

CAREERSOURCE PALM BEACH COUNTY, INC.

BY-LAWS

ARTICLE I **NAME**

The name of the organization shall be the CareerSource Palm Beach County, Inc. (CSPBC) which exists under the laws of the State of Florida, as a not-for-profit corporation qualified under IRC§501(c)(3).

ARTICLE II **OFFICES AND REGISTERED** **AGENT**

The principal administrative office of CSPBC shall be located in Palm Beach County, Florida, at a site as selected by the Board of Directors. The registered office of CSPBC shall be at 4420 Beacon Circle, West Palm Beach, FL 33407 and the registered agent shall be Kenneth Rehns until changed by the Board of Directors.

ARTICLE III **PURPOSE**

The purpose of the Local Workforce Development Board (LWDB) is to set policy and establish oversight of the workforce development system. The LWDB has the responsibility to provide strategic and operational oversight, assists in achievement of the State's strategic and operational vision and goals, and maximizes and continues to improve quality of services, customer satisfaction, and effectiveness of services provided. This is a cooperative effort among private business, industry, labor, education and government created to increase the economic base of the community by providing workforce development, job training and employment services for the businesses and citizens of Local Workforce Development Area 21 as allowed and prescribed by the Workforce Innovation and Opportunity Act, P.L. 113-128, July 22, 2014, as and if amended from time to time (WIOA) and the Florida Workforce Innovation Act of 2000 as and if amended from time to time (the Florida Act).

ARTICLE IV CAREERSOURCE **SERVICE AREA**

The area to be served by CSPBC is Palm Beach County, Florida.

ARTICLE V **MEMBERSHIP**

CSPBC shall not have members.

ARTICLE VI

CHIEF LOCAL ELECTED OFFICIAL, LOCAL WORKFORCE DEVELOPMENT BOARD (LWDB) MEMBERS, AND OFFICERS

The Chief Local Elected Official (CLEO), Board of Directors, Officers and Committees of CSPBC shall be organized as follows:

- 1) The CLEOs responsibilities include:
 - a) Requesting local area designation (as prescribed in Administrative Policy 94 – Local Workforce Development Area Designation).
 - b) Requesting LWDB certification (as prescribed in Administrative Policy 091 – Local Workforce Development Board Composition and Certification).
 - c) Appointing members to the LWDB.
 - d) Designating a fiscal agent (if not serving as grant recipient).
 - e) Remaining liable for any misuse of WIOA grant funds by the local area.
 - f) In coordination with the LWDB and/or staff to the board, negotiating and reaching agreement on LWDB local performance measures with FloridaCommerce.
 - g) Negotiating with the LWDB and required partners to maintain the workforce delivery system through the Memorandum of Understanding (as prescribed in administrative Policy 106 – Memorandums of Understanding and Infrastructure Funding Agreements); and
 - h) Partnering with the LWDB and planning region to develop and submit the WIOA local plan and regional plan.
- 2) The CLEO may delegate the listed administrative functions except:
 - a) Appointment of members to the LWDB.
 - b) Designation of a fiscal agent (designation of a fiscal agent does not relieve the CLEO or Governor of liability for misuse of grant funds – 20 CFR 679.420).
 - c) Liability for any misuse of WIOA grant funds by the local areas.
- 3) The number of members of the LWDB shall not be less than nineteen (19) or more than thirty-three (33) as determined from time to time by the LWDB.
- 4) The duties and functions of the LWDB include:
 - a) Undertake and carry out the functions of the board described in Sections 107(d) and 108 of WIOA and the regulations thereunder.
 - b) Developing and submitting a four-year local plan and regional plans.
 - c) Conducting workforce research and regional labor market analysis.
 - d) Convening local workforce development system stakeholders to assist in the development of the local plan and identifying expertise and resources to leverage

support for workforce development activities.

