



Board Member General Policy Manual

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1.0 Our Brand Journey

Florida's workforce system operates under a unified brand and logo. The master brand, CareerSource Florida, refers to the statewide workforce system as a whole. CareerSource Florida is also the brand name for the state workforce investment board that sets policy and oversees the 21 Regional Workforce Boards. Twenty-one sub-brands refer to the 21 Regional Workforce Boards, and their respective One-Stop Career Centers throughout the state that design and deliver workforce services regionally. Workforce services in Region 5 - Gadsden, Jefferson, Leon, and Wakulla Counties - are offered through Big Bend Jobs & Education Council, Inc. d/b/a CareerSource Capital Region.

1.1 Mission

CareerSource Capital Region connects employers with qualified, skilled talent and Floridians with employment and career development opportunities to achieve economic prosperity in Gadsden, Jefferson, Leon, and Wakulla Counties.

1.2 Vision

Florida will be the global leader for talent.

1.3 Values

VALUES are the unswerving core beliefs and foundation of the system. These values express the things about the Florida Workforce System brand that won't change over time; they are the bedrock and embrace the entire system and everyone doing business with it.

- **Business-Driven:** We believe Florida employers – the state's job creators – are essential to our overall success in providing effective, market-relevant workforce solutions that drive economic growth and sustainability.
- **Continuous Improvement:** Driven by our commitment to excellence, we respond to changing market dynamics. We continually strive to improve our performance to anticipate better and address the talent needs of employers and the employment and skills needs of job seekers and workers. We identify, measure, and replicate success.
- **Integrity:** We fulfill our mission with honesty and accountability and strive in every decision and action to earn and protect the public trust.
- **Purpose-Driven:** Our work is meaningful, and through it, we can inspire hope, achievement, and economic prosperity in the lives of the customers we serve.
- **Talent Focus:** We believe in the power of talent to advance every enterprise and open the door to life-enhancing economic opportunities for individuals, businesses, and communities. Our commitment is to make talent Florida's critical competitive asset.

1.4 Tagline

Solutions that work for you

1.5 Pillars

Collaborate. Innovate. Lead.

These are the pillars of the CareerSource Florida system. They represent the cornerstone of our past achievements as a national model for workforce development and reflect our commitment today and in the future to serving Florida employers, job seekers, and workers.

1.6 Brand Promise (to customers)

Florida's Workforce System promises a dedicated team of professionals who possess an understanding of your needs. Uniquely positioned, we offer assets, expertise, and effective partnerships to deliver seamless and efficient services, demonstrate our value to all customers through results; and drive economic priorities through talent development.

1.7 Elevator Speech

CareerSource Capital Region provides comprehensive employment and workforce services to Gadsden, Jefferson, Leon, and Wakulla counties.

CareerSource Capital Region provides employers with recruitment assistance, skills assessments for applicants, customized training solutions, and information on tax incentives. Solutions for career seekers include one-on-one career advising, resume-writing and interview preparation, employment workshops, labor market information, career training and paid internships (eligibility requirements may apply).

2.0 Strategic Goals

The CareerSource Capital Region Board of Directors has established the following strategic goals:

1. Develop a streamlined model to support employers.
2. Improve the effectiveness of our service delivery.
3. Attract, develop and retain top talent.
4. Develop and improve partnerships that enhance workforce development.
5. Ensure that the community understands and recognizes our value and services.
6. Grow unrestricted funds.
7. Champion work-based learning.
8. Improve awareness of CSCR in the business community.
9. Board development.

3.0 Board Membership and Composition

In partnership with the CareerSource Florida Board of Directors, the Governor establishes criteria for use by Chief Local Elected Officials (CLEOs) to appoint members of the local boards in accordance with WIOA sec. 107(b)(2) and to ensure there is appropriate and equitable representation from all counties included in the local area. The composition of the local board must meet the following criteria:

3.1 Business

A majority of the local board members must represent businesses in the local area as individuals who:

- a. Are owners of a business, chief executives or operating officers of businesses, or other business executives or employers with optimum policymaking or hiring authority;
- b. 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);
- c. Are appointed from individuals nominated by local business organizations and business trade associations.
- d. Are not current members of the local area's Education and Industry Council as defined by CareerSource Florida's Strategic Policy 2023.09.19.A.2.

3.2 Labor/Apprenticeships

Not less than 20 percent of the members must be representatives of the workforce within the local area who:

- a. Include at least two representatives of labor organizations nominated by local labor federations. For a local area in which no employees are represented by such organizations, at least two other representatives of employees will be included.
- b. Include at least one representative of a labor organization or a training director from a joint labor-management apprenticeship program. If no union affiliated registered apprenticeship programs exist in the area, a representative of a non-union affiliated registered apprenticeship program must be appointed, if one exists.
- c. 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 provide/support competitive integrated employment for individuals with disabilities.

- d. May include representatives of organizations that have demonstrated experience and expertise in addressing the employment, training, or education needs of eligible youth, including representatives or organizations that serve out-of-school youth.

3.3 Education

Each local Board must include representatives of entities administering education and training activities in the local area who:

- a. Include a representative of eligible providers administering adult education and literacy activities under Title II of WIOA.
- b. Include a representative of institutions of higher education providing workforce investment activities (including community colleges). Include a representative of a private education provider if a public education or training provider is represented on the LWDB. LWDBs can search local private education providers on the Florida Department of Education website Commission for Independent Education (fldoe.org). The CareerSource Florida Board of Directors may waive this requirement if requested by an LWDB if demonstrated that such a representative does not exist in the local area.
- c. May include representatives of local educational agencies and community-based organizations with demonstrated experience and expertise in addressing the education or training needs of individuals with barriers to employment.
- d. Are not current members of the Board's Education and Industry Council.

