



**Tulsa Area Workforce Investment Board, Inc.
By-Laws**

**Article I
Establishment**

Section A. Authority. The Tulsa Area Workforce Investment Board, Inc. (the "WIB" or "Corporation") has been established under authority of Section 117 of the Workforce Investment Act of 1998 (Public Law 105-220). These By-Laws are established pursuant to agreement of the participating counties of Tulsa, Pawnee, Creek and Osage counties and the Chief Local Elected Official (CLEO).

Section B. Purpose. Section 117 of the Workforce Investment Act and state of Oklahoma guidance provides that the purpose of a local workforce investment board is to *set policy, oversee the workforce development system, coordinate resources, and convene partners* for the local portion of the statewide workforce investment system. According to the State Workforce Investment Board, the objective of the "Workforce Oklahoma" system is *to align and focus existing resources to more effectively meet business needs*.

Section C. Amendments. These By-Laws may be amended by a two-thirds vote of the members present, provided that each of the following conditions has been met:

1. The Board has been notified of the intent to amend the By-Laws at a previous meeting of the Board;
2. Written copies of the proposed amendment(s) have been made available to members at least one week prior to any vote on the proposed amendment(s); and,
3. A formal motion has been made.

A proposed amendment(s) may be presented to the Board Chair or to the Executive Committee of the Board, which shall place the proposed amendment(s) on the Board's Agenda.

**Article II
Membership**

Section A. Appointments. The CLEO is authorized to appoint the members of the Tulsa Workforce Investment Board, in accordance with State criteria, as described in Section 117 of the Workforce Investment Act of 1998. The number of members and sectors represented on the Workforce Investment Board shall be determined solely by the CLEO, in compliance with applicable laws, rules, and regulations.

1. Fiscal Agent and Fiscal Agent Representative.
 - a. Duties. The CLEO may serve as the Fiscal Agent or appoint a fiscal agent who would act through a Fiscal Agent Representative ("FAR"), and who

would be a member of the Board. The FAR shall carry out all duties assigned to it pursuant to Section 117(d)(3)(B)(I)(III) of the Workforce Investment Act, and any other duties specifically assigned to it by the Fiscal Agent. The FAR shall also receive directions from the Workforce Investment Board regarding the disbursement of WIA funds. Further, the Fiscal Agent and/or the FAR may be called upon to make periodic reports to the Oversight Committee on the status of funds available.

b. Appointment. The CLEO shall appoint an individual to represent the Fiscal Agent (the FAR), which shall be acknowledged by the Workforce Investment Board.

Section B. Term. All members shall be appointed for fixed and staggered terms, and may serve until their successors are appointed.

1. Initial Terms. Initial terms shall vary from one to three years.
2. Subsequent Terms. The length of subsequent terms of service for members of the Board shall be defined as follows:
 - a. For all members, subsequent terms shall be three years in length.

Section C. Member Code of Conduct. Members of the Tulsa Workforce Investment Board shall at all times comport themselves in a manner befitting their membership on the Board.

1. Participation. Each member is expected to participate in every general meeting of the Workforce Investment Board. All members are also expected to attend and participate in the meetings of any task force, committee, or workgroup to which they may be assigned.
2. Attendance. A member who is absent at *three consecutive general Board meetings shall be presumed to have resigned* from the Board and the vacancy will be filled in accordance with these by-law provisions.
3. Conflict of Interest.
 - a. Pursuant to Section 117(g) of the Workforce Investment Act of 1998, a member of the Tulsa Workforce Investment Board may not —
 - i. Vote on a matter under consideration by the Board —
 - (a) Regarding the provision of services by such member (or by an entity that such member represents); or,
 - (b) That would provide direct financial benefit to such member or the immediate family of such member; or,
 - ii. Engage in any other activity determined by the Governor to constitute a conflict of interest as specified in the State plan.
 - iii. Engage in any illegal, unethical or immoral activity that would reflect unfavorably on the WIB.
 - b. For the purposes of this Code of Conduct, the term “immediate family member” includes a member’s spouse, son, son-in-law, daughter, daughter

in-law, mother, mother-in-law, father, father-in-law, brother, brother-in-law, sister, sister-in-law, aunt, uncle, niece, nephew, step-parent, stepchild, grandparent, grandchild, step/half brother and step/half sister.