- e) Leading efforts to engage a diverse range of employers and other entities in the local area.
- f) Leading efforts to develop and implement career pathways.
- g) Leading efforts to identify and promote proven and promising strategies and initiative for meeting the needs of employers, workers, and jobseekers.
- h) Developing strategies for using technology to maximize the accessibility and effectiveness of the local workforce development system for employers, workers, and job seekers.
- i) In partnership with the CLEO, conducting oversight of the WIOA adult, dislocated worker, and youth programs and the entire local workforce delivery system, ensuring the appropriate use, management of WIOA funds, and ensuring the appropriate use and management and investment of funds to maximize performance outcomes.
- j) With the advice of the CSPBC President/CEO, negotiating and reaching agreement on local performance measures with the CLEO and FloridaCommerce.
- k) With the advice of the CSPBC President/CEO, evaluating the performance and effectiveness of CSPBC's workforce development plan and programs by establishing performance standards and measure for the workforce development activities in the region.
- l) Negotiating, with the CLEO 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 and Administrative Policy 106 – Memorandum of Understanding and Infrastructure Funding Agreements.
- m) Selecting providers of youth workforce investment activities through competitive grants or contracts in accordance with Administrative Policy 120 – Youth Service Provider Selection, providers of training services consistent with state policy and WIOA sec. 122., providers of career services through the awards of contracts in accordance with Administrative Policy 083 – Direct Provider of Workforce Services, and one-stop operators in accordance with 20 CFR 678.600 through 20 CFR 678.635 and Administrative Policy 097 – One-Stop Operator Procurement.
- n) Working 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.

- o) Coordinating activities with education and training providers in the local area.
- p) Developing a budget for the activities of the LWDB, with approval of the CLEO and consistent with the four-year local plan and the duties of the LWDB.
- q) Assessing, on an annual basis, the physical and programmatic accessibility of all career centers in the local area, in accordance with WIOA sec. 188, if applicable, and applicable provisions of the American with Disabilities Act of 1990 (42 U.S.C. 12101 et seq).
- r) Certifying the local area's career centers in accordance with 20 CFR 678.800 and Administrative Policy 093 – One Stop Delivery System and One-Stop Center Certification Requirements.
- s) Concluding agreements necessary to designate the fiscal agent and administrative entity. A public or private entity, including an entity established under section 163.01, F.S., which makes a majority of the appointments to a local board may serve as the local board's administrative entity if approved by FloridaCommerce based upon a showing that a fair and competitive process was used to select the administrative entity.
- t) Developing CSPBC's strategic objectives.
- u) Reporting to the Board of Directors of CareerSource Florida, Inc. regarding its functions, duties and responsibilities as required by law or regulation.
- v) Providing ongoing oversight related to administrative costs, duplicated services, career counseling, economic development, equal access, compliance and accountability, and performance outcomes. Regularly receiving and reviewing the financial statements of CSPBC.
- w) In partnership with the CLEO, establishing bylaws and codes of conduct for LWDB members, as well as the LWDB President/CEO and LWDB staff.
- x) Overseeing the one-stop delivery system in its local area.
- y) Contracting with public and private entities as necessary to further the directives of the WIOA Local Plan, as amended and supplemented from time to time and The Migrant & Seasonal Farmworkers Outreach and Services Local Plan, as amended and supplemented from time to time.
- z) Establishing additional monitoring and reporting requirements, if one entity fulfills multiple functions to ensure the entity is compliant with WIOA, final rules and regulations, OMB circulars, and the state's conflict of interest policy.

aa) Employ a President/CEO with the concurrence of the Palm Beach Workforce Development Consortium who will (i) be responsible and accountable to the LWDB, (ii) act on the LWDB's behalf in the conduct of its directives.

(3) At a minimum, the membership of the LWDB shall include:

(A) a majority of representatives of business in the local area as individuals, who:

- i. are owners of businesses, chief executives or operating officers of businesses, or other business executives or employers with optimum policy-making or hiring authority;
- ii. represent businesses, including small businesses, or organizations representing businesses that provide employment opportunities that, at a minimum include high-quality, work-relevant training and development in in-demand industry sectors or occupations in the local area (at least two representatives of small businesses must be included);
- iii. are appointed from among individuals nominated by local business organizations and business trade associations; and
- iv. are not current members of the Education and Industry Consortium as defined by CareerSource Florida's Strategic Policy 2023.09.19.A.2.

