










Rogue Workforce Partnership ♦ Board of Directors Meeting

Monday June 8, 2015 ♦ 7:45 – 9:30 am | 100 E. Main Street, Suite A - Board Room ♦ Medford

Video/Phone Conference access available at: <https://global.gotomeeting.com/join/912697509> Select your audio preference:
1) Use telephone: +1 (646) 749-3122 Access Code: 912-697-509 (normal long distance charges will apply); 2) Or, use computer microphone & speakers (headset is recommended to avoid reverb)

Agenda

1. Call to Order Gregg Edwards
2. Consent Agenda - **Action Item** 
 - Approval of Minutes – May 1, 2015 - RWP Board of Directors Meeting Gregg
3. Appointments to RWP Workforce Investment Board - **Action Item** 
 - Recommendations to Rogue Valley Workforce Consortium Gregg
4. Governance Changes
 - Articles of Incorporation & By-laws - **Action Item** 
Jim Fong
 - Partnership Agreement – RWP & RVWC - **Action Item** 
Jim
 - Job Council Final Liquidation Plan & Grant Request - **Action Item** 
Jim, Sherri Emitte
 - Rogue Workforce Partnership Staffing - **Action Item** 
Jim, Sherri, Tamara Nordin,
Nikki Jones
5. Final Monitoring Report PY 2014 - WIA Title IB Services 
Jim, Sherri
6. Job Council to ResCare Transition Update Jim, RWP Leadership Team
7. Facilities Update - Medford Jim, Sherri
8. State OWIB Strategic Planning Jim
9. Sector Strategies Jim & RWP Staff
 - Healthcare Career Pathway Mapping & Health Professions Opportunity Grant
 - Advanced Manufacturing & E-Commerce / Information Technology Next Steps
10. Southern Oregon Success Jim, Graham Hetland
 - College & Careers for All - *Career Technical Education & STEM Grant Opportunities*
11. Other Items Gregg
12. Adjourn Gregg

= Documents attached or will be handed out at meeting

Auxiliary aids and services are available upon request to individuals with disabilities. Please contact Tami Allison at 776-5100 (Voice/TDD) at least 48 hours in advance of the meeting to allow staff sufficient time to arrange for auxiliary aid



MINUTES

ROGUE WORKFORCE PARTNERSHIP • BOARD OF DIRECTORS

May 1, 2015 The Job Council Board Room | 100 E. Main St., Suite A, Medford, Or

MEMBERS PRESENT

Jessica Gomez
Cheryl Walker
Rick Dyer
Ron Fox
Gregg Edwards

MEMBERS ABSENT

Nikki Jones
Tamara Nordin
Lyndell Smith
Michael Donnelly

OTHERS PRESENT

Doug Mares, Melissa Wolff, Rosemary Jernigan – Department of Human Services (via phone)
Sherri Stratton – Oregon Employment Department
Jim Fong, Executive Director, Rogue Workforce Partnership / Job Council
Sherri Emitte, Rogue Workforce Partnership / Job Council
Aurora King, Rogue Workforce Partnership / Job Council
Tami Allison, Rogue Workforce Partnership / Job Council

Quorum Present: Yes

All meetings of the RWP Board of Directors are recorded. Should reference be desired in addition to the minutes, backup materials are available in the Office of the Executive Director of The Job Council.

1) CALL TO ORDER

The meeting was called to order by Chair Jessica Gomez at 11:35 am.

2) CONSENT AGENDA

RON FOX MOVED TO APPROVE THE CONSENT AGENDA AS PRESENTED. THE MOTION WAS SECONDED BY GREGG EDWARDS AND APPROVED UNANIMOUSLY.

3) RWP EXECUTIVE DIRECTOR AUTHORITY

RON FOX MOVED TO APPROVE AS OUTLINED IN THE ACTION BRIEF AND RECOMMENDATION. THE MOTION WAS SECONDED BY RICK DYER AND WAS APPROVED UNANIMOUSLY.

4) SELECTION OF WORKSOURCE OREGON CENTER SERVICE PROVIDER

Oregon Department of Human Services (DHS) managers - Doug Mares, Melissa Wolff and Rosemary Jernigan - joined the meeting by phone. Jim reviewed the action brief with the Board.