4. Violations. Alleged violations of the Member Code of Conduct shall be brought to the attention of the Board Chair. The Board Chair may ask the Oversight Committee to investigate any alleged violation, or the allegation may be referred directly to the Executive Committee for possible action. The Executive Committee shall have sole authority for deciding whether a sanction shall be imposed.
5. Sanctions. Sanctions for proven violation(s) may include but are not limited to a written reprimand or removal from the Board, as described in Section E.
6. Interest of Board and Staff Members
 - a. Each director, staff, or applicant for funding shall disclose, on prescribed form, any conflict of interest pertaining to any act or transaction of the Board prior to the Board addressing said act or transaction. Every two years, each director must provide a written update to the disclosure statement. The staff shall provide disclosure updates to all directors on an annual basis.
 - b. The conflict shall be disclosed at the meeting in which said act or transaction is being addressed and the conflict and resolution (if applicable) shall be noted in the minutes. The Board, if necessary, shall hold a discussion regarding the conflict.
 - c. Any director having conflict shall not participate in any discussion to voting relative to such items. Said director may remove him/herself from the meeting room while the item is discussed by the Board.
 - d. Any conflict disclosed prior to a meeting shall, if possible, be made part of the agenda of that particular Board meeting.
 - e. Any director who believes another director has a conflict should disclose said possible conflict to the Board prior to any meeting. The Board shall hear statements from both parties, and if necessary, discussion shall be held by the Board. Whenever possible, the WIA staff will advise the Board ahead of time where there is a possible conflict of interest. That director who is alleged to have a conflict of interest shall make a determination whether the conflict exists, but if action of the Board member is not acceptable, the Board should proceed with Item G.
 - f. A Program Operator may not vote on contracted funds.
 - g. When a possible conflict of interest is raised at a Board meeting and the person refuses to take actions acceptable to the Board membership, the Board may consider the following alternatives, including, but not limited to:
 1. Ask the person to voluntarily leave the meeting;
 2. Postpone the vote on the issue to a later date;

3. Record the vote for a later decision on the person's right to vote on the issue;
 4. Record the vote and if the person in questions' vote is the deciding factor, then postpone any further actions on the issue until clarification is obtained
- h. When a possible conflict of interest issue is raised and the Chairperson or any members of the Board are uncertain how to proceed, they may write/contact the Office of Employment Security Commission (OESC) for clarification at 405-962-7595.
- i. This policy statement may be revised or modified by a majority vote of the members present at a meeting authorizing changes necessary.
7. The members shall avoid organizational and personal conflict of interest in awarding financial assistance and in procurement activities involving funds under the Workforce Investment Act.
8. No individual shall be excluded from participation in, denied benefits of, subjected to discrimination under, or denied employment in the administration of or in connection with any program under the Workforce Investment Act because of race, color, religion, sex, national origin, age, handicap, or political affiliation or belief.
9. As mandated by regulations, no member of the Board may hire immediate family members, as defined by Federal regulations, in an administrative capacity, staff position, or On-The-Job Training position funded under the Act.

Section D. Resignation. If a member of the Workforce Investment Board determines that he or she is no longer able to fulfill the duties of membership on the Board, the member shall notify the Chair of the Board in writing. In addition, resignation from the Board may also be made in accordance with Article II, Section C.2.

1. If a member of the Workforce Investment Board changes employment, the member shall notify the Chair of the Board in writing. The Board Chair, after consultation with the CLEO, shall make a determination as to whether the member's change in employment results in that member not representing the public / non-profit sector or the business sector from which the member was appointed.
2. If there is a determination that the nature of the member's employment has significantly changed, the member's appointment shall lapse sixty (60) calendar days after notification of intent to re-appoint is delivered to that member by the Board Chair or by the CLEO. During that sixty (60) day period, the member may make an appeal to the CLEO regarding the CLEO's intent to re-appoint. The decision of the CLEO on any appeal shall be final.

