

BYLAWS
GULF COAST WORKFORCE BOARD, INC.
A CORPORATION NOT FOR PROFIT

ARTICLE I

NAME

The name of the Corporation shall be GULF COAST WORKFORCE DEVELOPMENT BOARD, INC., ("Corporation"), doing business as CareerSource Gulf Coast.

ARTICLE II

PURPOSE

- 1) The purposes for which the Corporation is formed are those set forth in its Articles of Incorporation and these bylaws. The Corporation is not formed for pecuniary or financial gain, and no part of the assets, income, or profit of the corporation is distributable to, or will inure to the benefit of its directors or officers. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

- 2) The purpose of this organization is:
 - (a) To lead efforts to engage a diverse range of employers and other entities in the region to identify and promote proven and promising strategies and initiatives for meeting the needs of employers, workers, and job seekers. Serve as an intermediary to assist in stimulating and providing for the involvement of the business community, including small businesses, minority business enterprises, labor and community-based organizations, in regional employment and training activities, including all such other purposes described in and under state and federal legislation including but not limited to the following: Workforce Investment and Opportunity Act (WIOA), Public Law (PL) 113-128; Personal Responsibility and Work Opportunity Act, 104-193; the Workforce Innovation Act of 2000; and the Florida Re-Imagining Education and Career Help Act (REACH).

 - (b) Provide oversight of the WIOA adult, dislocated worker and youth programs, as well as other workforce related programs and the entire local workforce delivery system, ensuring that appropriate use and management of all program funds are managed, invested and appropriately used in accordance with state, federal and local guidance to maximize program outcomes.

ARTICLE III

BASIC POLICIES

The following are the basic policies of the Corporation:

1. The Corporation shall be non-commercial, non-sectarian, and non-partisan.
2. The name of the Corporation or the names of the Directors, in their official corporate capacity, shall not be used in any connection with a commercial concern or with any partisan interest.

ARTICLE IV

MEMBERSHIP

Pursuant to the provisions of the Articles of Incorporation, the named officers and directors (set forth in the Articles) shall be members of this Corporation. Any individual who subscribes to the purpose and basic policies of the Corporation and who is recruited, vetted and appointed by the local elected officials (LEOs) as detailed below and as required by state and federal laws may be designated a member of the Corporation without regard to gender, race, color, creed, national origin or sexual orientation.

1. Membership: Members may be appointed by the chief elected officials to represent only those categories as outlined in applicable law, including, but not limited to: private sector business, education, organized labor/apprenticeships, community-based organizations, governmental and economic/community development agencies and may include such other individuals or representatives of entities as the chief local elected official in the local area may determine to be appropriate. In general, members of the Corporation serve at the pleasure of the LEOs (County Commissioners) who appoint the members for the purpose of serving as representatives of the local workforce development board (LWDB). LWDB members may be disqualified from appointment if they do not meet required criteria, and/or removed from the LWDB at the discretion of the LEOs. LEOs in a local area are authorized to appoint the members of the LWDB who meet the criteria stated below and they may not delegate the responsibility of appointing members to the LWDB, the executive director or staff of the LWDB.

The composition of the LWDB shall require at a minimum that the membership of the LWDB shall include:

- a. BUSINESS: Representatives of business in the local area, 107 (b) (2) (A) (i, ii, iii) PL 113-128.
- b. EDUCATION: Representatives of entities administering education and training activities in the local area, 107 (b) (2) (C) (i, ii) PL 113-128.

- c. LABOR/APPRENTICESHIPS: Not less than 20 percent of the members must be representatives of the workforce within the local area, 107 (b) (2) (B) (i, ii) PL 113-128
- d. GOVERNMENTAL/ECONOMIC/COMMUNITY DEVELOPMENT: Each LWDB shall include representatives of governmental and economic and community development entities serving the local area, title I of the Rehabilitation Act of 1973 (Vocational Rehabilitation), 107 (b) (2) (D) (i) PL 113-128.
- e. OTHER ENTITY REPRESENTATION: The membership of the LWDB may also include other individuals or representatives of entities as the chief elected official in the local area may determine to be appropriate that are in compliance with state and federal law and local policies.

Members of the LWDB may be appointed as representatives of more than one entity if the individual meets all the criteria for representation.

Provided that the Board is twenty-three (23) in number, representation shall be as follows:

Total: 11	WIOA Required Non-Business Members
1	Adult Education and Literacy under Title II: (School Superintendent rotates between Bay, Franklin and Gulf Counties for each fiscal year)
1	Institution of Higher Education / Community College
2	Labor or Employee Representation
Up to 3	Community-Based Organizations:
2	Economic Development Agencies
0*	Wagner-Peyser
1	Vocational Rehabilitation / Blind Services
Additional Non-Voting Members	
1	Representative from Military Installation (if available in region)
Total: 12	WIOA Required Business Members (WIOA Required Non-Business +1)
6	Bay County
3	Gulf County
3	Franklin County
FL Required Private Education Provider (If available in region)	
1	Private For-Profit Training Provider

*Wagner – Peyser will be represented by the One Stop Operator

- f. LWDB members who are statutorily designated members of the LWDB pursuant to PL 113-128 may, at the member's discretion, appoint a permanent designee to serve on the LWDB in the member's absence, subject to the LWDB's acceptance of the designee by regular vote. The member shall retain the right to attend and vote (except for non-voting members) at any and all

regular meetings, but the permanent designee, once accepted by the LWDB, may, in the member's absence, attend and vote (except for those non-voting members) at any and all meetings. Such attendance and vote shall be as if the member attended and voted himself/herself for all bylaws, attendance, and voting requirements, including, but not limited to, establishing a quorum. LWDB seats for private and some public sector seats are designated by county to ensure fair representation across the region.