(B) not less than 20 percent of the LWDB members must be representatives of the workforce within the local area who

- i. shall include at least two representatives of labor organizations, who have been nominated by local labor federations, or other representatives of employees (only if there are no employees represented by such organization).
- ii. shall include at least one representative of a labor organization or a training director from a joint labor-management apprenticeship program.
- iii. may include representatives of community-based organizations that have demonstrated experience and expertise in addressing the employment needs of individuals with barriers to employment, including organizations that serve veterans or that provide or support competitive integrated employment for individuals with disabilities; and

- iv. may include representatives of organizations that have demonstrated experience and expertise in addressing the employment, training, or education needs of eligible youth, including representatives of organizations that serve out-of-school youth.
- v. are not current members of the Education and Industry Consortium as defined by CareerSource Florida's Strategic Policy 2023.09.19.A.2.

(C) representatives of entities administering education and training activities in the local area, who

- i. shall include a representative of eligible providers administering adult education and literacy activities under Title II of WIOA.
- ii. shall include a representative of institutions of higher education providing workforce investment activities (including community colleges).
- iii. shall include a private education provider. (CareerSource Florida may waive this requirement, if requested, if it is demonstrated that such representative does not exist in the local area).
- iv. may include representatives of local educational agencies, and of community-based organizations with demonstrated experience and expertise in addressing the education or training needs of individuals with barriers to employment.

(D) representatives of governmental and economic and community development entities serving the local area, who

- i. represent economic and community development entities;
- ii. represent vocational Rehabilitation;
- iii. may represent agencies or entities relating to transportation, housing, and public assistance; and
- iv. may represent philanthropic organizations;
- v. may include such other individual or representatives of entities as the Chief Elected Official in the local area may determine to be appropriate.

- (4) Members of the LWDB that represent organizations, agencies, or other entities shall be individuals with optimum policymaking authority within the organizations, agencies, or entities.
- (5) Members of the LWDB may be appointed as representatives of more than one entity if the individual meets all the criteria for representation.
- (6) Vacancies. The CSPBC President/CEO shall be notified promptly by staff of a board member vacancy. The CSPBC President/CEO shall notify the Executive Committee of such vacancies, and the Executive Committee shall identify potential board members and take such action to fill the vacancies through the same process followed for all appointments. Nominees for a board member vacancy shall be received from local organizations and business and economic development agencies. Vacancies during the term of a LWDB member's appointment shall be filled in an appropriate timeframe upon receipt of sufficient nominations for the vacancy. The person appointed to fill the vacancy are appointed to the same category of membership as that in which the vacancy occurred and will serve the remaining term of the prior LWDB member and may be re-appointed as provided in Section A.(9) Term. of this Article. Should a LWDB member cease to represent the category to which they were appointed through change in status, or otherwise become disabled, ill, or unable to perform their duties on the LWDB, they shall be removed upon recommendation of the Executive Committee to the LWDB.
- (7) The members of the Board must elect a chairperson from among the representatives described in paragraph (3)(A)(i) above. The Chairperson must serve for a term of no more than two years and not more than two terms.
- (8) Non-mandated members of the LWDB shall be appointed in accordance with the provisions of the Interlocal Agreement Creating the Palm Beach Workforce Development Consortium as amended from time to time and applicable state and federal legislation. Each city that is a Consortium Member may, subject to the approval of the Local Elected Official, appoint a member of the LWDB otherwise meeting the requirements of Section A.(3)(a)(A) of this Article for a terms as a non-mandated director described below.
- (9) Term. LWDB members shall serve staggered terms and may not serve for more than eight (8) consecutive years unless such member is a representative of a governmental entity. Service in a term of office which commenced before July 1, 2021, does not count toward the eight (8) year limitation. LWDB members will be eligible for reappointment without re-nomination or reapproval by the LWDB for an additional term that when including all previous terms, which commenced after July 1, 2021, does not exceed eight (8) consecutive years. LWDB members will be reappointed in the same category of membership.
- (10) Resignation of LWDB members will become effective immediately or on the date

specified therein and vacancies will be deemed to exist as of such effective date. Any vacancy occurring in the LWDB members will be filled in the manner prescribed in these Bylaws for the appointment of LWDB members. The new LWDB member appointed to fill the vacancy will serve the unexpired term of the predecessor in office.