Section E. Removal. Any member of the Workforce Investment Board may be removed for cause in accordance with this Article. Cause for resignation or removal shall include: Failure to attend regularly, improper handling of a conflict of interest situation, taking a job outside the business or labor sector the member was appointed to represent, or other causes as

determined by the Board. In addition, for those member classes listed below, these criteria will also apply as cause for removal:

1. **Business Representatives.** A member of the Board who represents business may be removed from the Board if a change in his or her employment results in a determination that the member no longer holds a position with optimum policymaking authority.
2. **One-Stop Partner Representative.** A member of the Board who represents a One-Stop Partner Agency shall be automatically removed from the Board if a determination is made that the Memorandum of Understanding between the Board and the One-Stop Partner Agency has expired or is no longer valid.

Section F. Vacancies. Upon the resignation or removal of a member from the Workforce Investment Board, the CLEO shall be notified.

Section G. Requesting Appointments. The Board Chair and/or the Executive Committee may request the CLEO to appoint replacement members or additional new members to the Workforce Investment Board.

1. **New One-Stop Partners.** Upon the approval of a Memorandum of Understanding between the Workforce Investment Board and a previously unrepresented One-Stop Partner agency, the Board Chair and/or the Executive Committee shall request the CLEO to appoint a new member to the Workforce Investment Board representing that agency.
2. **Requirements of Law.** In making a request for appointment of new members, the Board Chair and/or Executive Committee shall consider the requirement of law that says a majority of the members of the Workforce Investment Board must be business representatives. The Workforce Investment Board shall assure compliance with all applicable laws, rules, and regulations governing the composition of local workforce investment boards.

Article III One-Stop Partners

Section A. Definition. A One-Stop Partner agency is an entity that carries out a program or activities described in Subparagraph (B) of Section 121(b)(1) of the Workforce Investment Act.

Section B. Memorandum of Understanding. Pursuant to Section 121(c) of the Act, the Workforce Investment Board, with the agreement of the CLEO, shall develop and enter into a Memorandum of Understanding (MOU) with each of the One-Stop Partner agencies serving the Tulsa, Pawnee, Osage and Creek counties' workforce investment area.

Section C. Additional Partners. Other entities that carry out a human resource program described in Section 121(b)(2)(B) of the Act may enter into a Memorandum of Understanding with the Workforce Investment Board, provided that the members of the Workforce Investment Board and the CLEO approve the participation of such other entities in the local one-stop delivery system. (Reference: Workforce Investment Act, Section 121(b)(2)).

Article IV Meetings

Section A. Calling of Meetings. Prior to *December 15th of each year*, the Executive Committee shall publish a schedule of regular Board meetings. In addition, special meetings of the Board may be scheduled as needed.

1. Regular Meetings. The Executive Committee shall schedule no less than four (4) regular meetings of the Board each year. A regular meeting may be cancelled by the Executive Committee by giving 48 hours notice or rescheduled with five business days notice to all Board members in advance of the scheduled meeting date.
2. Special Meetings. Special meetings of the Workforce Investment Board may be called by the Board Chair, by the Executive Committee or by the CLEO with 48 hour notice in accordance with the Oklahoma Open Meetings Act.

Section B. Agenda. An Agenda for each general meeting of the Board shall be created by the Chair and/or by the Executive Committee after receiving input from Board members, including the Chairs of the Board's task forces and committees. The Agenda shall be posted. To the extent possible, an Agenda shall be provided to members at least one week in advance of the scheduled meeting date.

Section C. Quorum. In order for the Board to conduct regular business, *a quorum shall be a majority of members present.*

Section D. Procedures. Meetings of the Workforce Investment Board shall be conducted according to Roberts Rules of Order unless the members of the Board agree to use alternative procedures that are generally acceptable to the members present, or as otherwise may be contained in these By-Laws.

Section E. Open Meetings. The Workforce Investment Board shall observe all requirements of the Oklahoma Open Meeting Act. Pursuant to the Open Meeting Act, members of the public and their representatives are welcome to attend all meetings of the Workforce Investment Board.

Section F. Proxy Voting. Proxy Voting is *not permitted.*

Article V Duties of the Board

Section A. Board Functions. The Workforce Investment Board shall carry out the duties assigned to it under the Workforce Investment Act of 1998 and other applicable laws.