Members of the LWDB or their approved permanent designees that represent organizations, agencies, or other entities shall be individuals with optimum policy making authority within the organizations, agencies, or entities. The importance of minority and gender representation shall be considered when making appointments to the LWDB.

In accordance with Section 107 (a) of PL 113-128, LWDB shall be certified by the Governor and re-certified every two years with the subsequent designation process. LWDB vacancies will occur on a routine basis. Any vacancy shall be filled in the same manner as the original appointment in accordance with Section 107 (b) (1) of PL 113-128.

2 Nominations: Nominations, Vetting and Appointments for membership shall be as follows:

- a. Private Sector Business Appointments: Private sector appointments shall include representatives of business in the local area, who: are owners of businesses, chief executives or operating officers of businesses, or other business executives or employers with optimum policymaking or hiring authority; represent businesses, including small businesses, or organizations representing businesses described in this clause, 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; and are appointed from among individuals nominated by local business organizations and business trade associations. Nominations are provided to the LEOs for vetting and appointment. A majority of the members of the LWDB shall be representatives of business in the local area as described in paragraph 107 (b) (2) (A) (i-iii) of PL 113-128.
- b. Education Appointments: Education representatives shall be appointed in accordance with the Workforce Investment and Opportunity Act, PL 113-128, which states that each LWDB shall include representatives of entities administering education and training activities in the local area and shall include a representative of eligible providers administering adult education and literacy activities under title II; shall include a representative of institutions of higher education providing workforce investment activities (including community colleges) s.107 (b) (2) (C) (i, ii) PL 113-128. School Superintendents will serve on the LWDB until the expiration of their term with the respective School Board or until resignation. One School

Superintendent will serve as a LWDB member and the position will rotate between the three counties' superintendents on an annual basis, The President of Gulf Coast State College or his/her designee will be the member representing higher education.

- c. Labor Appointments: Representatives of labor organizations shall include representatives of labor organizations (for a local area in which employees are represented by labor organizations), who have been nominated and vetted by local labor federations, or (for a local area in which no employees are represented by such organizations) other representatives of employees and also shall include a representative, who shall be a member of a labor organization or a training director, from a joint labor-management apprenticeship program, or if no such joint program exists in the area, such a representative of an apprenticeship program in the area, if such a program exists. Labor representatives will serve on the LWDB until the expiration of their term or until they are no longer a part of the organization 107 (b) (2) (B) (i, ii) PL 113-128.
- d. Economic and Community Development Appointments: Shall include a representative of economic and community development entities. Economic Development/Community Development members will be nominated by the Economic Development Organization which represents the county. Economic Development/Community Development positions will serve on the LWDB until the expiration of their positions as Economic Development/Community Development representatives. 107 (b) (2) (D) (i) PL 113-128
- e. Mandatory Partners: Representatives shall include an appropriate representative from the State employment service office under the Wagner-Peyser Act (29 U.S.C. 49et seq.) serving the local area and shall also include an appropriate representative of the programs carried out under Title I of the Rehabilitation Act of 1973 (29 U.S.C. 720 et seq.), other than section 112 or part C of that title (29 U.S.C. 732, 741), serving the local area. 107 (b) (2) (D) (ii, iii) PL 113-128. These nominations will come from the appropriate agency and will be vetted by that agency and appointed by the LEOs.
- f. Other Appointments: May include representatives of community based organizations that have demonstrated experience and expertise in addressing the employment needs of individuals with barriers to employment, including organizations that serve veterans or that provide or support competitive integrated employment for individuals with disabilities; may also include representatives of organizations that have demonstrated experience and expertise in addressing the employment, training, or education needs of eligible youth, including representatives of organizations that serve out-of-school youth; may include representatives of local educational agencies, and of community-based organizations with demonstrated

experience and expertise in addressing the education or training needs of individuals with barriers to employment; may include representatives of agencies or entities administering programs serving the local area relating to transportation, housing, and public assistance; may include representatives of philanthropic organizations serving the local area; and each LWDB may include such other individuals or representatives of entities as the chief elected official in the local area may determine to be appropriate. 107 (b) (2) (B) (iii, iv) (C) (iii) (D) (iv, v) E PL 113-128. These nominations will come from appropriate agencies to the LEOs for vetting and appointment.