When there is more than one institution in each of the types of educational entities listed above, nominations are solicited from representatives of each of these entities.

LWDBs requesting to waive the requirement for private education provider representation on the board must demonstrate that such a provider does not exist in the local area and/or is not willing to serve on the board. The LWDB will describe, in a locally defined process, how private education providers will be identified and efforts taken to include those representatives on the local board. If through the locally defined process the LWDB finds that a private education provider representative of an entity administering education and training activities in the local area does not exist or is not willing to serve on the board, the LWDB must submit a Private Education Provider Request Form to LWDBGovernance@commerce.fl.gov. The request must include a copy of the local process used to identify private education providers and the results of the LWDB's efforts to include those representatives on the LWDB in its submission.

3.4 Governmental/Economic/Community Development

Each local board must include representatives of economic and community development as well as governmental entities serving the local area who:

- a. Represent economic and community development entities serving the local area.
- b. Represent Vocational Rehabilitation serving the local area.
- c. May represent agencies or entities serving the local area relating to transportation, housing, and public assistance.
- d. May represent philanthropic organizations serving the local area.

3.5 Other Entity Representation

Each local board may include other individuals or representatives of entities determined by the Chief Elected Official(s) in the local areas to be appropriate.

Unlike the state board, members of the local board may be appointed as representatives of more than one entity if the individual meets all the criteria for representation.

4.0 Roles and Responsibilities

The Board will support the work of CareerSource Capital Region and provide mission-based leadership and strategic governance. While day-to-day operations are led by CareerSource Capital Region's Chief Executive Officer (CEO), the Board-CEO relationship is a partnership. The appropriate involvement of the Board Members is critical and expected. In addition, the Consortium Chair and the other Chief Local Elected Officials (CLEOs) in the "Consortium" have specific duties to carry out with the Board. Specific Board member responsibilities include:

4.1 Leadership, Governance, and Oversight

The LWDB provides 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. LWDB responsibilities include, but are not limited to:

- a) Developing and submitting a four-year local plan and regional plan;
- b) Conducting workforce research and regional labor market analysis;
- c) Convening local workforce development system stakeholders to assist in the development of the local plan and in identifying expertise and resources to leverage support for workforce development activities;
- d) Leading efforts to engage employers, a wide range of representatives of industry, government, education, and workforce training in the local area;
- e) Leading efforts to develop and implement career pathways;
- f) Leading efforts to identify and promote proven and promising strategies and initiatives for meeting the needs of employers, workers, and jobseekers;
- g) Developing strategies for using technology to maximize the accessibility and effectiveness of the local workforce development system for employers, workers, and job seekers;
- h) 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 and management of WIOA funds, and ensuring the appropriate use, management and investment of funds to maximize performance outcomes;
- i) Negotiating and reaching agreement on local performance measures with the CLEO and FloridaCommerce;
- j) 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 – Memorandums of Understanding and Infrastructure Funding Agreements](#);
- k) 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](#);¹
- l) 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

¹ In accordance with section 445.007(6), F.S., consistent with federal and state law, LWDBs must designate all local service providers and may not transfer this authority to a third party.

- integrated employment for individuals with disabilities;
- m) Coordinating activities with education and training providers in the local area;
- n) 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;
- o) 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 Americans with Disabilities Act of 1990 (42 U.S.C. 12101 et seq.);
- p) 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](#);
- q) 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;²
- r) Providing ongoing oversight related to administrative costs, duplicated services, career counseling, economic development, equal access, compliance and accountability, and performance outcomes;³
- s) Overseeing the one-stop delivery system in its local area;⁴
- t) In partnership with the CLEO, establishing bylaws and codes of conduct for LWDB members, as well as the LWDB executive director and LWDB staff;
- u) 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 Uniform Guidance and applicable circulars, and the state's conflict of interest policy; and
- v) Completing new LWDB member orientation and annual training requirements within the required timeframes.

A full list of LWDB functions can be found in WIOA sec. 107(d), 20 CFR 679.370 and section 445.007, F.S.

4.2 Board Terms/Participation

CareerSource Capital Region's Board members will serve terms consistent with those stated in the organization's Bylaws. Board meetings will be held at least quarterly and committee meetings in coordination with full Board of Director's meetings.

4.3 Qualifications

Serving on this Board is an extraordinary opportunity for an individual passionate about CareerSource Capital Region's mission and has a track record of board leadership. Selected Board members will have achieved leadership stature in business, government, philanthropy, or the nonprofit sector.

His/her accomplishments will allow him/her to attract other well-qualified, high-performing Board members. The makeup of the Board is determined by legislation and must be at least 51% business-led and appointed by the CLEOs.

Ideal candidates will have the following qualifications:

² Section 445.007(4)(b)

³ Section 445.007(4)(c)

⁴ Section 445.007(4)(d)

- Extensive professional experience with significant executive leadership accomplishments in business, government, philanthropy, or the nonprofit sector.
- A commitment to and understanding of CareerSource Capital Region's beneficiaries, career seekers, and employers, preferably based on experience and use of the system.
- Savvy diplomatic skills and a natural affinity for cultivating relationships and persuading, convening, facilitating, and building consensus among diverse individuals.
- Personal qualities of integrity, credibility, and a passion for improving the lives of CareerSource Capital Region's beneficiaries.