Members of the selection team added specific details about the proposal review and interview process. The selection team treated this process like an employee hiring process, viewing the proposals as resumes, engaging in multiple rounds of interviews, and checking references with numerous other Workforce Boards and human services organizations throughout the nation.

In engaging ResCare - the top candidate - in an extended interview process, including 2nd round interviews with Job Council front-line staff, the selection team developed a very strong appreciation for the organization's outstanding customer service ethos, highly flexible program management philosophy, excellent expertise and client resources/tools, and deep commitment to the success of job seekers. References from other Workforce Boards contacted were outstanding. Other funders were extremely happy with the services provided by ResCare. The average answer to overall satisfaction ranking was mostly 9's on a scale of 1 to 10, with a couple of 8's.

This was in sharp contrast to the questions and uncertainties that many selection team members had at the start of the review process, and potential concerns about the largeness of an organization like ResCare, how bureaucratic and inflexible they might be, and if they might be focused on profits at the expense of competitive staff compensation and allocating maximum training resources to job-seekers.

Doug shared that he thought this had been an amazing process. ResCare representatives also shared with the selection team that they considered our process to be a best practice for selecting service providers for One-Stop Centers or TANF employment services, and that they planned on sharing this with other Workforce Boards and human services agencies across the nation.

After multiple reference checks and the extended interview process, the selection team was unanimous in their confidence in ResCare's ability to perform as an outstanding and cost-effective service provider, and strongly recommended to the RWP Board of Directors that ResCare be chosen as the WIOA service provider for Adult, Dislocated Worker and Out-of-School Youth. Because this is a joint procurement process and DHS still controls their own contracting process, the WIOA and DHS contracts must be done in tandem and joint decision-making.

Questions and/or concerns from Board of Directors members included:

- Concern about innovation and how would this be led and accomplished in this new configuration?
- How will we assure that that the workforce needs of businesses are the #1 priority of our work; that we are demand and not supply-driven; and that we don't become overly-focused on meeting supply side/social service needs?
- Will the resources (staff training, etc.) and other infrastructure or capacities that ResCare brings be available to partners?

These questions / concerns were addressed and discussed as follows:

- RWP, as the Workforce Board, maintains ultimate responsibility for oversight, performance, system alignment, **innovation**, and service integration of all the services that ResCare would provide, as well as those employment and training services provided by other workforce partners (*such as Oregon Employment Department, DHS, Vocational Rehabilitation, and others*). RWP staff will continue to hold an overarching responsibility for innovation of the workforce system, its programs and service delivery. Our innovation leadership work will be spearheaded by the RWP Senior Program & Innovation Manager, as well as other staff focused on Sector Strategies (*including the Executive Director*).

Through catalytic leadership and collaborative partnerships, RWP staff and members will need to persistently work to hone this innovation edge to ensure that programs, services and academic instruction provided along the continuum of the K-20 education and workforce system are aligned to the workforce and economic development priorities of our region.

- RWP's priorities will drive our regional performance and what we ultimately accomplish. Our clear #1 priority as a Workforce Board is in meeting the workforce needs and demands of businesses. Through unwavering focus, deep commitment and strong partnerships, our work is to drive this priority alignment throughout the entirety of the K-20 education and workforce system.

Programs and services that serve specific populations (*low-income, disabled, veterans, etc.*) are very much included in our work. And, while these supply side or social service focused efforts are very important, and many federal and state funding streams provide services only to these specific populations, they are not our overwhelming or predominant focus. Alignment of these government-funded employment and training programs is just one of our many priorities. Our # 1 top priority remains meeting the workforce needs and demands of business.

One of the big challenges and work for Workforce Boards is to appropriately blend these competing supply and demand priorities to forge a truly functional workforce development system. Our region's clear focus and partnership on K-20 education systems transformation (*e.g., by maintaining four K-12 school superintendents, plus other 4-year higher education leaders on our Workforce Board*) is a clear example of RWP's deep commitment to our #1 priority of meeting the workforce needs of businesses.

- Staff training resources and other resources, infrastructure and capacities that ResCare brings will be available to all other WorkSource Oregon staff and affiliated partners. This is a common practice and commitment from ResCare in creating an integrated service delivery model. Staff training and other resources from other workforce partners will also be regularly shared with ResCare staff.