Section B. Additional Duties Assigned by the CLEO. The Workforce Investment Board shall carry out any additional duties assigned to it by the CLEO, provided that those duties are consistent with the purpose of the Board as stated in Article I.

Section C. Agreement with the CLEO. There shall be an Agreement between the Workforce Investment Board and the CLEO that describes how the Board and the CLEO will cooperate in carrying out duties that are assigned jointly to them.

Article VI Officers

Section A. Election.

1. Biennial Elections. A new Board Chair, Chair Elect, and Secretary, shall be elected by a majority vote of the Workforce Investment Board members present during even numbered years. Eligible candidates for election shall include any member recommended for election by the Nominating Committee as well as members nominated from the floor, if any. Additional rules governing the election process may be developed by the Nominating Committee and approved by the Board.
2. Special Elections. The Chair may call for a Special Election to fill any Officer vacancy. The call of the meeting shall be communicated in accordance with Article IV, Section A. 2. of these By-Laws.

Section B. Appointments. The Nominating Committee shall recommend and the Workforce Investment Board shall approve and ratify the selection of a Chair, Chair-Elect, and Secretary, and any other officers or assistants which the Board deems necessary from time to time. Appointment of officers will be conducted biennially, prior to the commencement of each fiscal year. In addition, appointments may be made from time to time in order to fill vacancies. Officers serve two-year terms and may serve two consecutive terms. Two at-large members will be appointed by the Chair of the Board.

Section C. Officers – Duties and Responsibilities.

1. Chair. From among its business representatives, a member of the Workforce Investment Board shall be elected to serve as the Board Chair.
 - a. Duties. The Board Chair shall preside at general meetings of the Workforce Investment Board and shall carry out other duties as described in these By-Laws. It shall be the responsibility of the Chair of the Workforce Investment Board to inform the CLEO of issues and decisions of major importance considered by the Workforce Investment Board. The Chair of the Workforce Investment Board shall, in turn, inform the members of the Workforce Investment Board of CLEO issues and decisions.
 - b. Term of Office. The Board Chair shall serve a single two-year term of office, and any portion of an unexpired preceding term, beginning on July 1st of the year following the election. The Chair may serve two consecutive, two-year terms. In the event that Board Chair is unable to complete his or her term of office, the Chair shall be succeeded by the Chair Elect who will serve the balance of the unexpired term.
2. Chair Elect. From among its business representatives, a member of the Workforce Investment Board shall be elected to serve as the Chair Elect of the Board.
 - a. Duties. The Board Chair Elect shall preside at general meetings of the Workforce Investment Board in the absence of the Board Chair. In addition, the Board Chair Elect shall carry out the other duties of the Chair when the Board Chair is unable to perform them.
 - b. Term of Office. The Board Chair Elect shall serve a single two-year term of office, and any portion of an unexpired preceding term, beginning on

July 1st of the year following the election. The Chair Elect may serve two (2) consecutive, two-year terms. In the event the Chair Elect is unable to complete his or her term of office, the Chair shall declare a vacancy in the office and an election shall be held to select a member to serve the remainder of the Chair Elect's unexpired term.

3. Secretary.

a. Duties. The Secretary shall:

i. Keep the minutes of the meetings of the Board, and the Executive, Oversight, and other committees of the Board, in one or more books provided for that purpose, unless some other person is designated to keep any such minutes;

ii. See that all notices are duly given in accordance with the provisions of these By-Laws or as required by law;

iii. In general, perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Certificate of Incorporation or by these Bylaws or which may be assigned to him or her from time to time by the Board of Directors.

b. Term of Office. The Secretary shall serve a single two-year term of office, and any portion of an unexpired preceding term, beginning July 1st of the year following the election. The Secretary may serve an unlimited amount of two-year terms.

6. Assistant Officers.

a. Duties. The Assistant Officers shall perform such duties as may be assigned by the related Officer.

b. Term of Office. Assistant Officers may be appointed annually or at such times as the related Officer or the Board deems necessary.

7. Past Chairs.

a. Past Chairs are ex-officio members of the Executive Committee.

Article VII Committees

Section A. General.