Service on CareerSource Capital Region's Board of Directors is without remuneration, except for administrative support, travel, and accommodation costs concerning Board members' duties.

See the Board Member Job Description for more specific information on roles and responsibilities.

(Source: Modified from Board Source)

5.0 Board Leadership Positions

Board of Directors' leadership positions includes the Chair, Vice-Chair, Treasurer, Secretary, and Ex-Officio. In addition to the duties outlined in the organization's Bylaws, Board members holding Board leadership positions are expected to:

- Attend all Board meetings
- Serve on the Executive Committee

Each Board leadership position also has specific responsibilities as outlined below. The LWDB chairperson is elected by the members of the LWDB and must be one of the business representatives on the local Board. LWDB chairperson requirements can be found in [Administrative Policy 110 – Local Workforce Development Area and Board Governance. Local Workforce Development Area and Board Governance.](#)

5.1 Chair

- Presides at Board and Executive Committee meetings
- Works in partnership with the Chief Executive Officer to ensure the organization's Bylaws are carried out
- Calls special meetings as necessary
- Appoints all committee chairs, and with the Chief Executive Officer, recommends who will serve on committees
- Assists Chief Executive Officer in preparing the agenda for Board meetings
- Assists Chief Executive Officer in conducting new Board member orientation
- Oversees searches for a new Chief Executive Officer
- Coordinates Chief Executive Officer's annual performance evaluation
- Works with the Governance and Planning Committee to recruit new board members
- Acts as a spokesperson for the organization as necessary
- Periodically consults with board members on their roles and helps them assess their performance

5.2 Vice-Chair

- Completes special assignments as requested by the Board Chair
- Understands the responsibilities of the Board Chair and performs them in the Chair's absence
- Participates as a vital part of the Board leadership

5.3 Treasurer

- Maintains knowledge of the organization and personal commitment to its goals and objectives
- Understands financial accounting for nonprofit organizations
- Serves as the Chair of the Finance Committee
- Manages, with the Finance Committee, the Board's review of and action related to the Board's financial responsibilities
- Works with the Chief Executive Officer and the Chief Financial Officer to ensure that appropriate financial reports are made available to the Board on a timely basis
- Presents the annual budget to the Board for approval

- Reviews the annual financial audit and answers board members' questions about the audit

5.4 Secretary

- Be a member of the Executive Committee.
- Consider succeeding to the Treasurer position at the conclusion of the two-year term.
- Be the chair of the Audit Committee
- Ensure BOARD members are educated about and acknowledge state and local conflict-of-interest policies upon appointment and annually thereafter.
- Be the recipient of any disclosures of a conflict-of-interest declaration
- Signs all approved Board minutes and offers a summary of the year at the annual meeting.

5.5 Immediate Past Chair

- The past Chair will serve as Ex-Officio on the Executive Committee
- Chair the Nominating Committee, working with the CLEO
- Advises the Chair as needed
- Is a voting member of the Executive Committee

5.6 Consortium Chair

- Is elected as the Consortium Chair Annually by the CSCR Consortium
- Serves as a voting member on the Personnel Committee review of the CEO

(Source: Modified from Board Source 2010)

6.0 Committees of the Board of Directors

The local Board may designate and direct standing committees' activities to provide information and assist the local Board in carrying out its required activities, as further prescribed in WIOA sec. 107(b)(4).

It is the expectation of the Board Chair and the CEO that each Board member commits to serve on at least one standing Board Committee. As outlined in the organization's Bylaws, the current standing committees include the:

- Executive Committee (the Chair, Vice-Chair, Treasurer, and Secretary are required members)
- Finance Committee (the Treasurer is a required member)
- Governance Committee
- Nominating Committee
- Strategic Policy & Planning Committee
- Audit Committee (members cannot serve on the Finance Committee)

Board members will be appointed to committees based upon their indication of interest and/or the alignment of the Board member's skills and interests with the overall charge of the Committee. Each Committee has a charter that outlines the roles, responsibilities, membership, meetings, and the CareerSource Capital Region employee(s) designated as staff to the Committee.

6.1 Councils of the Board of Directors

Other special councils may be appointed or eliminated as needed.

The current councils include the:

- Business & Education Council
- Career Center Partners Council

6.2 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.

6.3 Board Member Recruiting, Vetting, and Nominating

The LWDB, in consultation with the CLEO, must develop and implement written processes and procedures for recruiting, vetting, and nominating LWDB members. The qualifications of LWDB 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.

In addition to the criteria outlined in 3.0 of this policy, the board members shall represent diverse geographic areas within the local area and must ensure appropriate and equitable representation from all counties included in the local area. The importance of minority and gender representation must be considered when making appointments to the local Board (per Section 445.007(1), F.S.).

6.4 Appointment of Board Members

The CLEO in a local area is authorized to appoint the local board members who meet the criteria outlined in Section 3.0 of this policy. The CLEO may not delegate the responsibility of appointing members to the LWDB, the executive director, or the staff.

When a local area includes more than one unit of local government, the CLEOs of such units may execute an agreement that specifies the respective roles of the individual CLEOs regarding:

- The selection, appointment, removal, or reappointment of the members of the Local Board from the individuals nominated or recommended to be such members; and
 - Carrying out any other responsibilities assigned to such officials in accordance with WIOA.
- If the CLEOs are unable to reach an agreement after a reasonable effort, the Governor may appoint the members of the Local Board from individuals so nominated or recommended.
 - Upon appointment to the local Board, members must be educated about and acknowledge state and local conflict-of-interest policies.
 - LWDBs must adopt and abide by a conflict-of-interest policy that ensures compliance with federal and state laws, rules and regulations, and applicable state policies.
 - LWDB members who are not otherwise required to file a full and public disclosure of financial interests under Section 8, Art. II of the State Constitution or Section 112.3144, F.S. must be advised of their obligation to file a statement of financial interests under Section 112.3145, F.S.