With regards to transition logistics, the interviewing of current staff will take place during the month of May. The hope is to have job offers to staff before they receive layoff letters from The Job Council.

This RWP Board of Directors action will be taken to the full RWP-Workforce Board for affirmation; however, the Board of Directors is the core body for approval. The announcement will be made, both on The Job Council website as well as the state ORPIN system, on Monday May 4, 2015.

GREGG EDWARDS MOVED TO APPROVE AND AFFIRM THE SELECTION OF ARBOR E&T, LLC, dba RESCARE WORKFORCE SERVICES AS THE ROGUE VALLEY'S WORKSOURCE OREGON SERVICE PROVIDER BEGINNING PROGRAM YEAR 2015 WITH THE OPTION FOR ONE ADDITIONAL ONE-YEAR CONTRACT AND TWO ADDITIONAL TWO-YEAR CONTRACTS AT THE DISCRETION OF THE ROGUE WORKFORCE PARTNERSHIP AND THE OREGON DEPARTMENT OF HUMAN SERVICES. THE MOTION WAS SECONDED BY CHERRYL WALKER AND APPROVED UNANIMOUSLY.

5) FACILITIES UPDATE

Jim reported that RWP staff and Oregon Employment Department (OED) leaders are still working to lease additional facilities in Medford to accommodate the required co-location and service integration of the Medford WorkSource Oregon One-Stop Center. This would house staff from OED, Job Council (*soon to officially be ResCare staff*) and other partner staff. One option being pursued is leasing two buildings across from the Commons. A proposal is being written to the owners. The handout in today's packet outlines the current and proposed costs. Staff will keep the Board of Directors updated and engage members as needed, as this facilities effort proceeds.

6) OTHER ITEMS

No other business was brought before the RWP Board of Directors.

7) ADJOURN

With no further business, the RWP Board of Director's meeting was adjourned at 12:50 pm.

Respectfully Submitted,

Tami Allison
Executive Team Coordinator

Approved

Date

Jessica Gomez, RWP Chair



ACTION BRIEF

To: Rogue Workforce Partnership - Board of Directors
From: Jim Fong, Executive Director
Date: June 8, 2015
Subject: Appointments to RWP Workforce Development Board -
Recommendations to the Rogue Valley Workforce Consortium

Background & Discussion

At the May 11, 2015 meeting, RWP Workforce Board members directed staff to create an expanded membership configuration that would include executive leaders from the Oregon Department of Human Services and a larger expanded array of K-20 education partners - four K-12 superintendents, Rogue Community College, and Southern Oregon University, as well as a new membership position for Oregon Tech. Including all the required mandatory members, the total membership will be thirty-nine (39).

In order to effectively manage attendance and decision-making, quorum requirements will be set at approximately the same actual number of members as the current level, but a lower percentage of the increased new membership total.

The newly forming Rogue Valley Workforce Consortium (RVWC) will be meeting in the coming week. This new consortium will be comprised of two designated County Commissioners – Commissioner Dyer from Jackson County, and Commissioner Walker from Josephine County – who together will form this new entity to serve as the “Chief Local Elected Official,” as called for under the new Workforce Innovation and Opportunity Act

The RWP Board of Directors customarily forwards and recommends to the Chief Local Elected Official a slate of vetted and appropriately nominated individuals for membership on the Rogue Workforce Partnership.

Recommended Action

With WIOA implementation starting July 1st, staff suggests that the RWP Board of Directors recommend to the RVWC that following action be taken to provide for the continuity and expansion of RWP membership:

- Appoint all listed individuals in the attached table, except for those listed as “no longer required,” as members on a newly reconfigured RWP Workforce Development Board. All current RWP Workforce Investment Board members would have their current terms terminated effective June 30, 2015 and all appropriate current and the new members would be appointed to new staggered three year terms.
- Recruit and vet new members to fill the vacant positions that will be created by the new RWP Workforce Development Board membership configuration. The RWP Board of Directors could consider forming an ad hoc Membership Committee, and/or assign staff to identify and recruit new members.