- (11) Any LWDB member failing to attend four (4) consecutive regular Board meetings without excused absence as determined by the Executive Committee shall be considered to have voluntarily resigned. Notwithstanding the previous sentence, any LWDB member may be removed from the Board for cause inconsistent with the sound operation of CSPBC, by an affirmative vote of 75% of the remaining LWDB members. Notwithstanding this section, no LWDB member shall be removed if such removal shall violate any membership right mandated by state or federal legislation unless a replacement exists for the mandated position/category. The Chief Local Elected Official may remove a member of the Board of Directors, the President/CEO, or the designated person responsible for the operational and administrative function of CSPBC for cause. Cause includes but is not limited to, engaging in fraud or other criminal acts, incapacity, unfitness, neglect of duty, official incompetence and irresponsibility, misfeasance, malfeasance, nonfeasance, gross mismanagement, waste or lack of performance. Section 445.007(2)(c) F.S.; CareerSource Florida Administrative Policy Number 110, Section IV.A.1.
- (12) Only LWDB members present in person or by telephone or via virtually utilizing internet services or other means of remote communication as described in section (17) of this Article VI at a meeting shall be entitled to vote on matters submitted to a vote at such meeting, and neither voting by alternates nor proxy shall be permitted. No LWDB member shall cast a vote on the provision of services to or under the auspices of CareerSource by that LWDB member (or any organization, which that LWDB member directly represents), nor shall any LWDB member vote on any matter, which would provide direct or indirect financial benefit to that LWDB member. Each LWDB member who abstains shall publicly state the nature of their interest in the matter in which they are prohibited from voting and disclose the nature of their interest within fifteen (15) days after the vote occurs in a memorandum filed with the Secretary, who shall incorporate the memorandum in the minutes. Pursuant to the Workforce Innovation Act of 2000, if CSPBC enters into a contract with an organization or individual represented on the LWDB, the contract must be approved by a two- thirds vote of the Board a quorum having been established, and the LWDB member who could benefit financially from the transaction must abstain from voting on the contract. A LWDB member must disclose any such conflict of interest in a manner consistent with the procedures outlined in the Florida Statutes.
- (13) Regular meetings of the LWDB shall be held not less than four times a year.
- (14) Special meetings of the LWDB may be called by the Chair or by a number of LWDB members equaling 20% of the total number of members of the Board of Directors.

- (15) Written or printed notice stating the place, day, and hour, of any meeting of the LWDB will be delivered to each LWDB member, either personally or by first class mail, or by or at the direction of the Chair, not less than five (5) days before the date of a regular or annual meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the LWDB member at his address as it appears on the records of CSPBC with postage prepaid.
- (16) Notice of any special meeting of the LWDB shall be delivered in writing, or mailed, or provided verbally in person or by telephone, to each LWDB member not less than three (3) days before the date of such meeting. Such notice shall include the place, day, hour, and purpose of such meeting.
- (17) A LWDB member may participate remotely by telephone or virtually via the internet or by electronic or other remote access enabled audio or video conferencing means, in any meeting of the LWDB or any committee thereof and shall be deemed present for all purposes, including, without limitation, the establishment of a quorum, and may vote on matters presented at such meeting provided that all LWDB members participating by telephone or virtually are able to hear all other LWDB members participating by telephone or virtually or in person at the meeting and all other LWDB members participating in the meeting whether in person or by telephone or virtually are able to hear each LWDB member participating by telephone or virtually. Text messaging, instant messaging, email, and web chat are not acceptable means of remote participation, either directly or indirectly.
- (18) Attendance of a LWDB member at any meeting of the LWDB will constitute a waiver of notice of such meeting except where such LWDB member attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened.
- (19) Except as otherwise set forth in this section, no LWDB member shall communicate with any person or entity or any person who is employed by or affiliated with such entity who or which submits a proposal to provide goods or services to CSPBC regarding the proposal to provide such goods or services or the request for such proposal whether or not such proposal has been issued by CSPBC. For the purposes of this section, a person who is employed by or affiliated with an entity or person which or who proposes to provide such goods or services shall be considered that entity or person. Any LWDB member who receives a communication from any such person or entity shall decline to respond and shall promptly notify the Chair in writing of such communication stating the date thereof, the person whom such communication was received and the nature of such communication. This section shall not apply to any LWDB member regarding a communication related to a matter, including a proposal or request for proposal, with respect to which such LWDB member is required to and does abstain as provide in section (11) hereof.

