



THE WORKFORCE AND EDUCATION ALIGNMENT GROUP

ARTICLE 1: NAME AND PURPOSE

Section 1.01 Name

The name of the organization is The Workforce and Education Alignment Group.

Section 1.02 Purpose

The Workforce and Education Alignment Group (“WE Align”) engages the business community in driving measurable educational outcomes that meet the employment needs of industry partners.

ARTICLE II: OFFICES

The We Align Group shall have its office at such places as determined by Marshall Economic Development when necessary to hold meetings.

ARTICLE III: MEMBERS

Section 3.01 Membership and Governance Structure

A. Composition

- i. *Voting Members*: The WE Align Group shall be representative of the Marshall/Harrison County community to include community leaders, school districts, colleges and universities, business owners, entrepreneurs, and employers. Voting powers will be vested with the We Align Council as the governing body of the Group.
- ii. *Non-Voting Members*: Non-voting members may include subject matter experts, community stakeholders, or others invited to provide insight and support to the Group. Non-voting members do not count toward a quorum and may not vote on matters before the Council but are encouraged to participate in discussions and subcommittees.
- iii. *Length of Membership*: Recommendations for membership in the WE Align Group shall be made to the WE Align Council by Marshall Economic Development. There shall be no years of service requirements or term limits.

B. Membership Recommendation

- i. Members of the WE Align Group may recommend potential new members to the WE Align Council.
- ii. Recommendations shall be evaluated based on the needs of the Council, with final appointments made in accordance with Section 4.03.

C. Expectations of Members

- i. Provide relevant feedback to the Group regarding activities and programs.
- ii. Make recommendations to the Council regarding funding opportunities for workforce development and training grants.
- iii. Accept assignments to perform in-depth review or analysis of a specific area of workforce development, student outcomes, and other related strategies.
- iv. Work to improve effective community support and engagement with workforce and education initiatives.
- v. Make recommendations for new members to serve on the WE Align Council.

ARTICLE IV: WE ALIGN COUNCIL

Section 4.01 Power of the WE Align Council

The We Align Council (“Council”) shall have managing and governance authority for the Group as provided by the Board of Directors of Marshall Economic Development.

Section 4.02 Number of Council Members

The number of members shall be at least ten (10) but not more than twenty (20) voting members. The Council should represent a cross-section of individuals in business, education, and industry. The Council may increase the number of members and/or change the representation as necessary.

Section 4.03 How Council Members are Selected

The We Align Group may recommend members to the Council in accordance with the provisions established in Section 4.02. The We Align Council Chair may also appoint members under the authority of the Marshall Economic Development Board of Directors.

Section 4.04 Quorum of the Council

At all meetings of the Council, the presence of one-third (1/3) of the number of Council members in office shall constitute a quorum, and the act of the majority of the Council members present at any meeting at which a quorum is present shall be the act of the We Align Council members. If a quorum is not present at any meeting of the Council, the members present in person may adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum is present.

Section 4.05 Conduct of Business

At all meetings of the Council, the Chair shall preside and, in the absence of the Chair, the Vice Chair shall preside. The Secretary shall act as secretary of all meetings of the Council.

Section 4.06 Action of Council Members without a Meeting

The Council members may take action by signed written consent (stating the action to be taken), without a meeting, as provided in Section 22.220 of the Texas Business Organizations Code ("TBOC"). The consent need only be signed by the number of Council members necessary to take such action at a meeting at which all Council members are present and voting. The consent (which may be in multiple counterparts) must state the date of each signature. Facsimile and other electronic signatures are permissible. Prompt notice of the taking of an action by less than unanimous consent shall be given to each Council member who did not consent in writing to the action taken.

Section 4.07 Electronic and Other Communications

When any notice, consent, vote or other action may be given or taken, such notice, consent or other action may be in the form of an email communication, fax transmission or other paper or electronic means to the full extent permitted under the TBOC and may be sent and received individually or collectively.

Section 4.08 Alternative Forms of Meetings

Subject to the provisions of the Act and these Bylaws concerning notice of meetings, Council members may participate in and hold meetings by means of conference telephone or similar communications equipment if the telephone or other equipment or system permits each member participating in the meeting to communicate with all other persons participating in the meeting. Such participation shall constitute presence in person at such meeting, except where a member participates in the meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called or convened. If voting is to take place at the meeting, the Council must implement reasonable measures to verify that every person voting at the meeting by means of remote communications is sufficiently identified and keep a record of any vote or other action taken. If a meeting is held solely or in part by using a conference telephone or other communications systems authorized by these Bylaws, the notice of the

meeting must identify the forms of communications systems to be used for the meeting and the means of accessing the communications systems.

Section 4.09 Project Recommendation and Funding Approval

- A. The WE Align Group may recommend projects and initiatives aligned with the program's mission and goals. All project recommendations must align with the established guidelines and eligibility criteria as defined in the program's policies and procedures.
- B. Project recommendations will be submitted to the WE Align Council for a formal vote.
- C. Upon Council approval, projects shall be forwarded to the Marshall Economic Development Board for final review and approval.
- D. Any recommended project involving funding in excess of **\$50,000** must also receive approval from the **Marshall City Council** before implementation.
- E. Funding decisions shall consider community impact, alignment with strategic goals, feasibility, and availability of resources.

ARTICLE V: OFFICERS

Section 5.01 Titles

The officers of the Group consist of one chair, one vice-chair, and one secretary. The Executive Director of Marshall Economic Development shall serve as the chair. The vice-chair and secretary shall be elected by majority vote of the Council.

Section 5.02 Chair

- A. Presides over all meetings of the Group;
- B. Assigns the vice-chair and members to subcommittees and/or workgroups.
- C. Prepares and/or approves a meeting agenda in advance of each meeting and ensures that members receive a copy one week prior to each regularly scheduled meeting.
- D. Is the principal spokesperson for the Group.

Section 5.03 Vice-Chair

- A. Presides over all meetings at which the chair is not present.
- B. Prepares and/or approves the meeting agenda in advance of each meeting at which the chair is not present and ensures that members receive a copy one week prior to each regularly scheduled meeting.
- C. Is the principal spokesperson for the committee when the chair is not present.

Section 5.04 Secretary

- A. Coordinates with EDC staff to maintain attendance of committee members;

- B. Ensures that members receive a copy of the meeting agenda and the minutes of the previous meeting at least one week prior to each regularly scheduled meeting;
- C. Reviews the meeting minutes and approves for dissemination; and
- D. Serves as the committee's parliamentarian.

Section 5.05 Executive Director

- A. Serves as the principal advisor, on behalf of the Marshall EDC Board of Directors, to the committee and provides staff support as needed, including drafting reports, minutes, and documents.
- B. Functions as Chair of the We Align Council.
- C. Provides consultation to the committee.
- D. Additional staff members may be delegated by the Executive Director to serve as consultants to the committee and/or its workgroups.