Business Representatives - Mandatory Majority		Labor Representatives (2) – Mandatory <i>(could add members)</i>			
1	Jessica Gomez* – Founder & CEO & RWP Chair	Rogue Valley Microdevices	Jon Flegel	IBEW Local 659 - <i>International Brotherhood of Electrical Workers</i>	1
2	Gregg Edwards* - Chief People Officer & RWP Vice-Chair	ASANTE Health Systems	Wes Brain	SEIU 503 - <i>Service Employees International Union</i>	2
Joint Apprenticeship Training Center (1) Mandatory <i>(could add members)</i>					
3	Chris Cahill - Technical Director	Hunter Communications	Lance Corley	Crater Lake Electrical JATC	3
Community-Based Organizations – who address individual barriers to employment including organizations that serve veterans, individuals with disabilities & eligible out-of-school youth					
4	Michael Donnelly* – Materials & Facilities Manager	Carestream, Inc.	To be determined		4
5	Tanya Haakinson – HR & Safety Manager	Sierra Pine - Medite Division	To be determined		5
6	Fred Holloway - Principal	Holloway Human Resource Management Consulting	To be determined		6
	Nikki Jones* - Owner	Express Employment Professionals	To be determined		7
8	Brent Kell – Executive Director	Valley Immediate Care	To be determined		8
Education & Training – Title II & Higher Education - Mandatory					
9	Scott Koch – VP/Territory Manager	Sterling Bank	Peter Angstadt - President (Kirk Gibson – VP of Instruction, proxy)	Rogue Community College	9
Economic / Community Development – Mandatory					
10	Tolga Latif – President & CEO	Linx Technologies, Inc.	Ron Fox* - Executive Director	SOREDI	10
OED / Wagner-Peyser - Mandatory					
11	Barbara Perkins – Vice President Human Resources & Risk Management	Lithia Motors	Sherri Stratton –Senior Manager	Oregon Employment Department	11
Vocational Rehabilitation – Mandatory					
12	Lyndell Smith* - Director of Human Resources Administration	ASANTE Health Systems	Pete Karpa - District Manager	Office of Vocational Rehabilitation Division	12
Optional Members (to be added into categories above)					
13	Norm Kester – CEO	Quantum Innovation	Doug Mares - District Manager	Oregon Department of Human Services	13
14	To be determined		Brian Shumate - Superintendent	Medford School District	14
15	To be determined		John Higgins – Superintendent	Grants Pass School District	15
16	To be determined		Teresa Sayre – Superintendent	Phoenix-Talent School District	16
17	To be determined		Scott Beveridge – Superintendent	Southern Oregon Education Service District	17
18	To be determined		Roy Saigo – President (Sue Walsh – Provost, proxy)	Southern Oregon University	18
19	To be determined		To be determined	Oregon Tech	19
20	To be determined				

Mandatory
Must be
20% of
Board

Total RWP Membership: 39

Key: ▶ **Mandatory** = New WIOA Workforce Board Requirements ▶ Names in **Red** = Individuals/Organizations no longer required members *(see next page)*
 ▶ * = Current Members of RWP Board of Directors *(Executive Committee)*

Individuals/Organizations - No longer required members			
		Susan Channer - Employment & Training Coordinator	Organization of the Forgotten Americans
		Jim Fong* - Executive Director	The Job Council
		Michael Kidwell - Supervisory Vocational Rehabilitation Specialist	U.S. Dept. of Veterans Affairs



WORKFORCE INNOVATION & OPPORTUNITY ACT

SEC. 3. DEFINITIONS.

(10) COMMUNITY-BASED ORGANIZATION.—The term “community-based organization” means a private nonprofit organization (which may include a faith-based organization), that is representative of a community or a significant segment of a community and that has demonstrated expertise and effectiveness in the field of workforce development.

(11) COMPETITIVE INTEGRATED EMPLOYMENT.—The term “competitive integrated employment” has the meaning given the term in section 7 of the Rehabilitation Act of 1973 (29 U.S.C. 705), for individuals with disabilities.

SEC. 107. LOCAL WORKFORCE DEVELOPMENT BOARDS.