B. Emeritus Members.

There shall be a category of LWDB member known as a LWDB Member Emeritus who is nominated by the Executive Committee and elected by the LWDB to serve at the pleasure of the board. The LWDB retains the right to rescind a LWDB member's emeritus membership at any time and for any reason. In order to be considered for designation as a LWDB Member Emeritus, a person must be a current or former member of the CSPBC LWDB in good standing and who has completed the term(s) for which he or she was appointed or no longer serve on the board in accordance with Section A. (6) Vacancies. of this Article. LWDB Members Emeritus shall be selected from those LWDB members who have served on the LWDB for a minimum often (10) cumulative years and shall serve a term of no more than eight (8) years. A LWDB Member Emeritus shall be entitled to receive all written notices and information which are provided to the LWDB with the exception of private, confidential, or sensitive information, discuss board agenda items and attend all board meetings. A LWDB Member Emeritus shall not be subject to any attendance policy counted in determining if a quorum is present at a board meeting, entitled to hold office, or entitled to vote at any LWDB meeting, or have rights to private, confidential, or sensitive information. Emeritus LWDB Members may not conduct business on behalf of CSPBC or speak as an official representative of CSPBC. The Executive Committee of the LWDB will consider potential candidates and may nominate one or more individuals for a LWDB emeritus position. The Executive Committee will present the nomination(s) to the LWDB for its consideration and approval. A simple majority vote of directors at a meeting at which a quorum is present is sufficient to approve a LWDB Member Emeritus appointment.

C. Officers.

- (1) The Officers of CSPBC shall consist of a Chair, a Chair-Elect, a Secretary and such other Officers as may be elected in accordance with the provisions of these Bylaws.
- (2) The Chairperson's duties may include but are not limited to:
 - a) presiding over all meetings of the LWDB.
 - b) Appointing the members of all standing and ad-hoc committees, subject to ratification by the LWDB, and the Chairs of such committees.
 - c) leading the board to develop a guiding vision that aligns with the state's priorities.
 - d) acting as a lead strategic convener to broker effective relationships between the CLEO and economic development, education, and workforce partners in the local area.
 - e) leading an executive committee to guide the work of the board and ensure that committees or task forces have necessary leadership and membership to perform the work of the board.
 - f) leading the agenda setting process for the year and guiding meetings ensuring both tactical and strategic work is completed in all meetings.
 - g) appointing members to the Education and Industry Consortium.
 - h) generally, perform all duties relative to the office of the Chair; sign all

applicable reports, letters or fiscal documents on behalf of the LWDB and shall serve as Chair of the Nominating Committee and shall be an ex-officio member of all standing and ad-hoc committees and may function as the chair of a committee in the absence of the committee chair and the committee vice-chair.

- (3) Upon expiration or termination of the term of the Chair, the Chair-Elect shall become the Chair. In the absence of the Chair or in the case of the Chair's inability or refusal to act, the Chair-Elect shall perform the duties of the Chair and have all the powers of the Chair.
- (4) The Secretary will perform all duties as may be required by law, by the Articles of Incorporation, or by these Bylaws and which may be assigned from time-to-time by the Chair or the LWDB and, in the absence of the Chair and the Chair-Elect, serve as chair of the LWDB.
- (5) The Chair shall serve a term of one (1) year unless the Chair shall elect in writing prior to May 1 of the then current fiscal year to serve a second year in which case the Chair may, subject to the approval of the LWDB, serve a second year of the term. Additionally, the Chair may, if requested by the LWDB, serve a second term as Chair for a period of one year or, if the Chair elects and it is approved by the LWDB as provided in the previous sentence, a period of two years. The Chair shall serve no more than 4 years. The Chair-Elect shall become the Chair upon the termination or expiration of the term of the Chair. Each of the other Officers shall be elected annually.