1. Appointments. The Chair and Co-Chair of each committee will be nominated by a majority vote of that committee. The Chair of the Workforce Investment Board may then appoint the Chair and Co-Chair of each committee.

2. Membership.

a. Executive Committee. The members of the Executive Committee shall be members in good standing of the WIB and shall be the Chairs of the Councils and the standing committees ("Standing Committees"), the Chair and Chair Elect of the Board, the Secretary, and the Fiscal Agent Representative.

b. Each year, the Chair may appoint up to two (2) individuals to at-large, voting memberships of the Executive Committee.

c. Other Committees and Councils. Board members shall be encouraged to participate in the various Standing and Ad Hoc Committees and Councils of the Board.

i. The "Committee" designation shall mean that the group is composed exclusively of Board members.

ii. The "Council" designation shall mean that the group is composed of Board members and other, strategic participants that help further the purpose and goals of the group.

3. Meetings. Meetings of the various Committees shall be called by, and presided over by the Chairs of those Committees. In the event that the Chair is unable to preside over a meeting, they may appoint a member of the committee to preside in their place.

4. Term of Membership. The members of the various committees shall serve a one-year term of service, and they may serve more than one term.

Section B. Duties and Responsibilities.

1. Executive Committee. The Executive Committee shall serve as a sounding board and recommending body of the WIB.

a. All decisions of the Executive Committee, with respect to Board business, shall be reviewed and approved by the board.

b. The Executive Committee is authorized to perform the duties assigned to it in these By-Laws and shall also carry out other functions that may be assigned to it by the Workforce Investment Board.

c. The Executive Committee shall observe all requirements of the Oklahoma Open Meeting Act. Pursuant to the Open Meeting Act, members of the public and their representatives are welcome to attend all meetings of the Executive Committee.

2. Oversight Committee. An Oversight Committee shall be established. Duties of the committee shall include the following:

a. Fiscal. The Oversight Committee shall provide oversight for the preparation of an annual budget and the monthly reporting on the implementation of said budget.

- b. Compliance. The Oversight Committee shall:
 - i. Oversee the Board monitoring plan; and,
 - ii. Oversee the interaction with federal, state and local regulators.
 - c. Contract Administration. The Committee shall:
 - i. Oversee performance of contracted suppliers in accordance with contracted performance measures; and,
 - ii. Oversee the performance of contracted suppliers in accordance with local, state and federal regulations.
3. Nominating Committee. A Nominating Committee shall be established. Duties of the committee shall include the following:
- a. Secure candidates for the ballot and present a slate of qualified, acceptable candidates for the office of Chair, Chair Elect, and Secretary, to the board for approval and to the membership for a vote during even years on a biennial basis.
 - b. Assist the CLEO and Business Associations in recruiting prospective Board members. This may include:
 - i. Analyzing the current board's skills and areas for improvement, as well as anticipating the future needs of the board of directors;
 - ii. Developing selection criteria to be used in the recruitment process;
 - iii. Conducting searches for appropriate candidates to fill vacancies on the board of directors.
 - iv. Initiating the brainstorming of potential candidates with the help of the board and the organization;
 - v. Screening suitable candidates according to the selection criteria and recommending successful individuals to the CLEO for appointment;
 - vi. Ensuring new board members receive a proper orientation and other necessary training to be successful in their roles on the board.
4. Standing Committees and Councils. Other Standing Committees and Councils of the Workforce Investment Board may be created in accordance with the Board's Strategic Plans, as developed and implemented from time to time, by a vote of the members of the Workforce Investment Board meeting in open session.
- a. Purpose. Each Standing Committee and / or Council of the Board shall have a statement of purpose, identifying its duties and responsibilities.
 - b. Membership. Chairs of the Committee and Councils shall designate a Chair Elect from among group members who are also Board members.

c. Sunset Provision. The WIB shall periodically review the purpose and function of each Standing Committee. The establishment of any Standing Committee may be rescinded by action of the Board at any time.

5. Ad Hoc or Special Committees. Ad Hoc or Special Committees may be convened by the Board Chair.

a. Definition. A Special Committee (or "Ad Hoc" Committee) is a group or task force that is convened by the Board Chair for a specific task and a specific timeframe.

b. Sunset Provision. Notwithstanding anything to the contrary contained herein, each Ad Hoc or Special Committee shall remain convened for its specified timeframe. Authority to extend the timeframe of an Ad Hoc or Special Committee may be granted by the Executive Committee.

