

Workforce Development Board (WDB) – Executive Committee

Date Thursday, April 18, 2024

Time 10:30 am

Place In person & via Zoom

9246 Lightwave Ave, Suite 210, San Diego, CA 92123

<https://workforce-org.zoom.us/j/81763612382>

Meeting ID: 817 6361 2382

WELCOME

Kurling Robinson – Chair

- Call the meeting to order
- Non-agenda public comment

AGENDA ITEMS – Open Session

Action Item:

Item #1: Minutes of February 5, 2024 Executive Committee Meeting

Information Items:

Item #2: Executive Committee Chair Updates

Item #3: CEO Updates

Item #4: Overview of SDWP Legal Structure

Item #5: WDB Members' Status and Processes

ADJOURNMENT

PUBLIC COMMENT: Members of the public may address the committee on issues on this agenda (three minutes per subject) and/or other items within the committee's scope. To speak, utilize the "Raise Hand" feature. The Workforce Partnership will provide accommodations to persons who require assistance. Questions: (619) 228-2301.

Item 1: Minutes of February 05, 2024 Executive Committee Meeting

ACTION ITEM – VOTE REQUIRED:

Members Present:

Rick Vaccari (Chair), Jamie Gardner (Vice Chair), Carol Kim, Kurling Robinson, Phil Blair (Via Zoom), and Ricky Shabazz.

Location: Via Zoom & 9246 Lightwave Ave #210, San Diego, CA 92123

All reports, memoranda, and letters contained in the agenda or distributed at the meeting shall by this reference become part of the original minutes.

The meeting was called to order by Rick Vaccari at 9:02 am.

Non-Agenda Public Comment: None

Action Item

Item 1: **Minutes of November 20, 2023, Executive Committee Meeting**

Motion: Executive Committee approves its Minutes of November 20, 2023 *Moved (K. Robinson), Seconded (J. Gardner), motion carried with C. Kim and R. Shabazz abstained.*

Item 2: **WDB Officers Nomination and Election Process**

R. Vaccari discussed the election process for the WDB officers. He indicated that three WDB members expressed interest in funning for the role of WDB chairman. A. de Castro confirmed that the chair of the board must come from the private sector.

Considering the number of participants and the complexity of the process, it was decided to bypass a nominating committee and proceed directly to a vote. The proposed voting method mirrors that of other large organizations. The voting method entails all members voting, with the candidate receiving the least number of votes being eliminated in each round until two finalists remain. The winner of the final round who receives the majority of the votes would assume the WDB chair position.

A. de Castro overviewed the election process. He outlined the specific procedures to be followed during the voting process. The WDB Chair will announce the commencement of the election, allowing for any last-minute nominations. If any candidate obtains a majority of votes in the first round, they will be elected as WDB Officer. However, if no candidate secures a

majority, the candidate with the least number of votes will be eliminated from the next round of voting. This process will continue until a candidate receives a majority of votes, at which point they will be duly elected as WDB Officer.

T. Young requested that the election process be codified in the Bylaws.

To avoid a complete turnover of the board at once, R. Shabazz proposed the Vice Chair automatically transition into the Chair position as a means of ensuring a smooth transition within the board. The Executive Committee members discussed the potential limitations of this approach, particularly regarding the qualifications and preferences of the Vice Chair. The discussion highlighted the importance of considering individual qualifications and experiences when determining officer positions. the transition process of the board officers

Item 3: **Update on Proposed Restated SDWP Organizational Bylaws.**

A. De Castro overviewed the committee on the proposed Bylaws changes. He stated that these changes will be shared with the WDB for final review and discussion before taking action.

C. Kim and R. Shabazz inquired about the proposed attendance provisions, the threshold of missing meetings, and the set of applicable circumstances in which these provisions applied.

A. de Castro discussed the proposed Bylaws changes that would allow the board to make decisions more quickly. He clarified that there would still need to be an opportunity for a board member to be heard before any removal could take place. The proposed changes aim to enhance the efficiency of the decision-making process while ensuring fairness and transparency.

P. Blair suggested creating a nominating committee that deals with nominating and recruiting new board members. Additionally, the committee discussed the provision related to the term limit. C. Kim shared more options on the term limit and membership extension. T. Young replied that the staff along with the general counsel will provide more options and updates to the Bylaws.

R. Shabazz inquired about the Executive Committee composition, membership, and the roles of non-executive members on the executive committee. The committee members suggested that committee chairs or members with specific roles within the board may be more appropriate for the executive committee membership to ensure continuity and effective leadership representation.

Item 4: **WDB Members Attendance for 2023 and Discuss Recommendations**

R. Vaccari shared the WDB struggles in securing the quorum needed for meetings and highlighted the WDB members' attendance for 2023. The Executive Committee members discussed the Bylaws provisions related to board membership and attendance.

The Executive Committee members considered recommendations on reviewing and monitoring board member attendance records to ensure adherence to the Bylaws provisions and clarify notification requirements for absences.

T. Young shared his continued discussion with board members regarding their continued involvement and potential turnover. Efforts were underway to identify new members to maintain a functional quorum and ensure frequent attendance at meetings.

Item 5: **February 15th WDB Agenda Review**

T. Young overviewed the February 15th WDB Agenda. The Executive Committee reviewed and discussed the WDB's upcoming agenda. Several items were discussed, such as the High Road Construction Careers as well as the South County Career Center Lease extension.

Item 6: **2024 Executive Committee Calendar**

Deferred due to lack of time.

Adjournment: The open session was adjourned to the Closed Session at 10:00 am.

Item 2: Executive Committee Chair Updates

INFORMATION ITEM – NO VOTE REQUIRED:

Kurling Robinson, WDB and Executive Committee Chair, to provide an update on:

- WDB membership and review of term limits.
- Review of calendar of meetings for the year.
- Board Development and Recruitment.
- Stakeholder Engagement.
- Remote Meetings under Brown Act.

Item 3: SDWP Organizational Updates

INFORMATION ITEM – NO VOTE REQUIRED:

CEO Tony Young and staff to provide updates on Emergency Flood Response, upcoming Strategic Plan exercise, and other key operational highlights. These updates aim to keep board members informed about the organization's progress and plan, fostering transparency and collaboration within the team.

Item 4: Overview of SDWP Legal Structure

INFORMATION ITEM – NO VOTE REQUIRED:

As SDWP has its unique governance and legal structure, Audie de Castro, SDWP's General Counsel, will provide an overview of the organization's governance and legal structure.

SDWP has two governing boards (Workforce Development Board and Policy Board). These two boards are responsible in general for overseeing the organization's mission, strategic direction, financial management, and compliance.

Board members have fiduciary duties of care, loyalty, and obligation to act in the best interest of the organization and its stakeholders.

Item 5: WDB Members' Status and Processes

INFORMATION ITEM – NO VOTE REQUIRED:

The Executive Committee will discuss the WDB members' attendance records for the past year, review of current attendance policies, expectations, and consequences for non-compliance. Additionally, the committee will discuss the frequency of reviewing board members' attendance.

The Executive Committee to review the status of current WDB membership as well as options for more systematic onboarding and offboarding processes.

SDWP relies on effective board members to provide governance, strategic direction, and oversight. The board lifecycle encompasses onboarding new members, supporting their engagement and contributions during their tenure, and appropriately offboarding departing members.

The Executive Committee to discuss and provide recommendations to the WDB for further discussion and adaptation.