

SOMAH Job Training Organization Task Force Bylaws

Article I: Name

1. The name of this task force is the SOMAH Regional Job Training Organization Task Force (also known as the JTO Task Force).

Article II: Purpose

1. **Purpose.** The purpose of the Regional Job Training Organization Task Force is to ensure that Job Training Organizations' voices and interests remain at the forefront of the Solar on Multifamily Affordable Housing program's job training efforts and that trainees have a meaningful and career-advancing experience.

Article III: Roles of the Regional Job Training Organization Task Force

1. **Liaise with the SOMAH Program Administrator.** The JTO Task Force will coordinate with a representative of the SOMAH Program Administrator (SOMAH PA), which is the team of nonprofit organizations that administer the program. A member of the SOMAH PA will attend the quarterly JTO Task Force meetings and will be the primary conduit between the JTO Task Force, the SOMAH PA and the SOMAH Advisory Council (SOMAH AC).
2. **Provide recommendations to the SOMAH Program Administrator.** The JTO TF will provide recommendations to the SOMAH PA related to the SOMAH Program job training goals. This may include feedback and recommendations on the following areas related to the job training and trainee benefit goals:
 - a. Identifying best practices and tactics to connect with and engage Job Training Organizations in the preparation and connection of participants with SOMAH training opportunities,
 - b. Review of and feedback on the public-facing Job Training Organization Directory,
 - c. Input and feedback on strategies to encourage trainee participation in SOMAH-related opportunities,
 - d. Identifying opportunities to connect contractors and trainees, such as career fairs, workshops, or other workforce development-related events,
 - e. Feedback on, or development of, strategies to continually improve trainee experience and outcomes through SOMAH program engagement,
 - f. When possible, alignment of SOMAH programming with other efforts that have shared goals.
3. **Collaborate with the SOMAH Advisory Council.** The SOMAH Advisory Council (AC) is a formal advisory body that is comprised of members representing environmental justice; labor and workforce development; and industries related to SOMAH implementation, such as solar photovoltaics or energy efficiency. A portion of the work that the SOMAH AC will be undertaking will overlap with that

SOMAH Job Training Organization Task Force Bylaws

of the JTO Task Force. To facilitate collaboration and minimize duplication of efforts, these two groups will have an annual crossover meeting in which priorities and recommendations regarding the job training opportunities will be shared. This meeting will take place in conjunction with each group's regularly scheduled quarterly meeting.

Article IV: Members and Terms

1. **Members.** The Task Force will be comprised of regionally diverse representatives from Job Training Organizations such as California Community Colleges, career technical education programs, solar PV-training programs offered to the public by local government workforce development programs, community non-profits, private enterprises, or electrical workers unions with 40+ hours of instructional and/or hands-on solar PV installation and design training. Individuals who represent workforce development organizations or programs that do not directly deliver solar training may also participate in the Task Force. Representatives may include administrators, leaders, instructors, participants alumni, or advocates of job training organizations or workforce development programs
2. **Selection.** Selection to the JTO Task Force will take place through a competitive application process. For each new term, a Request for Applications will be released at least 8 weeks before the new term begins. Applicants from each region of California will be reviewed and finalists will be chosen by a selection committee headed by Rising Sun Center for Opportunity. The selection committee will choose at least one representative for each of the seven (7) regions of California. SOMAH installation projects will have opportunities for trainees across the state, so a Task Force that adequately represents all regions will be the primary driver for selection of members.
 - a. The regions of California are defined as: Northern California, Central Valley, Bay Area, Central Coast, Los Angeles, Inland Empire, and San Diego.
3. **Term.** Members will serve a two-year term starting in Q1 2020 and extending through Q4 2021. The need for the JTO Task Force to continue beyond 2021 will be assessed as the SOMAH program progresses. In Q4 of 2021, if the Task Force continues, term limits will be defined by amendment to these bylaws by the process articulated in Article X: Amending Bylaws.
4. **Proxy.** Members may be represented by proxy. Individuals attending as proxy representation must be able to adequately represent the voices and interests of the job training organization they are attending on behalf of. In an emergency situation that prevents a member from traveling to a quarterly meeting, where a proxy is not available, members may waive their stipend for the meeting that is missed and attend remotely if the meeting location allows for it. If a member

SOMAH Job Training Organization Task Force Bylaws

attends by proxy for more than two consecutive quarterly meetings, it may be considered excessive absence under Article VIII, Section 4.