6.5 Board Member Vacancies, Term Limits, and Removal

- LWDB members who no longer hold the position or status that made them eligible appointees must resign or be removed by the CLEO. Local workforce development board vacancies must be filed within a reasonable amount of time, but no more than 12 months from the vacancy occurrence. This process may be described in the local area's bylaws or a local operating procedure.
- LWDB members shall serve staggered terms and may not serve for more than eight (8) consecutive years unless the member is a representative of a government entity. Service in a term of office which commenced before July 1, 2021, does not count toward the 8-year limitation.
- The Governor and CLEO may remove members of a LWDB and its Executive Director and/or the designated person responsible for operational and administrative functions of the Board for cause.

6.6 New Board Member Orientation and Annual Training

Members appointed to the LWDB are required to participate in orientation and annual training to ensure they understand the purpose of their participation on the LWDB. The purpose of orientation and training is to provide LWDB members with information that empowers them to serve as board members effectively. The LWDB is expected to take all reasonable steps necessary to encourage attendance by

the CLEO at board member orientation and training.

6.7 New LWDB Member Orientation

All new LWDB members, within six months of appointment, will complete a new board member orientation. The LWDB must develop LWDB member orientation for board members, which will cover at a minimum:

- a) Overview of WIOA;
- b) Overview of the workforce development system and structure;
- c) The state's workforce development system goals and strategies;
- d) The purpose of the LWDB;
- e) LWDB composition, including required members and areas of representation;
- f) Roles and responsibilities of the CLEO, fiscal Agent, LWDB, LWDB chairperson, and LWDB executive director and staff;
- g) Required partners and programs;
- h) How the workforce system is funded;
- i) Performance requirements;
- j) Sunshine law requirements; and
- k) Conflict of interest policy and disclosure of potential conflicts of interest.

6.8 Annual Training Requirements

LWDB members will complete an annual refresher training to remind them of the purpose of their appointment as a member of the LWDB. The annual training will include at a minimum:

- a) The state's workforce development goals and strategies;
- b) The purpose of the LWDB;
- c) Roles and responsibilities of the CLEO, fiscal Agent, LWDB, LWDB chairperson, and LWDB executive director and staff;
- d) How the workforce system is funded;
- e) Performance requirements;
- f) Sunshine law requirements; and
- g) Conflict of interest policy.

In addition to the minimum topics required for new member orientation and annual training, LWDBs may add additional topics that meet local needs for creating a knowledgeable, high-performing board. New member orientation and annual training may be offered in-person and/or virtually at the local area's discretion. The LWDB must retain and provide to FloridaCommerce upon request, attendance records of participants and the dates of completion. New board members completing the board member orientation are not required to complete the annual refresher training in the same year they become new members.

7.0 Consent Agenda

The CareerSource Capital Region Board of Directors is committed to the following procedure and ensuring that the committee structure in place meets the needs for the work of the Board. The Board committees are where the policies and activities of the Board are discussed, vetted, and voted upon for the good of the organization.

The CareerSource Capital Region Board believes in this process. It trusts that board representation is sufficient to avoid hidden agendas and conflicts of interest on items brought before the committees at the committee level.

Before action items are presented to the Executive Committee, they are reviewed and voted upon by at least one other Committee. The proposed action items are then forwarded to the Executive Committee, where the action items are vetted once again for their impact and consistency with the Mission and Vision of the organization. Therefore, by the time an action item reaches the entire Board, it has been reviewed twice - by the Committee charged with responsibility and oversight of the item and the Executive Committee.

The consent agenda is utilized to keep the Board on track, honor the work of its committees, and move past the committee work to the real work of the Board, which is to discuss and strategize on activities related to the regional needs of the career seekers and employers. Further, the goal of the consent agenda is to allow the Board of Directors time to discuss strategic initiatives and policy proposals that will enhance and improve the overall organization's value in the community.

Consent agendas always present the opportunity for a further discussion by allowing any Board member to pull a consent agenda item for further discussion. This usually occurs when an action item is controversial, or a Board member requires additional information prior to deciding. The consent agenda items to be pulled for discussion will be identified, and a motion will be made to approve the remaining consent agenda items. The items removed from the consent agenda are discussed and voted upon individually.

8.0 Board Governing Style

The Board of Directors will govern with an emphasis on (1) outward vision rather than internal preoccupation; (2) encouragement of diversity in points of view; (3) strategic leadership rather than administrative detail; (4) a clear distinction between board and executive director roles and responsibilities; (5) board consensus rather than individual decision-making; (6) future rather than past or present; and (7) proactivity rather than reactivity.

8.1 The Board of Directors will cultivate a sense of group responsibility. The Board and not the staff will be responsible for excellence in governing. The Board will be the initiator of policy, not merely a reactor to staff initiatives. The Board will use individual members to enhance the ability of the Board's members to strengthen the ability of the Board's individual members' expertise to enhance the Board's ability as a body rather than substitute individual judgment for the Board's values. The Board will allow no officer, individual, or board committee to hinder or be an excuse for not fulfilling its commitments.