(2) **COMPOSITION.**—Such criteria shall require that, at a minimum—

(A) a majority of the members of each local board shall be representatives of **business** in the local area, who—

- (i) are owners of businesses, chief executives or operating officers of businesses, or other business executives or employers with optimum policymaking or hiring authority;
- (ii) 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
- (iii) are appointed from among individuals nominated by local business organizations and business trade associations;

(B) not less than 20 percent of the members of each local board shall be representatives of the workforce within the local area, who—

(i) **shall** include representatives of **labor organizations** (for a local area in which employees are represented by labor organizations), who have been nominated by local labor federations, or (for a local area in which no employees are represented by such organizations) other representatives of employees;

(ii) **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;

(iii) 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**; and

(iv) may 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**;

(C) each local board shall include representatives of entities administering **education and training** activities in the local area, who—

(i) **shall** include a representative of eligible providers administering **adult education and literacy** activities under title II;

(ii) **shall** include a representative of institutions of **higher education** providing workforce investment activities (including community colleges);

(iii) 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;

(D) each local board shall include representatives of governmental and **economic and community development** entities serving the local area, who—

(i) **shall** include a representative of **economic and community development** entities;

(ii) **shall** include an appropriate representative from the **State employment service** office under the Wagner-Peyser Act (29 U.S.C. 49 et seq.) serving the local area;

(iii) **shall** 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;

(iv) may include representatives of agencies or entities administering programs serving the local area relating to **transportation, housing, and public assistance**; and

(v) may include representatives of **philanthropic organizations** serving the local area; and

(E) each local board may include such **other** individuals or representatives of entities as the chief elected official in the local area may determine to be appropriate



**RESTATED
ARTICLES OF INCORPORATION
OF
ROGUE WORKFORCE PARTNERSHIP
A NONPROFIT PUBLIC BENEFIT CORPORATION**

These Restated Articles of Incorporation have been duly approved by a majority of the Board of Directors of the Rogue Workforce Partnership.

ARTICLE I - Name of Corporation

The name of this corporation is ROGUE WORKFORCE PARTNERSHIP (hereinafter, "RWP").

ARTICLE II – Duration

The period of duration of the RWP is perpetual.

ARTICLE IV - Purpose

1. The corporation is formed to be a public benefit corporation operated exclusively for educational purposes and the promotion of civic welfare. In order to do so, it may engage in any lawful activity, none of which is for profit, for which corporations may be organized under Oregon Revised Statutes, Chapter 65.

The vitality of Rogue Valley is dependent on a healthy, growing and sustainable economy built upon prosperous local businesses and industries. A critical element in creating long-term regional economic vitality is the sustained development of a highly-skilled and talented workforce. Workforce development requires coordination of both private and public sector investments. This complex systems alignment work transcends traditional governmental and institutional boundaries and is best achieved by joining together in a common, coordinated effort by regional leaders from the public and private-sectors, education, workforce, labor and other community-based organizations.

The mission of the corporation is to assure that Rogue Valley businesses have the highly skilled workforce they need to remain competitive in the global marketplace; and assure that the people of Jackson and Josephine Counties are connected to skills development opportunities and career paths that lead to family-sustaining jobs. Activities of the corporation shall include, without limitation:

- Creating a highly skilled workforce built through partnership;
 - Creating a demand-driven, skills-based and integrated workforce delivery system focused on skills and talent development;
 - Aligning public and private sector workforce investments in education, skills training and job placement to meet the unique needs of local businesses and increase Southern Oregon’s economic competitiveness;
 - Operating as a local Workforce Development Board under the Workforce Innovation and Opportunity Act of 2015 (hereinafter, “WIOA”) and its implementing federal and state regulations, and any related (or successor) federal or state workforce, employment, and/or job training legislation;
 - Creating accountability for results, driven by the needs of business and the economy;
 - Evaluating and continuously improving upon what works to create a highly skilled workforce; and
 - Fundraising to support regional workforce development initiatives.
2. This corporation is organized exclusively for religious, charitable, scientific, literary or education purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (“IRC”). Notwithstanding any of the provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under IRC Section 501(c)(3). It is intended that this corporation be exempt from federal income tax under the provisions of IRC Section 501(c)(3).

ARTICLE IV - No Members

The corporation shall not have members.