3. Terms of Office: In order to comply with regulations, the initial appointment of LWDB members shall be staggered terms of two (2) and four (4) years. The initial appointment shall be as follows with all succeeding appointments to be for a term of four (4) years. LWDB members who no longer hold the position or status that made them eligible appointees must resign or be removed by the LEOs. LWDB vacancies will be noticed to the appropriate LEOs within 10 days of the vacancy and must be filled within a reasonable amount of time, but no more than 12 months from the time the vacancy occurs. LWDB members may not serve more than eight consecutive years unless they represent a government entity. Everyone began new on July 1, 2021, according to the REACH Act of 2021. Members may not serve for more than eight years, unless the member is a representative of a government entity.

INITIAL TERMS OF LWDB MEMBERS

Bay County

Private Sector	2 and 4 years
Education	School Superintendents rotate annually
Higher Education	College President until position changes
Labor	2 and 4 years
Economic Development	Until position changes
CBO	2 and 4 years

Franklin County

Private Sector	2 and 4 years
Education	School Superintendents rotate annually
Higher Education	College President until position changes
Labor	2 and 4 years
CBO	2 and 4 years

Gulf County

Private Sector	2 and 4 years
Education	School Superintendents rotate annually
Higher Education	College President until position changes
Labor	2 and 4 years
Economic Development	Until position changes
CBO	2 and 4 years

4. Expenses: By resolution of the LWDB, the members may be reimbursed or paid allowable expenses arising out of their service as members according to local and state policies or procedure but shall not be paid compensation for their services.
5. Statements of Financial Interest: LWDB members must comply with the requirements in Florida Statute 112 s. 3144 or 3145, (whichever is appropriate) Each LWDB member or designee must file a Form 1 Disclosure with the Commission on Ethics annually and information on how each disclosure or statement may be reviewed must be provided on the LWDB's website.

ARTICLE V

OFFICERS

1. The elected officers of the Corporation shall consist of a Chairperson, a Vice-Chairperson, and a Past-Chairperson. Each officer shall represent different counties when possible. If no member of a given county chooses to serve as an officer, the seat will be filled from one of the other county's LWDB members pursuant to the approved election procedures.
2. Chairperson: The Chairperson shall conduct and preside at all meetings of the LWDB. The Chairperson shall be the official spokesperson of the LWDB. The Chairperson shall appoint all committees. The Chairperson shall be the Chief Executive of the Corporation and shall be vested with full power to exercise whatever functions may be necessary or incident to the full exercise of any power bestowed upon him or her by the LWDB, not inconsistent with the provisions of the Articles of Incorporation, state and federal law. It shall be the duty and obligation of the Chairperson to furnish leadership in the accomplishment of the aims and purposes of the Corporation. Responsibilities of the Chairperson include but are not limited to the following:
 - a. Leading the LWDB to develop a guiding vision that aligns with the state's priorities;
 - b. Acting as the lead strategic convener to promote and broker effective relationships between Local Elected Officials (LEOs) and economic development, education, and workforce partners in the local area;
 - c. Leading an executive committee to guide the work of the LWDB, and ensure that committees or task forces have necessary leadership and membership to perform the work required; and
 - d. Leading the agenda setting process for the year and guide meetings to ensure both tactical and strategic work is completed in all meetings.
3. Vice-Chairperson: It shall be the duty of the Vice-Chairperson to render every assistance and cooperation to the Chairperson, and to provide the Chairperson with the fullest measure of counsel and advice. In the event of the absence of the Chairperson, or the Chairperson's inability to act, the Vice-Chairperson shall fulfill the

duties of the Chairperson on a temporary basis. The Vice-Chairperson shall familiarize himself/herself with all activities and affairs of the Corporation and shall have such other duties as may be assigned to him or her by the LWDB. In the event the Vice-Chairperson is absent or unable to act, or in the event of his or her death, disability, or resignation, the LWDB shall select acting Vice-Chairperson to hold office until a successor has been elected.

4. Past-Chairperson: The Past-Chairperson shall serve as an officer of the corporation and a member of the Executive Committee. The Past-Chairperson shall serve in an advisor capacity to the Chairperson and Vice-Chairperson and may represent the LWDB in the absence of the Chairperson and/or Vice-Chairperson at the request of those officers or the Executive Director. Should the Past Chairperson be unable to continue to serve on the Executive Committee, another member of the LWDB may be elected or appointed to the committee to serve.
5. Qualifications: Only members of the LWDB, in good standing, shall be eligible to hold any elective office of the Corporation.
6. Election: The LWDB shall elect annually all the Officers and Executive Committee members of the Corporation. Board officers shall be represented by one person from each of the three counties whenever possible: Bay, Franklin, and Gulf.
7. Nominations: Any member of the LWDB may be nominated as a candidate for any office of the Corporation with the following exception: only private sector representatives may be nominated as candidates for the office of Chairperson.
8. Term of Office: Elected officers shall assume their official duties following the close of the annual meeting and shall serve for a term of one (1) year or until the election of their successors. A person shall not be eligible to serve more than two consecutive terms in the office as Chairperson.
9. Vacancies: A vacancy occurring in the office of Chairperson or Vice-Chairperson of the Corporation shall be filled for the unexpired term by the LWDB in accordance with the provisions of these bylaws.