8.2 The Board of Directors will direct, control, and inspire the organization by carefully establishing broad-written policies reflecting the Board's values and perspectives about achieving ends and the operational methods to avoid pursuing the organization's set objectives. The Board's primary policy focus will be on the intended long-term effects outside the organization, not on the administrative or programmatic means of attaining those effects.

8.3 The Board of Directors will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to attendance, preparation, policymaking principles, respect of roles, and ensuring the continuance of governance capability. The Board will introduce new board members to the Board's governance process through an orientation process. Additionally, the Board will periodically focus on process improvement strategies.

8.4 The Board of Directors will monitor and discuss its performance on an ongoing basis. Self-monitoring will include comparing the board activities and discipline to the federal, state, and local laws, rules, and policies governing workforce development programs, the policies provided for in its governance process, and Board/Chief Executive Officer linkage documents.

9.0 Board Engagement Expectations

Service as a Board member is advantageous for both the Board member and the organization. Board members are best able to serve the organization when they know and understand key engagement expectations:

9.1 Participate in all meetings - The skills you bring to the table do not matter if you are not present. Board members who repeatedly miss meetings should be candidates for removal. Their absence can drain the morale of other board members — and ultimately the confidence of others in the organization. Board members who are unable to attend in person are always encouraged to participate virtually.

9.2 Be prepared and informed - Before each meeting, read the meeting materials sent to you. Come prepared to ask questions and make comments. Stay informed of trends and developments in the type of work that the organization performs so that you can bring a broader perspective. In addition, stay abreast of good governance practices as they evolve.

9.3 Speak your mind and ask hard questions - Some organizations have suffered because board members were more concerned about appearances than they were about discussing complex or challenging issues. But it would help if you addressed them when they arise. As a board member, your primary responsibility is to protect the organization's good name and the people you represent and ensure that the organization's staff and money are being used consistently with good practice.

9.4 Take responsibility for your stewardship of the organization's assets - The Board must make certain that funds are used consistent with the intent of those who have provided them. The Board must satisfy itself that sufficient funds are allocated to each function and that those allocations are consistent with its priorities.

9.5 Watch others at the table - Check to ensure that other board members are pulling their weight. Only when the entire Board acts in cohesion can the organization's mission be fully accomplished.

9.6 Do your due diligence - The most critical asset of your organization is its good name. The second most important asset is the confidence of its funders in the organization's capacity to manage and spend funds prudently. The Board should make certain — both in its practices and policies and those of the staff — that the highest fiduciary standards are maintained. Those personal agendas or individual goals should not supersede the goals of the organization and the people they serve.

9.7 Remember that integrity is paramount - If the Board sets a good example, the organization will most likely follow it. The Board members are expected to exemplify the quality and integrity expected of the staff and the system.

9.8 That this is an egalitarian Board - That means that each person is equally empowered to vote and influence the Board's direction. No one person can speak for the Board without the Board's consent or where a particular position of the Board has come to a consensus. This prevents individual Board members from speaking out publically on an issue, conveying the perception that this issue is supported by the Board when it has not been endorsed or voted on by the Board.

10.0 Board Member Attendance

The CareerSource Capital Region Board of Directors is committed to the full participation of its members. Persons on the Board are responsible to the general public, the clients that are served, and the specific cohort that may be represented, such as a federal partner agency, the business or labor community, or the nonprofit community.

Accordingly:

1. A designated CareerSource Capital Region staff person will record and track attendance for all committee and Board meetings.
2. Following the CareerSource Capital Region Bylaws, proxies are not permitted. However, representatives are always welcome to attend Board meetings to keep open communication with absent board members.
3. The Governance Committee will review the Board meeting attendance.
4. An active Board member is expected to attend all Board and committee meetings. Attendance at 50% or less within one (1) fiscal year may result in membership revocation.
5. Every Board member who is up for reappointment will be asked if they would like to recommit to the Board.

11.0 Board Training and Travel

The CareerSource Capital Region Board of Directors is committed to improving the capacity and competence of Board members and, as such, expects to encourage Board leadership to participate in webinars, the National Association of Workforce Boards (NAWB) annual conference, attend state-coordinated training opportunities, and engage in learning how to practice more effective governance for CareerSource Capital Region.

The Business Travel Expenses policy in the CareerSource Capital Region Policy and Procedures Manual outlines the procedures for authorizing and obtaining reimbursements of travel expenses by employees and other authorized persons of CareerSource Capital Region.

Accordingly, as further outlined and explained in the above-referenced policy:

1. The CareerSource Capital Region designated staff will be responsible for or assist with coordinating travel for Board members.
2. An *Authorization to Incur Travel Expense form*, along with required backup documentation, must be completed and signed by the Board Chair or designee.
3. Transportation costs, lodging expenses, meal allowances and per diem, and reimbursable incidental expenses shall be reimbursed per the organization's travel policy.
4. Upon return from travel, a *Travel Expense form* must be submitted, along with required backup documentation and receipts, for reimbursement of travel expenses to occur.

Note: Board members should review the full travel policy to ensure understanding and compliance.

12.0 Certification of Local Workforce Development Board

12.1 Certification

Once every two years, one LWDB must be certified for each local area in the state, based on the criteria described in WIOA sec. 107(b). For a second or subsequent certification, certification must also be based on the extent to which the local area ensures workforce investment activities carried out in the local area enabled the local area to meet the corresponding performance accountability measures and achieve fiscal integrity as defined in WIOA sec. 106(e)(2).

