functions shall include:

- A. Establishing policies for the governance, administration and operation of CareerSource Pinellas;
- 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;

The specific authorities and responsibilities of the Board shall include all authorities and responsibilities delegated to it by applicable federal, state and local laws, regulations, policies and mandates, and shall include:

- A. Adopting, amending or repealing the Articles ~~or Bylaws~~;
- B. Electing and removing officers of CareerSource Pinellas;
- C. Ensuring accountable management of real and personal property of CareerSource Pinellas, including approval of the acquisition, conveyance, mortgaging, or encumbering property, and approval of

- material contracts on behalf of Career Source Pinellas;
- D. Establishing policies, including monetary or other limits, within which administration and staff of CareerSource Pinellas may function independently;
  - E. Approving rules and regulations for the administration of CareerSource Pinellas personnel, including approval of pay/compensation plans and employee benefits;
  - F. Developing, ratifying and submitting or amending the local workforce plan pursuant to Public Law No. 113-128 WIOA and the provisions of Florida Statute 445.007, subject to the approval of the Pinellas County Board of County Commissioners;
  - G. Coordinating agreements with the Pinellas County Board of County Commissioners that are necessary to designate the fiscal agent and administrative entity;
  - H. Oversight of programs;
  - I. Oversight of administrative costs;
  - J. Oversight of performance outcomes;
  - K. Identifying and selecting providers of training services, intensive services, youth providers and One-Stop Operators as necessary and applicable;
  - L. Developing a budget, subject to the approval of the Pinellas County Board of County Commissioners, for purposes of carrying out the duties of the Board under applicable state and federal law;
  - M. Oversight of the budget;
  - N. Negotiating and reaching agreement on local performance measures;
  - O. Coordinating the workforce investment activities with economic development strategies and developing other employer linkages with such activities; and
  - P. Developing the Regional Targeted Occupations List.
  - Q. Selecting, hiring and terminating the Chief Executive Official subject to the approval of the Pinellas County Board of County Commissioners; and
  - R. Selecting and hiring or contracting for the provision of legal services to be provided to, and for, WorkNet Pinellas, Inc. subject to the approval of the Pinellas County Board of County Commissioners. The selected provider of legal services shall report directly to the Board of Directors. The performance of legal services shall be reviewed not less than every calendar year, and any legal services agreement shall be terminable at will and may not have a term beyond twenty-four (24) months. Nothing herein shall prevent legal services contract renewals beyond such twenty-four (24) month term, provided that the Board of Directors shall be required to affirmatively vote to renew such agreement not less than every two years, and only after a review by the Ad Hoc Chief Executive Official/Executive Director and Legal Counsel Selection Committee as provided in Article VI, Section 12 of these bylaws.

Nothing herein shall be construed to prevent the Pinellas County Board of County Commissioners from removing the CSPin Executive Director or legal services provider. Removal of the CSPin Executive Director or legal services provider is a power reserved

to the Pinellas County Board of County Commissioners as the Chief Elected Official. Any vote of the Pinellas County Board of County Commissioners to remove the CSPin Executive Director or legal services provider, other than as an approval of action taken by the CSPin Board, must obtain the consent of a majority plus one of the quorum of those commissioners present.

### **SECTION 3 – Authority of Individual Board Members**

Board members have authority over the affairs of CareerSource Pinellas only when acting as a Board of Directors legally in session. The Board shall not be bound in any way by any action or statement on the part of any individual Board member, except when such statement or action is taken when carrying out specific instructions by the Board of Directors of CareerSource Pinellas.

### **SECTION 4 - Categories of Board Membership**

All the members of the Board of Directors of CareerSource Pinellas shall be appointed by the Pinellas County Board of County Commissioners in accordance with Federal and State legislation, regulations and policies, and consistent with such policies and/or procedures as may be established by the Board of County Commissioners. Such appointments shall include:

- A. The Chairman of the Pinellas County Board of County Commissioners or his/her designee from the Board of County Commissioners, shall fill one of the mandatory seats on the Board as appropriate and as established by Federal and State legislation, regulations and/or policies.
- B. A School Board Member appointed by the Board of County Commissioners shall fill a seat on the Board.

### **SECTION 5 – Appointment of Board Members**

- A. Members of the CareerSource Pinellas Board of Directors shall be appointed by the Pinellas County Board of County Commissioners subject to the provisions of WIOA and its regulations, and pursuant to the Florida Workforce Innovation Act and policies established by the Governor for the State of Florida. The maximum number of Board members and the categories of membership shall conform to Federal and State legislation, regulations and policies [but no more than \_\_31\_\_ Directors shall be appointed to serve on the Board].
- B. The CareerSource Pinellas Board may make recommendations regarding nominations to the Pinellas County Board of County Commissioners. Such nominations shall be in accordance with the nomination process set forth in the governing statutes and the policies established by the Pinellas County Board of County Commissioners. Appointments to the Board shall be at the discretion of the Pinellas County Board of County Commissioners.

subject to approval by the Pinellas County Board of County Commissioners. Action by the CareerSource Pinellas board shall be by an affirmative vote of two-thirds of the membership of the CareerSource Pinellas Board, after notice, which shall specify or summarize the changes proposed to be made. Such notice shall be made no less than seven (7) business days prior to the meeting at which such amendment or repeal is acted upon.

### **ARTICLE X - GENERAL PROVISIONS**

Nothing in these By-laws shall be construed to take precedence over federal, state or local laws or regulations, or to constrain the rights or obligations or the units of the local elected officials or governments party to the consortium agreement.

### **ARTICLE XI - INDEMNIFICATION**

#### **SECTION I – Indemnification of Board Members**

CareerSource Pinellas, Inc. may indemnify any CareerSource Pinellas Board Director, Officer, or former CareerSource Pinellas Board Director or Officer in accordance with and as limited by Chapters 607 and 617 Florida Statutes.

#### **SECTION 2 – Indemnification Insurance**

CareerSource Pinellas and the Pinellas County Board of County Commissioners shall have the power to purchase and maintain insurance sufficient to meet this Article's indemnification provisions.

### **ARTICLE XII - ENACTMENT PROVISION**

~~These Pursuant to 20 C.F.R. 679.310(g), these Byby-laws shall become effective after approval by a two thirds vote of the membership after due notice to the membership. Reasonable notice shall be given prior to the meeting at which these By-laws are enacted the Pinellas County Board of County Commissioners acting as the Chief Elected Official.~~

These amended By-Laws were adopted as of this \_\_\_\_\_.