ARTICLE VI

LOCAL WORKFORCE DEVELOPMENT BOARD OF DIRECTORS

1. Duties and Responsibilities: The LWDB, as the governing body of the Corporation, shall be vested with exclusive power and authority to formulate, fix, determine, and adopt matters of policy concerning the activities, affairs, or organization of the Corporation, subject only to any limitations imposed by applicable law. The LWDB shall be charged with the duty and responsibility of enforcing and carrying into effect

the provisions of the Articles of Incorporation and the accomplishment of the aims and purposes of the Corporation. The LWDB shall direct the manner in which funds of the Corporation are disbursed, and for the purpose; therefore, shall adopt and approve a budget in conjunction with the Chief Local Elected Officials (CLEOs) annually. The LWDB shall perform duties and carry-out, with staff, the responsibilities including but not limited to those listed here:

- a) Developing and submitting local and, if applicable, regional plans;
- 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 identify expertise and resources to leverage support for workforce development activities;
- d) Negotiating and reaching agreement on local performance measures in conjunction with the LEOs and the state;
- e) In partnership with the LEOs, establishing bylaws and codes of conduct for LWDB members, LWDB executive director and staff to the LWDB; and,
- f) Establishing strategic and operational policies to guide monitoring and reporting requirements for performance and quality assurance
- g) Recruit and hire a qualified individual to serve as the executive director who has the requisite knowledge, skills and abilities to ensure that functions of the LWDB are carried out ethically and successfully.

The LWDB shall have full power to exercise such functions as may be necessary, expedient, or incidental to the full exercise of any powers bestowed upon in the Articles of Incorporation or any amendment thereto or by the bylaws. The LWDB is limited in activity and authority by the provisions of PL 113-128, Sec. 107 (g).

The LWDB shall meet in accordance with the provisions set forth in Article VIII of these bylaws. It shall be the duty and responsibility of each LWDB member to attend the meetings, and any three consecutive unexcused absences, as determined by the LWDB, may be deemed as sufficient reason for replacement of the member incurring such absences, unless such member is appointed specifically by law. Non-mandated members must attend 50 percent of the scheduled meetings in a six-month period.

ARTICLE VII

COMMITTEES

Committees: The Corporation shall create from time to time such committees as it may deem advisable and necessary, and shall define the powers, duties, functions and scope of each committee. As soon as is practicable after each annual meeting of the Corporation, the Chairperson, with the advice and consent of the LWDB, shall appoint the members of all committees for the ensuing administrative year, and shall name and designate the Chairperson and if appropriate Vice-Chairperson of each

committee. The members of such committees shall serve for the term of the Chairperson appointing them, except the LWDB may provide for members of any standing committee to serve for staggered terms beyond the current administrative year. Vacancies occurring in the membership of such committees shall be filled by the Chairperson, with the advice and consent of the LWDB, for the remainder of the unexpired term. Each committee may select from its membership such officers, other than the Chairperson and Vice-Chairperson of said committee, as it deems advisable, and subcommittees may be designated from the committee membership. The Chairperson,, with the advice and consent of LWDB, may appoint additional members to a committee or remove members from a committee. The LWDB may dissolve a committee when it deems that a committee is no longer necessary. Each committee shall meet at such times and places as may be designated by the Committee Chairperson or Vice-Chairperson.

Each committee shall file with the Executive Director such interim reports/minutes as desired or as may be requested by the Chairperson of the LWDB. Upon the termination of its duties or terms, each committee shall deliver to the successor membership, if such there is, or to the Executive Director all files, reports, records and data, and information accumulation by the committee. No action, report, or recommendation of any committee shall be binding on the Corporation unless adopted and approved by the LWDB. No staff person may be a member of a committee, nor may they vote on committees.

Standing and Special Committees: The LWDB, as soon as is practicable, shall determine and designate which shall be considered a special committee, and shall define the specific powers and duties thereof.

1. Executive Committee: The Executive Committee shall be charged with the duty of advising and counseling the Chairperson and rendering assistance and cooperation to such an officer. The Executive Committee shall be made up of seven members as follows: the three Corporation Officers (Chairperson, Vice-Chairperson, and Past-Chairperson), and four other members (two from Bay County, one from Franklin County, and one from Gulf County, whenever possible). In addition, 51 percent of the seven members of the Executive Committee will be represented from the private and community-based sectors. The Executive Committee shall be solely responsible for hiring, managing and terminating, if necessary, the Executive Director, with the exception that the Executive Director may be removed for cause by a unanimous vote by each county's LEOs in the region. The Executive Committee shall have the power and authority to act upon any of the day-to-day matters, which may arise and require disposition between meetings or when a quorum does not exist at a LWDB meeting consistent with the policies established by the LWDB. The full board shall ratify all actions of the Executive Committee. All actions taken by the Executive Committee shall be

subject to approval, confirmation or ratification by the LWDB. The Executive Committee shall exercise other functions as may be delegated to it by the LWDB.

The Executive Committee shall be kept well informed by the Executive Director and Finance Director of all LWDB financial practices, management of funds, budget process, and financial audits. All financial records shall be kept by the Finance Director and shall be available for review by any Officer or Member of the LWDB. The Executive Committee shall serve in the capacity of the LWDB's finance committee by reviewing and making recommendations to the full board on any financial related issues.