The CareerSource Florida Board of Directors, on behalf of the Governor, approves the certification of LWDBs every two years. FloridaCommerce, in consultation with CareerSource Florida, will issue instructions to the LWDBs for Certification. At the appropriate time intervals, instructions will be issued to LWDBs about the certification process, to include documentation requirements.

At a minimum, LWDBs must provide the following certification documents to FloridaCommerce:

- a) LWDB membership, composition, and policymaking authority.
- b) LWDB chairperson (confirming the chairperson is one of the business representatives on the LWDB).
- c) Membership of standing committees including education and industry consortium(s).

Upon satisfactory review of an LWDB's certification documents, FloridaCommerce will provide a recommendation regarding certification to the CareerSource Florida Board of Directors.

12.2. Failure to Achieve Certification

Failure of an LWDB to achieve certification shall result in appointment and certification of a new LWDB for the local area pursuant to WIOA sec. 107(c)(1). [Administrative Policy 104 – Sanctions for Local Workforce Development Boards' Failure to Meet Federal and State Standards](#) details the actions the CareerSource Florida Board of Directors and FloridaCommerce may take if an LWDB fails to meet this standard.

12.3 Decertification of Local Workforce Development Boards

The Governor may decertify a LWDB per WIOA Sec. 107(c)(3), as further prescribed in [Administrative Policy 104, Sanctions for Local Workforce Development Boards' Failure to Meet Federal and State Standards](#).

13.0 Sunshine Laws, Public Comment, and Public Records

13.1 Sunshine Law

CareerSource Capital Region is a nonprofit receiving and dispersing federal funds. As such, the organization is obligated to operate under the Florida "Open Meetings Laws," also referred to as the "Sunshine Law," Chapter 286, Florida Statutes.

The purpose of this statute includes: (1) protecting the public from "closed-door" decision-making; and (2) providing an opportunity for access to government meetings.

- Florida law establishes a fundamental right to access all meetings of boards or commissions and other governing bodies of state and local governmental agencies or authorities (elected or appointed), with limited exceptions.
- Three basic requirements:
 - Meetings of public "entities" must be open to the public;
 - Meetings must be reasonably noticed (time, place, and subject); and
 - Minutes of the meetings must be taken, promptly recorded, and open to public inspection.
- Board members may not use electronic communications (i.e., email, text messaging, social media channels, or telephone) to conduct a private discussion about Board business.
- Board meetings should not be held in private homes. Meeting places must be accessible to the public.
- Communications should be distributed by staff or otherwise officially distributed so that documents and communications are preserved as public records and therefore later available for public inspection.
- While a Board member is not prohibited from discussing Board business with staff or a non-Board member, those individuals cannot be used as a liaison to communicate information between Board members.
- Votes must be publicly taken.
- Sunshine Law is broadly construed, and exemptions are narrowly construed.
- There are only a few limited exceptions to the Sunshine Law, including, but not limited to, specific discussions over pending litigation and collective bargaining sessions with a Board's attorney, certain portions of a meeting of some agencies may be closed when making probable cause decisions, and discussions that would reveal a security system plan or portion thereof.
- Only the Legislature can create an exemption to the Sunshine Law (by a 2/3 vote) and allow a Board to close a meeting.
- Members of the public shall be given a reasonable opportunity to be heard on a proposition before a Board or commission.

- Any member of the Board who knowingly violates the Sunshine Law is guilty of a second- degree misdemeanor punishable as provided in Section 775.082 or Section 775.083, Florida Statutes.
- An unintentional violation may be prosecuted as a noncriminal infraction resulting in a civil penalty up to \$500.
- The Sunshine law provides that no resolution, rule, regulation, or formal action shall be construed binding except as taken or made at an open meeting.
- Courts have held that any action taken by a Board in violation of Sunshine Law is void *ab initio*.

13.2 Public Comment

The public is always welcome to attend Board and committee meetings posted in advance on the organization's website.

Further, the Sunshine Law provides that "Members of the public shall be given a reasonable opportunity to be heard on a proposition before a board." The CareerSource Capital Region Board of Directors has determined the following process for allowing such public comment:

1. Before any vote is taken in Committee or by the Board, the Chair will ask if there is any public comment after Board member discussion has ended.
2. Comments will be received on the item up for a vote in writing or by vocal comment. Comments are limited to three (3) minutes each but can be extended by the Chair of the Committee or Board.
3. Comments must pertain to the question at hand.
4. After the comment period is closed (maximum 12 minutes), the vote is taken.

13.3 Public Records

Chapter 119, Florida Statutes, the "Public Records Law," provides an opportunity for access to records made in connection with official public business.

- Florida began its tradition of openness back in 1909 with the passage of Chapter 119. This law provides that any records made or received by any public agency in the course of its official business are available for inspection unless specifically exempted by the Florida Legislature.
- Public Records are: "all documents, papers, letters, maps, books, tapes, photographs, film, sound recordings, data processing software, or other material" regardless of physical form, characteristics, or means of transmission, made or received pursuant to law or ordinance or in connection with the transaction of official business by the organization.