ARTICLE V - Governance

1. RWP shall be governed by a Board of Directors consisting of not less than 7 members nor more than 9 members. The number of members on the Board of Directors, within the permitted range, shall be fixed, from time to time, by the Board of Directors. The importance of depth of knowledge, diversity and continuity for the Board of Directors is recognized. Members of the Board will hold office for three year staggered terms, without limitation on the number terms that a Board member may serve.

2. The Board of Directors of RWP shall consist of the following members:
 - Business representatives or the economic development representative from the RWP Workforce Development Board.
 - County Commissioners - one Commissioner appointed from Jackson County, and one Commissioner appointed from Josephine County. The Commissioners from Jackson County shall fill a vacancy in the Board position to be filled by a member of the Jackson County Commissioners, and the Commissioners from Josephine County shall fill a vacancy in the Board position to be filled by a member of the Josephine County Commissioners. The two County Commissioners will comprise a separate Intergovernmental Organization (ORS 190) named the Rogue Valley Workforce Consortium (RVWC), whose members will function as the Local Chief Elected Official required under the federal Workforce Innovation and Opportunity Act (WIOA) of 2014. Each Commissioner serving on the Board of Directors will also serve as a liaison between the RWP and his/her respective Government
3. Members of the Board of Director shall be appointed by majority vote of the Board of Directors of RWP. Appointments to the Board are subject to the removal powers set forth in Article II, Section 5 below.
4. A Board member may resign at any time. The Board of Directors of RWP, by majority vote, may remove any Board member with or without cause.
5. For purposes of approving any local plan under WIOA, or other action as to which WIOA requires the approval and signature of the "chief local elected official," the County Commissioners serving as Chair of the Rogue Valley Workforce Consortium shall serve in this capacity as signatory. The RVWC Vice-Chair will serve in this capacity in the absence of the Chair. The RVWC will retain the responsibility and authority of appointing all voting RWP Workforce Development Board members. Each Commissioner shall also act as liaison between the RWP Board of Directors and their respective Government to keep them informed of these actions.

ARTICLE V - Meetings

The Board of Directors shall establish by-laws for conduct of its meetings. Annual Meetings will be conducted as part of this regular schedule of meetings.

ARTICLE VI - Individual Benefit; Distribution on Liquidation

No part of the earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the corporation as set

forth in Article II hereof. Upon the dissolution of the corporation, the Board of Directors, after paying or making provision for the payment of all of the liabilities of the corporation, shall dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner or to such organization or organizations that are then described in IRC Sections 501(c)(3), 170(c)(2), 2055(a)(2) and 2522(a)(2), or to the United States or any state for exclusively public purposes as the Board of Directors shall determine.

ARTICLE VII - Limitation on Liability

No director or uncompensated officer will be personally liable to the corporation for monetary damages for conduct as a director or an officer unless the Oregon Nonprofit Corporation Act prohibits eliminating or limiting the liability of a director or an officer for the particular act or omission. No amendment to the Oregon Nonprofit Corporation Act that further limits the acts or omissions for which elimination of liability is permitted will affect the liability of a director.

ARTICLE VIII - Prohibited Activities

Notwithstanding any other provision of these Articles of Incorporation, the corporation may not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income taxation under IRC §501(c)(3) and (b) by a corporation contributions to which are deductible under IRC §§170(c)(2), 2055(a)(2), and 2522(a)(2). No part of the net earnings of the corporation may inure to the benefit of any private individual. No substantial part of the activities of the corporation may consist of carrying on propaganda, or otherwise attempting, to influence legislation, except as may be permitted under IRC §501(h), and the corporation will not participate in, or intervene in (including publishing or distributing statements), any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE IX - Indemnity

The corporation will indemnify to the fullest extent specifically authorized by the Oregon Nonprofit Corporation Act any current or former director or officer of the corporation who is made, or threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit, or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation. The corporation will pay for or reimburse the reasonable expenses incurred by any such current or former director or officer in any such proceeding in advance of the final disposition of the proceeding if the person sets forth in writing (a) the person's good-faith belief that the person is entitled to indemnification under this Article and (b) the person's agreement to repay all advances if it is ultimately determined that the person is not entitled to indemnification under this Article. No amendment to this Article that limits the corporation's obligation to indemnify any person

**PARTNERSHIP AGREEMENT BETWEEN THE
ROGUE WORKFORCE PARTNERSHIP
AND THE
ROGUE VALLEY WORKFORCE CONSORTIUM**

1. PARTIES

This Agreement is between the Rogue Workforce Partnership (its “RWP Board of Directors” and its subcommittee “RWP Workforce Board”), and the Rogue Valley Workforce Consortium (RVWC), hereinafter collectively referred to as the “parties.”