No Committee or sub-committee shall incur any debt payable by the Corporation without prior approval of the LWDB.

ARTICLE VIII

MEETINGS

1. Annual Meeting: The Chairperson and Executive Director shall prepare a program for the annual meeting of the Corporation. Such a program shall be the order of business for the annual meeting. The Chairperson and Executive Director shall have the authority to extend invitations to non-members to attend the annual meeting, as honored guests or speakers in connection with the annual meeting, without prior approval of the LWDB.
2. Rules of Procedure: Only the LWDB members and permanent designees, which comprise the entire membership of the Corporation, shall be entitled to vote in any committee or general Corporation meeting.
3. Record Keeping: Minutes will be taken at every meeting of the LWDB. The minutes will include the attendance of board members, all topics of the agenda, names of board members making and providing seconds to motions, number of yea and nay when votes are not unanimous and abstentions. Meeting minutes will be posted on the LWDB's website and provided as part of the agenda package at each meeting.
4. Regular Meetings: Regular meetings of the Corporation shall be announced electronically and be held each month unless otherwise directed by the LWDB. The meetings will be video/teleconferenced and there will also be an option for in an in-person meeting location when appropriate. A calendar of dates and times, and ways to access the regular meetings as well as an annual operational calendar shall be approved by the LWDB and will also be posted on the LWDB's website.

5. Special/Emergency Meetings: Special/Emergency meetings of the Corporation may be called at any time by the Chairperson, or by a majority of the LWDB or upon a petition signed by not less than one-third (1/3) of the membership of the LWDB. The need for Emergency/Special meetings will be determined by the appropriate party(ies) listed above based upon the situation at hand.
6. Public Access to Meetings: The annual meeting, and all regular and special meetings of the LWDB shall be open to the public and meeting notices shall be sent to regional media contacts and posted on the LWDB's website. Times for public comment will be provided at each meeting.
7. Quorum: One-third (1/3) of the members of the LWDB shall constitute a quorum for the transaction of any corporate business. Non-voting, ex-officio members shall not count toward a Quorum, nor may non-voting ex-officio members make motions.

ARTICLE IX

INDEMNIFICATION

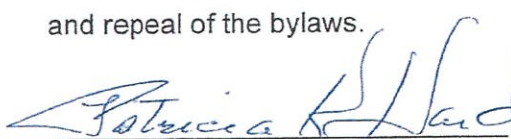
The LWDB is specifically authorized, pursuant to Florida Statutes and by these bylaws, to indemnify all persons for any liability and expense incurred or arising out of activities undertaken on behalf of the Corporation.

Additionally, the Corporation is specifically authorized to provide bonding, as required as a condition to enter into any contract. Any officer, director, or employee of the Corporation, authorized to make distributions on behalf of the Corporation, shall be bonded for a sum as may be determined from time to time by the LWDB. All premiums payable to any insurance company for any contract of insurance of indemnity or bonding may be paid from the funds of the Corporation for the benefit of any officer, director, or employee of the Corporation. Officers, directors, or employees of the Corporation may be indemnified by the Corporation for liabilities to third parties incurred in the discharge of their duties as officers, directors and/or employees, including legal fees and out-of-court settlements, provided that the officers, directors, and/or employees acted in good faith in a reasonable belief that their actions were in the best interest of the Corporation. The Corporation shall provide further indemnification to the officers and members of the LWDB by purchasing for their benefit an insurance policy insuring said parties against any liability and the Corporation shall be responsible for the payment of any deductible provisions contained in said insurance policies.

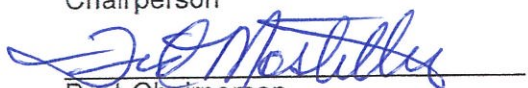
ARTICLE X

AMENDMENTS TO BYLAWS

These bylaws, and any amendments hereafter adopted, may be amended, modified, altered or replaced by a two-thirds (2/3) vote of the members of the LWDB present and voting at any meeting of the LWDB. All members shall be notified with written copies of the changes at least two weeks in advance of any meeting that is scheduled for the amendment modification and repeal of the bylaws.


Chairperson


Vice-Chairperson


Past-Chairperson

Gulf Coast Workforce Development Board, Inc., dba CareerSource Gulf Coast
Revisions to the Bylaws November 2021 – signature page



Bay County Chief Elected Official

Robert Carroll, Chair

Date: December 7, 2021

Gulf Coast Workforce Development Board, Inc., dba CareerSource Gulf Coast
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Ricky D. Jones

Franklin County Chief Elected Official

Ricky Jones, Chair

Date: 12/7/21

Gulf Coast Workforce Development Board, Inc., dba CareerSource Gulf Coast
Revisions to the Bylaws November 2021 – signature page



Gulf County Chief Elected Official

Sandy Quinn, Chair

Date: NOVEMBER 23, 2021

Attachment 1: Initial Gulf Coast Workforce Board, Inc.