D. Executive Committee. The purpose of the Executive Committee is:

- (1) to make recommendations for consideration by the LWDB in the following areas:
 - a). Strategic Direction.
 - b). Development and education of the LWDB about Workforce needs of the community and of CSPBC.
 - c). Issues related to Board governance.
 - d). The agenda of the meetings of the Board of Directors including a development education component.
- (2) to make recommendations to the LWDB with respect to other matters which may be brought to the Committee by the Chair, the members of the Committee or the Chair.
- (3) to act for the LWDB in any emergency matter which must be resolved before a meeting of the LWDB may be convened after proper notice to the members of the LWDB.

The Committee shall be composed of the Chair, the Chair-Elect and one past Chair of the LWDB selected by the LWDB upon the recommendation of the Executive Committee plus four other members of the LWDB appointed by the LWDB based upon the recommendation

of the Executive Committee.

E. Nominating Committee

The purpose of the Nominating Committee is to select the slate of corporate offices for the presentation to the LWDB and seek their placement of any corporate officer that may resign. The Committee is composed of the Chair, Chair Elect, and the most recent past Chair who, at the request of the Executive Committee, agrees to serve.

F. Other Committees

There shall be two (2) standing committees: the Financial Planning Committee, the Youth and Young Adult Outreach Committee.

The Chair of the LWDB from time-to-time may create ad-hoc committees, with such powers, duties, and functions, as may be deemed necessary. The Chair shall appoint the members, subject to LWDB approval and in accordance with the requirements of Federal and state laws and regulations, and chair and vice chair of each ad-hoc committee and each Standing Committee. Committee members may be appointed from among the members of the LWDB or from other interested parties. Those members in attendance at a meeting of any of these committees shall constitute a quorum.

ARTICLE VII
CERTAIN FINANCIAL MATTERS

1. No loans shall be contracted on behalf of CSPBC, and no evidence of indebtedness shall be issued in its name.
2. All purchases or expenditures by CSPBC, whether by contract or not, shall follow and adhere to laws, policies and standards governing purchases and expenditures as specified by the grant and/or the grant recipient.
3. The purchase or sale of goods or services by CSPBC shall be conducted in accordance with CSPBC Standard Operating Procedures and Procurement Policies and Procedures.

ARTICLE VIII
MANAGEMENT

1. Local Workforce Development Board President/CEO: A President/CEO will be selected, appointed by, report to the Board and shall effectively and ethically carry out the functions of the LWDB which may include but is not limited to:
 - a) Coordinating with the CLEOs regarding the identification and nomination of members to the LWDB and ensuring membership is compliant with WIOA and Florida Statutes.
 - b) Organizing local board meetings and ensuring meetings are held according to these

bylaws and Florida's sunshine laws.

- c) Developing and submitting the local and regional plan.
- d) Conducting oversight of the WIOA adult, dislocated worker, youth programs and the entire one-stop delivery system, including development of policies and monitoring the administration of the programs.
- e) Negotiating and reaching agreement on local performance measures with the CLEO and FloridaCommerce.
- f) Negotiating with the CLEO and required partners for the Memorandum of Understanding (as prescribed in Administrative Policy 106 – Memorandum of Understanding and Infrastructure Funding Agreements).
- g) In compliance with local board procurement policy, provide oversights of the competitive procurement process for procuring or awarding contracts for providers of youth program services, providers of workforce services (if applicable), and the one-stop operator as required in paragraph (I) of 20 CFR 679.370.
- h) Developing a budget for activities of the LWDB; and
- i) Certifying the one-stop career centers.

The executive director, chief financial officer, and chief operating officer who represent the LWDB may not personally contract with or otherwise represent more than one LWDB and may not simultaneously act as members of any LWDB.