Article VIII Youth Council

Section A. Membership. Pursuant to Section 117(h) of the Workforce Investment Act, a Youth Council shall be established as a subgroup of the Workforce Investment Board.

1. Appointment. Members shall be appointed "in cooperation with" the CLEO.

a. The composition of the Council shall comply with the requirements of Section 117(h)(2) of the Act.

b. The term of service for a member of the Youth Council shall be three (3) years.

i. Members shall be appointed to fixed and staggered terms; and,

ii. Members may be re-appointed.

2. Code of Conduct. All members of the Youth Council shall be subject to the Member Code of Conduct and Conflict of Interest policies of the Workforce Investment Board. Members of the Youth Council are subject to the sanctions process described in Article I of these By-Laws.

Section B. Meetings. Meetings of the Youth Council may be called by and presided over by the Youth Council Chair.

Section C. Duties of the Youth Council. The duties of the Youth Council are defined in Section 117(h)(4) of the Workforce Investment Act. The Youth Council may carry out any additional duties assigned to it by the Workforce Investment Board or the CLEO, provided that those duties are determined to be appropriate by the Chair of the Workforce Investment Board. (Reference: Workforce Investment Act, Section 117(h)(4)(D)).

Section D. Chair. The Youth Council Chair shall be appointed by the Chair of the Workforce Investment Board.

Section E. Sub-Committees. Sub-Committees of the Youth Council may be created by a vote of the members of the Youth Council.

1. Establishment. A sub-committee of the Youth Council shall include a description and the purpose of the committee, the scope of its authority, and the manner of appointing the members of the sub-committee. Sub-committees of the Youth Council may include members and/or non-members of the Youth Council.
2. Sunset Provision. The members of the Youth Council shall periodically review the purpose and function of each sub-committee of the Youth Council.

Article IX Business Services Council

Section A. Membership. Pursuant to Section 117(h) of the Workforce Investment Act, an Business Services Council shall be established as a subgroup of the Workforce Investment Board.

1. Duties.
 - a. To act as liaison to local industry and be representative of industry views in the local Workforce Investment Area (Creek, Osage, Pawnee and Tulsa Counties).
 - b. To advise the Workforce Investment Board on workforce development strategies, opportunities and challenges.
 - c. To exchange information and support the common interest of the Boards and their respective Local Councils
2. Chair. From among its business representatives, the Board Chair May 23, 2011 appoint a Chair to the Business Services Council as further described herein.

Article X Staff Support

Section A. Employment of Staff. Pursuant to Section 117(d)(3)(B)(ii) of the Workforce Investment Act, the Workforce Investment Board is allowed to employ staff.

1. Budget. Staff costs shall be identified in a budget describing the costs of carrying out the duties of the Corporation. Such budget shall be subject to the approval of the FAR and the CLEO. (Reference: Section 117(d)(3)(A) of the Act.)
2. Staffing Agreement. There shall be an Agreement between the Board and any individual(s) or agency(ies) selected to provide staff support to the Board. The Agreement shall include a description of the duties of the Board staff, a description of the staff's relationship to the Board, and the other terms and conditions that are necessary for the prudent administration of grant funds.

Section B. Default Option. In the event the Board does not make a decision about the employment of staff, the CLEO shall be responsible for determining the source of staff support for the Workforce Investment Board.

Article XI
Miscellaneous

Section A. General Counsel. The Board may appoint or designate an individual or agency to serve as its General Counsel. The duties of the General Counsel shall be defined by the Workforce Investment Board, and shall include advising the Board on the legality of particular actions that are under consideration by the Board.

Section B. Compliance with State Law. Nothing herein shall supersede the requirements of State law.