DIRECTORS

CATEGORY: PRIVATE SECTOR

19 REPRESENTATIVES

<u>NAME</u>	<u>ADDRESS/TELEPHONE</u>	<u>TERM</u>
Kristin Anderson Franklin County	P.O. Box 386 Apalachicola, FL 32329-0386 (904) 653-9335	1 year (07/01/96 - 06/30/97)
Jimmy Barr Bay County	Peoples First 2305 Highway 77 Panama City, FL 32405 (904) 769-5261	1 year (07/01/96 - 06/30/97)
David Butler Franklin County	Gulf State Bank P.O. Drawer GG Carrabelle, FL 32322 (904) 697-3395	2 years (07/01/96 - 06/30/98)
Charles Watson Clark Franklin County	127 Avenue J Apalachicola, FL 32320 (904) 653-8183	3 years (07/01/96 - 06/30/99)
Richard Dodd Bay County	Gulf Asphalt Corporation P.O. Box 2462 Panama City, FL 32402 (904) 785-4675	2 years (07/01/96 - 06/30/98)
Ted Haney (Replacement) Bay County Anne Hull-Dick (Resigned)	Haney & Associates 522 Mercer Avenue Panama City, FL 32401 (904) 763-1783	3 years (07/01/96 - 06/30/99)
Sylvester Herron Bay County	Print Express 1328 Harrison Avenue Panama City, FL 32401 (904) 872-0005	1 year (07/01/96 - 06/30/97)
Chuck Marks (Resigned) Frank Latham (Replacement) Franklin County	1081 East Gorrie Drive St. George Island, FL 32328 (904) 927-2981	1 year (07/01/96 - 06/30/97)
Sue Marley (Resigned) Rex Buzzette (Replacement) Gulf County	P.O. Box 879 Port St. Joe, FL 32456 (904) 229-8771	1 year (07/01/96 - 06/30/97)
Ted Mosteller	151 24 th Avenue	2 years (07/01/96 - 06/30/98)

Franklin County	Apalachicola, FL 32320 (904) 653-8166	
Dr. Tim Nelson Gulf County	P.O. Box 274 Port St. Joe, FL 32456 (904) 229-8400	2 years (07/01/96 - 06/30/98)
Tom Neubauer Bay County	Tom Neubauer Real Estate 740 S. Tyndall Parkway Panama City, FL 32404 (904) 785-1551	2 years (07/01/96 - 06/30/98)
Ralph Rish Gulf County	326 Reid Avenue Port St. Joe, FL 32456 (904) 227-7200	3 years (07/01/96 - 06/30/99)
Roy Smith Gulf County	Hannon Insurance Co. 211 Reid Avenue Port St. Joe, FL 32456 (904) 227-1133	1 years (07/01/96 - 06/30/97)
John Tinney Bay County	Spurlin Industries 700 Jackson Way Panama City, FL 32405 (904) 785-1535	3 years (07/01/96 - 06/30/99)
Jan Traylor Gulf County	P.O. Box 551 Wewahitchka, FL 32465 (904) 639-2222	2 years (07/01/96 - 06/30/98)
Darrell Barron Bay County	Vocational Rehabilitation 2939 Highway 77 Panama City, FL 32405 (904) 872-4380	1 year (07/01/96 - 06/30/97)
Greg Boggs Bay County	Central Council Labor Rep. P.O. Box 3576 Panama City, FL 32401 (904) 785-7663	1 year (07/01/96 - 06/30/97)
Tom Clendenning Jobs & Benefits	Region 1 Office 1264 Timberlane Road Tallahassee, FL 32312 (904) 487-1795	1 year (07/01/96 - 06/30/97)
Stephanie Gall Bay County	Bay County Schools 1311 Balboa Avenue Panama City, FL 32401 (904) 872-4100	1 year (07/01/96 - 06/30/97)
Robert McSpadden Bay County	Gulf Coast Community College 5230 W. Highway 98 Panama City, FL 32401	1 year (07/01/96 - 06/30/97)

	(904) 872-3800	
C.T. Ponder Franklin County	Franklin County Schools 155 Avenue E Apalachicola, FL 32320 (904) 653-8831	1 year (07/01/96 - 06/30/97)
Walter Wilder Gulf County	Gulf County Schools 502 Niles Road Port St. Joe, FL 32456 (904) 229-8256	1 year (07/01/96 - 06/30/97)
Katie Zimpfer Bay County	HRS 500 W. 11 th Street Panama City, FL 32401 (904) 872-7648	1 year (07/01/96 - 06/30/97)

SUB-CATEGORY: PUBLIC SECTOR EX-OFFICIO NON-VOTING

<u>NAME</u>	<u>ADDRESS/TELEPHONE</u>	<u>TERM</u>
Rick Hurst Bay County	Bay County Commission P.O. Box 1818 Panama City, FL 32402 (904) 784-4026	1 year (07/01/96 - 06/30/97)
Billy Traylor Gulf County	Gulf County Commission Gulf County Courthouse Port St. Joe, FL 32456 (904) 229-6106 or 639-2764	1 year (07/01/96 - 06/30/97)
Jimmy Mosconis (Resigned) Buford "Dink" Braxton (Replacement) Franklin County	Franklin County Commission 33 Market Street, Suite 203 Apalachicola, FL 32320 (904) 653-8861	1 year (07/01/96 - 06/30/97)