2. One-Stop Operator: The entity or consortium of entities that coordinates service delivery of required one-stop partners and service providers. WIOA requires the LWDB to use a competitive procurement process to select its one-stop operator and to competitively reprocure these services every four years, in accordance with WIOA sec. 121(d), 20 CFR 648.600 through 678.635, and Administrative Policy 097 – One-Stop Operator Procurement.
3. Providers of Workforce Services: The LWDB is required to select the provider of basic and individualized career services (also referred to as “workforce services”) and have the option of being direct providers of workforce services or awarding grants or contract for these services. WIOA allows the LWDB to be direct providers of workforce services with the agreement of the CLEO in the local area, LWDB, and the Governor, as prescribed in Administrative Policy 083 – Direct Provider of Workforce Services.
4. Youth Service Provider: The LWDB is required to select providers of youth workforce services through competitive grants or contracts. The LWDB has the option of directly providing some or all youth workforce services rather than awarding grants or contracts for these services. If the LWDB chooses to award grants or contracts for youth workforce services must do so through a competitive procurement process in accordance with WIOA sec. 123.20 CFR 681.400, and Administrative Policy 120 – Youth Service Provider Selection.

ARTICLE IX FISCAL YEAR

The fiscal year of CSPBC shall be July 1 through June 30 of each year.

ARTICLE X INDEMNIFICATION

1. **Right to Indemnification:** Each person (including the heirs, executors, administrators, or estate of each person) (1) who is or was a director of CSPBC, (2) who is or was an officer, agent or employee of CSPBC and as to whom CSPBC has agreed to grant indemnification, or (3) who is or was serving at the request of CSPBC as its representative in the position of a director, officer, trustee, partner, agent or employee or another corporation, partnership, joint venture, trust, or other enterprise and as to whom CSPBC has agreed to grant indemnification, shall be indemnified by CSPBC as of right to the fullest extent permitted or authorized by current or future legislation or by current or future judicial or administrative decision, against all fines, liabilities, settlements, losses, damages, costs and expenses, including attorneys' fees, asserted against such person or incurred by such person in their capacity as director, officer, trustee, partner, agent, employee or representative unless such liability in question is out of the scope of such person's legal capacity, authorization, duties and responsibilities, or is adjudged by a court of competent jurisdiction to result from the gross negligence or willful misconduct of the indemnity. The foregoing right of indemnification shall not be exclusive of other rights to which such person seeking indemnification may be entitled. CSPBC may maintain insurance at its expense to protect itself and indemnified persons against any fines, liabilities, costs and expenses, including attorneys' fees, whether or not CSPBC would have the legal power to directly indemnify such person against these liabilities.
2. **Advances:** To the extent permitted by law, costs, charges and expenses (including attorneys' fees) incurred by a person, referred to in section A above. Indemnification of this Article, in defending a civil or criminal action or proceeding may be paid (and, in the case of directors of CSPBC, shall be paid) by CSPBC in advance of the final disposition thereof, upon receipt of an undertaking to repay all amounts advanced if it is ultimately determined that the person is not entitled to be indemnified by CSPBC as authorized by this Article, and upon satisfaction of other conditions established from time to time by the Board of Directors or required by current or future legislation.

ARTICLE XI AMENDMENTS

The power to alter, amend, or repeal the Articles of Incorporation or Bylaws of CareerSource Palm Beach County, or to adopt new Bylaws, insofar as is allowed by law, is vested in the Board of Directors. Such action must be taken pursuant to a resolution approved by a two-thirds vote, a quorum being present, at a meeting for which notice of consideration of such matter was duly given.

I certify that the foregoing constitutes a conformed copy of the bylaws of the CareerSource Palm Beach County, Inc. as in effect this date.

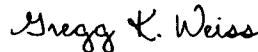
CSPBC Board Chair: Christopher Cothran

Signature: 

7/2/2024 | 4:13 PM EDT

Date: _____

PBWD Consortium Chair (CLEO): Commissioner Gregg Weiss

Signature: 

7/2/2024 | 2:08 PM PDT

Date: _____