2. RWP WORKFORCE BOARD RESPONSIBILITIES

The RWP Workforce Board shall:

- A. Develop and approve the Rogue Valley workforce area’s strategic workforce plan for submission to the governor and approve the annual workforce budget, subject to the approval of the RVWC;
- B. Establish standards for and oversee the Rogue Valley’s workforce system, subject to the terms of a Memorandum of Understanding (“MOU”) executed with partner agencies;
- C. Perform other workforce board duties as required by the Workforce Innovation and Opportunity Act of 2014 (“WIOA”), the State of Oregon, Federal and State of Oregon grant agreements, other applicable Federal, State and local laws, rules and agreements and this Partnership Agreement;
- D. Adopt bylaws, which shall be consistent with this agreement; and,

3. RWP BOARD OF DIRECTORS RESPONSIBILITIES

RWP Board of Directors shall:

- A. Remain a nonprofit Oregon corporation in good standing with Federal tax exempt status;
- B. Serve as the Rogue Valley workforce area’s local grant recipient and administrative entity as so designated by the RVWC;
- C. Hire, evaluate and employ the Rogue Valley workforce area’s chief executive officer and other staff;

- D. Provide staff support for Rogue Workforce Partnership and RVWC;
- E. Develop the annual workforce budget for approval by the RVWC and RWP Workforce Board
- F. Manage workforce expenditures in accordance with the approved workforce budget and direction received from the RWP Workforce Board and RVWC;
- G. Adopt policies and procedures and establish administrative systems necessary to ensure accountability and compliance with Federal, State and local laws, rules, grant terms and agreements;
- H. Inform the Workforce Board and RVWC on a regular basis of progress in achieving strategic goals and objectives, and deliver other reports to the Workforce Board and to RVWC as requested;
- I. Purchase insurance, to the extent it is available, to reasonably cover risks and liabilities;
- J. Solicit and accept public and private funds;
- K. Maintain strong linkages with local governments and local educational and economic development agencies;
- L. Procure and award workforce area contracts, make purchases and enter into leases as authorized by the budget;
- M. Establish and maintain a system for accurately tracking customers, services and accomplishments;
- N. Maintain a system to hear and resolve grievances and complaints brought by customers and other interested parties;
- O. Provide for independent comprehensive financial and compliance audits of all funds and accounts as required by grant agreements and by the Comptroller General of the United States. Audit costs shall be Rogue Workforce Partnership's responsibility. Copies of audit and monitoring reports shall be furnished to the Workforce Board and RVWC;
- P. Appoint RWP Workforce Board business or economic development representatives to serve as members of RWP Board of Directors. These appointments shall include the Workforce Board Chair, Vice-Chair and immediate past chair. In addition, the Chair and Vice Chair of the RWP Board of Directors shall also serve as the Chair and Vice-Chair of the RWP Workforce Board.
- Q. Comply with all applicable Federal, State and local laws, rules, policies and procedures. In the event liability for Rogue Valley's workforce expenditures or operations occurs, the following priorities shall apply:
 - i. First Priority: Rogue Workforce Partnership shall attempt to recover funds from the contractor, agent for third party causing the liability:

- ii. Second Priority: Rogue Workforce Partnership shall attempt to recover funds from an insurance carrier or bond issuer;
- iii. Third Priority: Rogue Workforce Partnership shall attempt to obtain a waiver of liability or offset liability against current or future grant revenues;
- iv. Fourth Priority: Rogue Workforce Partnership shall repay the liability utilizing the contingency fund established for this purpose.

