

Bylaws of the Advisory Committee of The Workforce Competitiveness Trust Fund

Article 1: Purpose

The Advisory Committee (“Committee”) represents significant constituencies and beneficiaries of the Workforce Competitiveness Trust Fund (“Fund”). The Committee shall supply constituent focused labor market information to the program administrators, review general programmatic parameters and guidelines, assist with the identification of issues and barriers to the Fund’s efficiency and effectiveness and the dissemination of relevant information about the Fund, and support the general oversight of the Fund’s implementation.

Article 2: Membership

The Director of the Massachusetts Department of Workforce Development (director) shall serve as chair of the Committee and shall appoint members that represent significant constituencies and beneficiaries of the Fund including, but not limited to, high growth or critical industries; the workforce development system; public education; adult basic education; the department of transitional assistance; public higher education; labor; community based organizations and non-profit education; training or other service providers; and advocates of customer populations, including representatives of education, training and the one-stop career center coalitions, including a minimum of 2 labor representatives selected by the President of the Massachusetts AFL-CIO and 2 representatives of the Massachusetts Workforce Board Association.

A Healthcare subcommittee of the Advisory Committee shall be appointed by the director and shall include, at a minimum, appointments made by the Massachusetts Hospital Association; the Massachusetts Extended Care Federation; the Home and Health Care Association of Massachusetts; the Massachusetts Workforce Board Association; and the Massachusetts AFL-CIO, as well as representatives of the other mandatory Advisory Committee members.

A Travel and Tourism advisory committee shall be appointed by the director, and shall include primary industry association that represent the commonwealth or, in their absence, a cohort of relevant industry employers as well as representatives of the other mandatory advisory committee constituencies.

At the first meeting of the Advisory Committee, the members shall be divided by the chair into two (2) approximately equal groups and designated to serve two (2) or three (3) year terms of membership by a random method determined by the Committee. Thereafter, the term of Committee members shall be for two (2) years from the date of their appointment. Members of the Committee may serve any number of consecutive terms.

Article 3: Meetings

The members of the Committee shall hold an annual meeting in September of each year for the purpose of reviewing the overall implementation of the fund. Other regular meetings shall be held from time to time, but not less frequently than quarterly. Notice of the date, time and place of meetings shall be delivered to each member or communicated to each member by telephone (including a voice messaging system which records and communicated messages), facsimile, electronic mail, or first-class mail at least forty-eight (48) hour prior to the meeting. Meetings shall be held at any place designated in the notice of the meeting.

A quorum for meetings shall consist of 60% of the total number of Committee members serving at the time of the meeting. Except where otherwise stated in the bylaws, all actions of the Committee at meetings shall be decided by majority vote. If a tie vote results, the decision shall take the course voted by the chair. Members must be present to vote. A member may send a representative of their organization to a meeting, however, that representative may not vote on any action of the Committee unless the representative presents the chair with written permission by the member for the representative to exercise the member's proxy vote.

Any member of the Committee who fails to attend three (3) consecutive meetings shall be considered to have tendered his or her resignation from the Committee; however, such resignation shall be effective only upon acceptance by the director, which shall take into account any extenuating circumstances.

Members of the Committee may not receive any compensation for their services as such.

Article 4: Standard of Care

A member shall perform their duties as a Committee member, including any subcommittee on which they may serve, in good faith, in a manner such member believes to be in the best interest of the fund and with such care, including reasonable inquiry, as an ordinarily prudent person in a like situation would use under similar circumstances. Except as provided in Article 5, a person who performs the duties of a Committee member in accordance with the above shall have no liability based upon any failure or alleged failure to discharge that person's obligations as a Committee member.

Article 5: Conflict of Interest

In matters or issues relating to the grant making process of the fund, members of the Committee should consider themselves "Special State Employees", who are subject to the Massachusetts conflict of interest law, M.G.L. Chapter 268A.

In connection with any actual or possible conflict of interest, an interested person has a duty to disclose the existence of the financial or other interest and be given the opportunity to disclose all material facts to the Committee members and others who are considering the proposed grant making transaction or process. If a majority of the Committee has reasonable cause to believe that an interested person has failed to disclose actual or possible conflict of interest, it shall inform the interested person of the basis for such belief and afford the interested person an opportunity to explain the alleged failure to disclose. If after hearing the interested person's response and making a further investigation as warranted by the circumstances, a majority of the Committee determines the interested person has failed to disclose an actual or possible conflict of interest, it shall take appropriate corrective action.

Article 6: General Provisions

In the deciding procedural matters not otherwise covered in the bylaws, the most recent issue of Robert's Rules of Order shall prevail.

Article 7: Amendments

These by-laws may only be amended by an affirmative vote of the majority of the members.