SUB-CATEGORY: PUBLIC SECTOR ECONOMIC DEVELOPMENT

<u>NAME</u>	<u>ADDRESS/TELEPHONE</u>	<u>TERM</u>
Tamara Laine Gulf County	Gulf County Chamber of Commerce P.O. Box 964 Port St. Joe, FL 32456 (904) 227-1223	1 year (07/01/96 - 06/30/97)
Mike Murphy (Resigned) Cliff Butler (Replacement) Franklin County	P.O. Box 488 Apalachicola, FL 32329 (904) 653-2126 Ext. 31	1 year (07/01/96 - 06/30/97)
Larry Sassano Bay County	Bay County Chamber of Commerce 235 W. 5 th Street Panama City, FL 32401	1 year (07/01/96 - 06/30/97)

(904) 785-8732

CATEGORY: COMMUNITY-BASED ORGANIZATION

<u>NAME</u>	<u>ADDRESS/TELEPHONE</u>	<u>TERM</u>
John Bruce Bay County	927 Center Avenue Panama City, FL 32401 (904) 763-2936	1 year (07/01/96 - 06/30/97)
Jane Cox (Resigned) Brent Taylor (Replacement) Franklin County	231 Avenue E Apalachicola, FL 32320	1 year (07/01/96 - 06/30/97)
Ruth Phillips Gulf County	326 Peters Street Port St. Joe, FL 32456 (904) 229-8644	3 years (07/01/96 - 06/30/99)
Bob Swenk Bay County	P.O. Box 27191 Panama City Beach, FL 32411 (904) 234-6678	2 years (07/01/96 - 06/30/98)

**MINUTES OF ORGANIZATIONAL MEETING OF DIRECTORS OF GULF COAST
WORKFORCE DEVELOPMENT BOARD, INC.**

The Board of Directors of Gulf Coast Workforce Development Board, Inc., a Florida not for profit Corporation (the "Corporation"), acting pursuant to Section 617.0205, Florida Statutes, duly assembled on the day below written and by the signature and with the approval and consent of the undersigned, who constitute all the initial Directors of the Corporation, hereby takes the following organizational actions:

RESOLVED, that notice of this meeting was properly given to each initial Director or is hereby waived;

RESOLVED FURTHER, that the form, terms, and provisions of the Articles of Incorporation of the Corporation, approved and filed in the Office of the Secretary of State of Florida on the 24th day of June, 1996, are hereby in all respects approved, and the Secretary/Treasurer is hereby instructed to file in the Corporation's Minute book the Corporations Certificate of Incorporation, certified by the Secretary of the State of Florida, together with a copy of such Articles of Incorporation;

RESOLVED FURTHER, that the bylaws presented to the Board, prepared by the incorporator of the Corporation, and filed in the Corporation's Minute book are hereby adopted by the Board of Directors as the Bylaws of this Corporation;

RESOLVED FURTHER, that the following persons are elected to serve as officers of the Corporation, until their successors are elected and qualified:

Chairperson: Ralph Rish

Vice-Chairperson: Bob Swenk

Secretary-Treasurer: Kristin Anderson

RESOLVED FURTHER, that the seal, an impression of which is hereto affixed, be adopted as the seal of the Corporation;

RESOLVED FURTHER, that the appropriate officers of the Corporation are hereby authorized to pay all fees and expenses incident to and necessary for the organization of this Corporation;

RESOLVED FURTHER, that the Chairperson is authorized and directed to open an account(s) in the name of the Corporation with the First National Bank, and the proper officers of the Corporation are authorized and directed to execute such signature cards, and other documents, in connection with such account(s) as may be necessary or advisable;

RESOLVED FURTHER, that the term of office for the Directors of the Corporation is not permanent, but shall be in staggered terms of 1, 2, or 3 years as outlined below. Each Director shall serve until the latter of either the expiration of their term, or the election of their successor. A Director may resign by delivery of written notice of resignation to the Chairperson.

The initial Board of Directors shall be:

DIRECTORS

CATEGORY: PRIVATE SECTOR

16 REPRESENTATIVES

<u>NAME</u>	<u>ADDRESS/TELEPHONE</u>	<u>TERM</u>
Kristin Anderson Franklin County	P.O. Box 386 Apalachicola, FL 32329-0386 (904) 653-9335	1 year (7/1/96-6/30/97)
Jimmy Barr Bay County	Peoples First 2305 Highway 77 Panama City, FL 32405 (904) 769-5261	1 year (7/1/96-6/30/97)
David Butler Franklin County	Gulf State Bank P.O. Drawer GG Carrabelle, FL 32322 (904) 697-3395	2 years (7/1/96-6/30/98)
Charles Watson Clark Franklin County	127 Avenue J Apalachicola, FL 32320 (904) 653-8183	1 year (7/1/96-6/30/97)
Richard Dodd Bay County	Gulf Asphalt Corporation P.O. Box 2462 Panama City, FL 32402 (904) 785-4675	2 years (7/1/96-6/30/98)
Anne Hull-Dick-(Resigned) Ted Haney-(Replacement)		(904) 763-1783