14.0 Conflict of Interest Policy

14.1 Background

(Ref. 2020.02.20.A.1) To increase transparency and accountability, Local Workforce Development Boards (LWDBs) must comply with the requirements of Chapter 445.007(11), Florida Statutes before contracting with a member of the local board; a relative, as defined in s. 112.3143(1)(c), of a local board member; an organization or individual represented on the local board; or an employee of the local board. Such contracts may not be executed before or without the approval of FloridaCommerce. Such contracts, as well as documentation demonstrating adherence to Chapter 445.007(11), Florida Statutes as specified by FloridaCommerce, must be submitted to the department for review and approval. Such a contract must be approved by a two-thirds vote of the local board, a quorum having been established; all conflicts of interest must be disclosed before the vote in a manner that is consistent with the procedures outlined in s. 112.3143(4); and any member who may benefit from the contract, or whose organization or relative may benefit from the contract, must abstain from the vote. A contract subject to the requirements of Chapter 445.007(11), Florida Statutes may not be included on a consent agenda.

Contracts under \$10,000 between a local workforce development board; a relative, as defined in s. 112.3143(1)(c), of a local workforce development board member; or an employee of the local workforce development board is not required to have the prior approval of FloridaCommerce, but must be approved by a two-thirds vote of the local workforce development board, a quorum having been established, and must be reported to FloridaCommerce and CareerSource Florida, Inc., within 30 days after approval.

All contracts between a local board and a member of the local board; a relative, as defined in Section 112.3143(1)(c), of a local board member; an organization or individual represented on the local board; or an employee of the local board must be published on the local board's website, within 10 days after approval by the local board or Department, whichever is later. Such contracts must remain published on the website for at least one year after termination of the contract.

In considering whether to approve a contract under Section 445.007(11), Florida Statutes, the Department of FloridaCommerce shall review and consider all documentation provided to the department by the local workforce development board, including the performance of the entity with which the local workforce development board is proposing to contract with, if applicable, and the nature, size, and makeup of the business community served by the local workforce development board, including whether the entity with which the local workforce development board is proposing to contract with is the only provider of the desired goods or services within the area served by the local workforce development board.

14.2 Policy

A Board member may not discuss or vote on a matter under consideration by the local Board, regarding the provision of services by such member (or by an entity that such member represents); or that would provide direct financial benefit to such member or the immediate family of such

member, or engage in any other activity determined by the Governor to constitute a conflict of interest as specified in the State plan⁵.

1. A CareerSource Capital Region Board member with a conflict of interest regarding any matter is prohibited from discussion and voting in connection with that matter.
2. Any CareerSource Capital Region Board member (or specific entity represented by that member) who significantly participates in developing contract specifications or standards is prohibited from receiving any direct financial benefit from any resulting contract.

Any CareerSource Capital Region Board member who significantly participates in a Board discussion or decision relating to specific terms of a contract, the determination of particular standards for performance or a contract, the development of Invitations for Bid (IFB) or Requests for Proposals (RFP) or other such bid processes leading to a contract, or any similar discussions or decisions is prohibited from receiving any direct financial benefit from any resulting contract. In addition, no corporation, partnership, firm, association, or other entity shall receive the contract if it would create a conflict of interest for the CareerSource Capital Region Board member who significantly participated in the manner described above.

Any CareerSource Capital Region Board member, including a One-Stop partner, who significantly participates in the development of contract specifications, or the specifications of the contract process, is prohibited from bidding on, or competing for, those contracts or supervising staff who are paid from funding awarded under such contracts.

CareerSource Florida, Inc. has modified the requirement of a 2/3 vote of the entire CareerSource Capital Region Board for contract approvals to a 2/3 vote of those Board members in attendance once a quorum has been established.

CareerSource Florida, Inc. has determined that at CareerSource Capital Region's discretion, an exemption may be made on contracts with a Board member receiving a grant for workforce services under federal, state, or other governmental workforce programs.

The prohibition regarding the conflict of interest shall also apply to contracts entered into or responses to RFPs accepted from immediate family members of any interested party or a corporation or business in which the immediate family member may occupy a management position or own shares of some portion of the company or business of subsidiary or related industry.

Any CareerSource Capital Region Board member with a potential or actual conflict of interest must disclose that fact to the CareerSource Capital Region Board as soon as the potential conflict is discovered and, to the extent possible, before the agenda for a meeting involving the matter at issue is prepared. Suppose it should be determined during a meeting that a conflict of interest exists. In that case, the member must verbally declare such a conflict of interest. Such declaration must be clearly noted in the minutes. Such members must recuse themselves from the remainder of the

⁵ CareerSource Florida, Inc., state workforce development plan as submitted to the U. S. Department of Labor.

discussion and the voting.

Each Board member is responsible for determining whether any potential or actual conflict of interest exists or arises during their service on the Board. Board members are also responsible for reporting such potential or real conflict of interest as soon as it is discovered that such a condition exists.

When a contract or purchase is made by the Board involving its member or an entity with which the Board member is associated, the Board must establish and document to the reasonable satisfaction of CareerSource Florida, Inc., that the contract or purchase was adequately bid or negotiated and that the terms of the agreement or price of the acquisition are fair and reasonable to the CareerSource Capital Region Board.

The CareerSource Capital Region Board shall adopt procedures that serve to minimize the *appearance* of conflicts of interest.

CareerSource Capital Region Board members who are also One-Stop partners should not serve on any committees that deal with oversight of the One-Stop system or allocation of resources that would potentially be allocated to that member's program. This shall not apply to public sector members or representatives who do not realize a monetary benefit due to their action or vote.

CareerSource Florida, Inc. will provide technical assistance to coordinate compliance with the conflict of interest standards and assist in answering questions and avoiding potential problems. CareerSource Florida, Inc., staff will provide technical assistance upon request from local Boards concerning the conflict of interest standards. CareerSource Florida, Inc. would intend to assist the Board in avoiding compliance violations or the appearance of violations.