4. RVWC RESPONSIBILITIES

RVWC shall:

- A. Appoint RWP Workforce Board members;
 - B. Review and approve the Rogue Valley workforce area's strategic workforce plan for submission to the governor and approve the annual budget, including major modifications thereto;
 - C. Designate the grant recipient and administrative entity of the workforce area; and
 - D. Perform oversight and other responsibilities assigned to local elected officials pursuant to WIOA, State of Oregon laws, policies and grant agreements and the RVWC intergovernmental agreement.
5. CODE OF CONDUCT: RWP Board of Directors, RWP Workforce Board, and RVWC shall mutually agree upon and adopt a Code of Conduct covering all Rogue Valley workforce area activities and expenditures.
6. DISPUTE RESOLUTION: If a dispute arises between the parties, the Workforce Board and the RVWC shall each select two members to meet and attempt to resolve the dispute. The meeting shall be chaired by a neutral party who may be a hearing officer selected by the Oregon Employment Department. The neutral chair may make a motion and call for a vote if a mutually agreed upon resolution cannot be reached and the neutral chair shall, in the case of a deadlock, cast the deciding vote. The decision shall be binding upon the Workforce Board, Rogue Workforce Partnership and RVWC.

7. REBRANDING

The Workforce Board, Rogue Workforce Partnership and RVWC may elect to "rebrand" by changing their names. Any such change shall not invalidate this agreement and shall merely serve to substitute the new name for the name contained in this agreement

8. DURATION

This agreement shall take effect when authorized by the Workforce Board, Rogue Workforce Partnership and RVWC. Any of the three parties may withdraw from this Agreement by giving advance written termination notice to the other parties on or before December 31st. Termination shall be effective at midnight of the following June 30th, the end of the workforce program year.

ROGUE VALLEY PARTNERSHIP AGREEMENT SIGNATURE PAGE

The parties agree to each of the terms of this Agreement by signing below.

Rogue Workforce Partnership Chair:

_____ Date: _____
Jessica Gomez

Rogue Valley Workforce Consortium Chair:

_____ Date: _____



ACTION BRIEF

To: Rogue Workforce Partnership - Board of Directors
From: Jim Fong, Executive Director
Date: June 8, 2015
Subject: RWP Grant Request

Background

With the imminent June 30, 2015 dissolution of Intergovernmental Agreement between Jackson and Josephine Counties that formed The Job Council, the Board of Directors of The Job Council (TJC) must take action to approve the liquidation plan and the disposition of the organization's assets and liabilities.

TJC will be asked to approve the attached liquidation plan which will be presented to the County Commissioner representatives and their staff on June 11, 2015 for their review and respective County approval.

In addition, the Rogue Workforce Partnership – Board of Directors is being asked to approve a Grant Request (see attached) to receive furniture, computers and vehicle assets from the Counties. These assets are currently owned by The Job Council. Receiving these assets from the Counties will allow for a smooth and seamless transition to maintain continuing operations of the region's WorkSource Oregon Centers.

Recommendation

That the RWP Board of Directors approve the Grant Request, pending approval by Jackson and Josephine Counties.

ACTION BRIEF

To: Rogue Workforce Partnership - Board of Directors
From: Jim Fong, Executive Director
Sherri Emitte, Director of Administration
Tamara Nordin, Pacific Retirement Services
Nikki Jones, Express Professionals
Date: June 8, 2015
Subject: RWP Staffing

Background

With the imminent June 30, 2015 dissolution of Intergovernmental Agreement between Jackson and Josephine Counties that formed The Job Council, the RWP Board of Directors must take action to approve a staffing plan for the RWP.

The attached staffing plan documents were reviewed, adjusted and approved by a Personnel Subcommittee of the RWP Board of Directors consisting of Tamara Nordin and Nikki Jones. Jessica Gomez was scheduled, but unable to attend the meeting due to other pressing business priorities.

The staffing plan allows for the smooth and seamless continuation of staff capacity for the RWP in a cost effective and cost reasonable manner, and ensures that the RWP will be able to maintain its strong catalytic leadership role in overseeing and aligning workforce systems, programs and services, while also working with education, labor, economic development, business and other community partners to develop a more highly skilled workforce.

Recommendation

That the RWP Board of Directors approve the staffing plan as recommended by the Personnel Subcommittee.