Sylvester Herron Bay County	Print Express 1328 Harrison Avenue Panama City, FL 32401 (904) 872-0005	1 year (7/1/96-6/30/97)
Chuck Marks-(Resigned) Frank Latham-(Replacement) Franklin County	1081 East Gorrie Drive St. George Island, FL 32328 (904) 229-8771	1 year (7/1/96-6/30/97)
Sue Marley-(Resigned) Rex Buzzett-(Replacement) Franklin County	P.O. Box 879 Port St. Joe, FL 32456 (904) 229-8771	1 year (7/1/96-6/30/97)
Ted Mosteller Franklin County	151 24th Street Apalachicola, FL 32320 (904) 653-8166	2 years (7/1/96-6/30/98)
Dr. Tim Nelson Gulf County	P.O. Box 274 Port St. Joe, FL 32457 (904) 229-8400	2 years (7/1/96-6/30/98)
Tom Neubauer Bay County	Tom Neubauer Real Estate 740 S. Tyndall Parkway Panama City, FL 32404 (904) 785-1551	2 years (7/1/96-6/30/98)
Ralph Rish Gulf County	326 Reid Avenue Port St. Joe, FL 32456 (904) 227-1133	3 years (7/1/96-6/30/99)
Roy Smith Gulf County	Hannon Insurance Company 211 Reid Avenue Port St. Joe, FL 32456 (904) 227-1133	1 year (7/1/96-6/30/97)
John Tinney Bay County	Spurlin Industries 700 Jackson Way Panama City, FL 32405 (904) 785-1535	3 years (7/1/96-6/30/99)
Jan Traylor Gulf County	P.O. Box 551 Wewahitchka, FL 324645 (904) 639-2222	2 years (7/1/96-6/30/98)
Darrell Barron Bay County	Vocational Rehabilitation 2939 Highway 77 Panama City, FL 32405 (904) 872-4380	1 year (7/1/96-6/30/98)

Greg Boggs Bay County	Central Council Labor Rep. P.O. Box 3576 Panama City, FL 32401 (904) 785-7663	1 year (7/1/96-6/30/97)
Tom Clendenning Labor & Benefits	Region 1 Office 1264 Timberlane Road Tallahassee, FL 32312 (904) 487-1795	1 year (7/1/96-6/30/97)
Stephanie Gall Bay County	Bay County Schools 1311 Balboa Avenue Panama City, FL 32401 (904) 872-4100	1 year (7/1/96-6/30/97)
Robert McSpadden Bay County	Gulf Coast Community College 5230 W. Highway 98 Panama City, FL 32401 (904) 872-3800	1 year (7/1/96-6/30/97)
C.T. Ponder Franklin County	Franklin County Schools 155 Avenue E Apalachicola, FL 32320	1 year (7/1/96-6/30/97)
Walter Wilder Gulf County	Gulf County Schools 502 Nile Road Port St. Joe, FL 32456 (904) 229-8256	1 year (7/1/96-6/30/97)
Katie Zimpfer Bay County	HRS 500 W. 11th Street Panama City, FL 32401 (904) 872-7648	1 year (7/1/96-6/30/97)

SUB-CATEGORY: PUBLIC SECTOR

EX-OFFICIO NON-VOTING

<u>NAME</u>	<u>ADDRESS/TELEPHONE</u>	<u>TERM</u>
Rick Hurst Bay County	Bay County Commission P.O. Box 1818 Panama City, FL 32402 (904) 784-4026	1 year (7/1/96-6/30/97)
Billy Traylor Gulf County	Gulf County Commission Gulf County Courthouse Port St. Joe, FL 32456 (904) 229-6106/639-2794	1 year (7/1/96-6/30/97)

Jimmy Mosconis-Resigned	Franklin County Commission	1 year (7/1/96-6/30/97)
Buford "Dink" Braxton	33 Market Street, Suite 203	
Franklin County	Apalachicola, FL 32320	
	(904) 653-8861	

<u>NAME</u>	<u>ADDRESS/TELEPHONE</u>	<u>TERM</u>
John Bruce Bay County	927 Center Avenue Panama City, FL 32401 (904) 763-2936	1 year (7/1/96-6/30/97)
Jane Cox-(Resigned) Brent Taylor-(Replacement)	P.O. Box 722 231 Avenue E Apalachicola, FL 32320 (904) 653-2800	1 year (7/1/96-6/30/97)
Ruth Phillips Gulf County	26 Peters Street Port St. Joe, FL 32456 (904) 229-8644	3 years (7/1/96-6/30/97)
Bob Swenk Bay County	P.O. Box 27191 Panama City Beach, FL 32411 (904) 234-6678	2 years (7/1/96-6/30/97)

RESOLVED FURTHER, that the term of office for each of the above-named Directors shall begin on July 23, 1996, and continue for the length of their respective terms as shown above. Should a Director resign from their position before their term has expired, the replacement Director shall serve for the remainder of said term. Nominations for replacement Directors at the end of the term for that appropriate segment of the Board (i.e., Public, Private) are made to the County Commission of the appropriate County who then make the appointment.

The Board of Directors of the Corporation took THE ABOVE actions on the 23rd day of July 1996.