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TAWIB By-Laws:

ADDENDUM #1

TULSA WORKFORCE INVESTMENT AREA #17

CODE OF STANDARDS

The Tulsa Area Workforce Investment Board, Inc., hereinafter referred to as TAWIB, has established this Code to avoid activities, which may cause conflicts between personal interests and official responsibilities. The standards set forth in this Code of Standards are intended to guide the TAWIB board members and its staff in recognizing and avoiding situations in which a conflict of interest would either exist or could likely occur. The TAWIB and its staff hold their positions as a public trust and any effort to realize personal gain through official conduct is a violation of that trust. The TAWIB shall enforce this Code to the fullest extent possible protecting the best interest of taxpayers and the rights of individuals affected.

Nothing in this Code shall deny constitutional rights afforded under Federal, State or local laws. The TAWIB and its staff have the same personal and economic interest in the decisions and policies regarding the delivery of the Workforce Investment Act (WIA) programs, as do other citizens. Standards of ethical conduct do, however, need to distinguish between inconsequential conflicts, which are unavoidable, and those conflicts, which are substantial and material. It may be necessary to engage in employment apart from official duties or necessary to maintain financial investments, but no one shall engage in any employment or maintain any investment if the employment or investment conflicts with the provision of this Code.

- A) Situations must be avoided in which a conflict of interest exists or is likely to occur, whether actual or apparent.
- B) Facilities or other resources may not be used for personal gain or sectarian purposes.
- C) Neither the TAWIB nor its staff shall solicit or receive directly or indirectly anything of value from any source which could reasonably be expected to influence or constitute a regard for that individual's official action or judgment.
- D) Neither the TAWIB nor its staff shall allow the use of their position for influence to obtain financial gain, advantages, privileges or unlawful benefits for themselves, their immediate family, family business or any other business or property in which they have a significant financial interest or for any other purpose.
- E) Outside employment may be accepted provided it does not interfere with official duties, nor create a conflict of interest. This employment must not be directly or indirectly related to the WIA. If, however, interfering employment is accepted, the affected person shall take immediate steps to resolve the conflict to the satisfaction of the TAWIB.
- F) Allegations of the violation of the provisions of this Code of Standards should be reported to the Chairperson of the TAWIB for possible investigation.
- G) Decisions have the right of appeal.

CONFLICT OF INTEREST

- A) No member or employees of the TAWIB shall engage in any business or transaction or shall have a financial or other personal interest, direct or indirect, which is incompatible with the proper discharge of his/her independence of judgment or action in the performance of his/her responsibilities. Personal as distinguished from financial interest includes an interest arising from blood or marriage relationships or close business association. In the event a potential conflict does arise, its nature and extent must be fully disclosed immediately to the Board Chair or Executive Director.

- B) Conflicts of Interest include, but are not limited to the following:
 - 1. **Incompatible Employment** – employment that is inherently incompatible or tends to impair independence of judgment or action in the performance of responsibilities.
 - 2. **Disclosure of Use of Information** – the disclosure of confidential information concerning the property, administration or business of the TAWIB.
 - 3. **Contract Interest Conflict** – any interest in contracts which are to be paid in whole or in part by TAWIB funds unless the contract had been awarded through public notice.

Members of the TAWIB will, as part of their responsibilities:

- A) Represent the interests of all people served by this organization and not favor special interests outside or inside the organization;
- B) Not use the organization or service on these boards for personal advantages or for the advantage of family or relatives, friends or supporters;
- C) Keep confidential information confidential;
- D) Approach all board issues with an open mind, prepared to make the best decision for the whole organization;
- E) Do nothing to violate the trust of the appointing authority or the Board or of those served;
- F) Focus efforts on the mission of the organization and not on personal goals;
- G) Never exercise authority as a Board member except when acting in a meeting with the full board or as delegated by the Board;

OUTSIDE EMPLOYMENT

Neither the TAWIB nor it's is prevented from accepting outside employment or following a pursuit so long as it does not interfere or conflict with full and faithful discharge of his/her duties. Employees shall notify the Executive Director prior to accepting outside employment

to ensure no conflict of interest exists. Specifically prohibited in outside employment are: use of the TAWIB's time, facilities, equipment or supplies; employment with a business, which is subject to the direct or indirect control by the TAWIB (unless otherwise approved by the Executive Director). Collection of fees and honoraria for papers, talks, demonstrations or appearances made on personal time without the use of office facilities, equipment or supplies and not directly related to official duties is permitted.