15.0 Whistleblower Policy

CareerSource Capital Region requires Board members to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As representatives of CareerSource Capital Region, Board members must practice honesty and integrity in fulfilling their obligations and comply with all applicable laws and regulations.

15.1 Reporting Responsibility

Suppose any Board member believes that CareerSource Capital Region has or is about to violate a law or regulation. A board member believes that he or she is being asked to violate board policies or a law or regulation in the performance of duties CareerSource Capital Region. In that case, the matter should be promptly reported to the Chair of the Board of Directors.

15.2 No Retaliation

It is contrary to the values of CareerSource Capital Region for anyone to retaliate against any board member, officer, employee, or volunteer who in good faith reports an ethics violation or a suspected violation of law, such as a complaint of discrimination or suspected fraud, or suspected violation of any regulation governing the operations of CareerSource Capital Region. A Board member who retaliates against someone who has reported a violation in good faith is subject to discipline, including removal from the Board.

15.3 Reporting Procedure

CareerSource Capital Region has an open-door policy and suggests that Board members share their questions, concerns, suggestions, or complaints with the Board Chair or CEO. If the Board member is not comfortable speaking with the Board Chair, communicating with the Vice-Chair is encouraged. The Board Chair has the responsibility to investigate all reported complaints and may be assisted by the CEO or staff as appropriate.

15.4 Resolution and Reporting

The Board Chair is responsible for ensuring that all complaints received regarding unethical or illegal conduct are investigated and resolved. The Board Chair will report received/resolved complaints to the Executive Committee members and the Governance Committee Chair quarterly. Further, the Board Chair will write at least quarterly to the Treasurer/Chair of the Finance Committee and the Audit Committee on compliance activity relating to accounting or alleged financial improprieties.

15.5 Accounting and Auditing Matters

The Board Chair shall immediately notify the Audit Committee and Finance Committee of any concerns or complaints regarding corporate accounting practices, internal controls, or auditing and work with the Committee until the matter is resolved.

15.6 Acting in Good Faith

Anyone filing a written complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and prove to have been made maliciously or knowingly false will be viewed as a serious disciplinary offense.

15.7 Confidentiality

Violations or suspected violations may be submitted on a confidential basis by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation, remedy the matter, and, if appropriate, report the case to proper government officials.

15.8 Handling of Reported Violations

The Board Chair will notify the complainant in writing within seven days to acknowledge the reported or suspected violation. All complaints will be promptly investigated, and appropriate corrective action will be taken if warranted by the investigation. In instances where breaches of policy, violations of regulations or laws, or other ethical issues may have been identified, the Board Chair, CEO, or legal counsel may recommend as appropriate to prevent a recurrence.

15.9 General Compliance with Laws and Regulations

CareerSource Capital Region insists that its business be conducted in all material respects, with all applicable laws and regulations. Any illegal activities will be dealt with swiftly, and violations will be reported to the proper authorities. Failure to fully obey all laws and regulations violates Board policy and may expose both CareerSource Capital Region and responsible Board members to criminal or civil prosecution. If a Board member has any questions on specific laws, regulations, or other legal issues, they should contact CareerSource Capital Region's legal counsel or CareerSource Florida's General Counsel.

(Source: Modified from 2010 National Council of Nonprofits)

16.0 Improper Gifts

Board members must never make or receive improper gifts or payments, such as bribes or kickbacks, in any way in connection with CareerSource Capital Region's business. Gifts or payments to or for the personal benefit of a governmental official or to or for the personal benefit of a CareerSource Capital Region Board member to sway the member's vote are prohibited.

17.0 Compliance

The CareerSource Capital Region Board of Directors shall focus on compliance with federal, state, and local regulations governing workforce development funds distributed throughout the four counties in the service delivery area. The Regional Oversight, Performance, and Compliance department carries out this responsibility on behalf of the Board.

The Board of Directors will oversee and assure that the CareerSource Capital Region operations meet or exceed the standards set by the U.S. Department of Labor, the Florida Department of Commerce, and CareerSource Florida.

The Board of Directors expects to be informed by the staff of any significant financial or programmatic variances (greater than 10%) or compliance issues identified through federal, state, or local quality assurance reviews.

18.0 Measures of Success

The Board of Directors represents stakeholders for the Capital Region – Gadsden, Jefferson, Leon, and Wakulla Counties – and is required by federal law to achieve specific metrics that show value to the community. The six primary indicators of performance will be the foundation of our measures for success and seek to measure our system on how well we help customers with the following:

1. Getting a job
2. Keeping a job
3. Getting a job at a self-sufficient wage

Additionally, at the direction of the Governor, additional emphasis has been placed on placements and business engagement.

The six primary indicators of performance are as follows:

1. A. Employment Rate – 2nd Quarter After Exit
B. Title I Youth Education and Employment Rate – 2nd Quarter After Exit
2. A. Employment Rate – 4th Quarter After Exit
B. Title I Youth Education and Employment Rate – 4th Quarter After Exit
3. Median Earnings – 2nd Quarter After Exit
4. Credential Attainment
5. Measurable Skill Gains
6. Effectiveness in Serving Employers

19.0 ACKNOWLEDGEMENT

CareerSource Capital Region Board members will review this policy manual annually. Furthermore, upon joining the Board and annually, board members will sign below in acknowledgment and compliance with this policy manual.

I acknowledge that I have read and understood the preceding Board Member Policy Manual and certify that I comply with its terms and conditions.

Print Name: _____

Signature: _____

Date: _____