Article V: Officers

1. **Officers.** The JTO Task Force will be led by two officers: a SOMAH Regional JTO Task Force Chair and a SOMAH Regional JTO Task Force Vice Chair. Each officer can serve one (1) two-year term. A Vice-Chair can run for a Chair after their term as Vice-Chair, a Chair may run for Vice-Chair after their term as Chair, if they are selected to participate for a second term with the Task Force should it continue beyond 2021.
2. **The Chair.** The Chair will ensure that the JTO Task Force functions properly, that all members are full participants in meetings, sets the agenda in partnership with the SOMAH PA to and ensure that all critical elements are discussed, and ensures that the collective principles and processes are carried through.
3. **The Vice-Chair.** The Vice-Chair provides support to the Chair in setting agendas and running meetings and oversees documentation of meetings in partnership with the SOMAH Program Administrator.
4. **Elections.** Both the Chair and Vice-Chair are appointed through a consensus vote of Task Force members. If a Chair or Vice-Chair terminates prior to their two-year term limit, elections for new appointments will take place within 60 days of their resignation, recusal or removal. This election will take place during regularly scheduled quarterly meetings, or a special ad-hoc meeting, if the next quarterly meeting falls outside of the 60- day window.

Article VI: Conflicts of Interests, Resignations, Replacements, Removals and Accountability.

1. **Conflicts.** Members must adhere to all program rules and guidelines and are prohibited from leveraging their service to the SOMAH JTO Task Force for financial or other benefit. For the purposes of this Task Force, benefit to program participants represented by a Task Force member are not considered a conflict of interest and are not subject to reporting and disclosure requirements outlined in Article VI, Section 2 and Section 3.
2. **Reporting.** Members must report any potential or perceived conflicts of interest to the SOMAH PA via email to workforce@calsomah.org. All alleged conflicts of interest reported will be investigated, with results and details shared with all members of the Task Force, the SOMAH PA, and other stakeholders deemed appropriate by the SOMAH PA.
3. **Disclosure.** All members are required to submit a disclosure form detailing any financial or other interests in SOMAH implementation within thirty (30) days of their first JTO Task Force meeting of each term.

SOMAH Job Training Organization Task Force Bylaws

4. **Recusal.** Members must recuse themselves from any decisions or matters in which the member has a direct financial stake.
5. **Resignations.** A JTO Task Force member may resign from the JTO TF at any time by providing written notice to the Chair of the JTO Task Force and the SOMAH PA. Resignations will take effect upon receipt of the letter by the Chair of the JTO Task Force. Acceptance of a resignation is not necessary to make it effective.
6. **Replacements.** If a member resigns, the SOMAH Program Administrator will recommend up to three (3) replacements from the geographic area the resigned member represents within fifteen (15) additional business days. Standing Task Force members will select a replacement via the decision-making process outline in Article VII within fifteen (15) additional business days. Task Force members may interview candidates and conduct reference checks as part of the replacement selection process. Replacement members will serve the remainder of the original member's term.
7. **Removal.** Any member may be removed from the Task Force for any of the following reasons:
 - a. Conduct in violation of, or detrimental to the interests of the JTO Task Force of the SOMAH program including but not limited to leveraging membership for financial benefit;
 - b. Sexual or other harassment;
 - c. Discrimination with regard to race, ethnicity, religion, gender or gender identify, sexual orientation, or disability; or
 - d. Excessive absence from the JTO Task Force meetings as defined by Article VIII. Meetings.
8. **Accountability process.** Members should abide by shared agreements, including, but not limited to, oral and written agreements. Any changes to agreements should be developed through a consensus-building process (see Article VII. Decision-making and Limitations) and be communicated to other members, or others who may be affected by changes as appropriate.
9. **Accountability reviews.** The JTO Task Force should conduct periodic evaluations of processes to ensure accountability among all members and partners. Any violation of these agreements or any unprincipled actions that violate the principles:
 - a. Must attempt to be resolved among the JTO Task Force members.
 - b. If no resolution among the JTO Task Force members is reached, then the issue must be taken to the SOMAH Program Administrator.

Article VII: Decision-making and Limitations

1. **Scope of decision-making.** SOMAH is governed by the SOMAH Program Administrator under the auspices of the California Public Utilities Commission. The SOMAH Program Administrator will act in accordance with the SOMAH Program

SOMAH Job Training Organization Task Force Bylaws

Handbook and Program Implementation Plan, which are altered in consultation with the CPUC Energy Division and other stakeholders through transparent processes that may include public commenting. The scope of the JTO Task Force is advisory in nature and will inform the changes to program implementation, Program Handbook, or Program Implementation Plan pursued by the SOMAH Program Administrator at its discretion.

2. **Proposals.** Any member of the Task Force may initiate a proposal to be considered by all Task Force members.
3. **Voting.** Members will vote on proposals recommending changes to SOMAH implementation, to be considered by the SOMAH Program Administrator.
4. **Consensus-seeking.** The decision-making process of the JTO Task Force is based on a consensus-seeking approach, based on principles of “consensus with accountability.” Consensus with accountability encourages all members to try to reach consensus while remaining accountable to, supporting, and expressing the interests of the job trainees, stakeholder groups, and communities represented, as viewed by the member. When seeking consensus on a proposal, the Task Force will consider a range of positions to take on the proposal, based on the following definitions for support.
 - a. **Unqualified support.** The member is in full agreement with all aspects of a proposal.
 - b. **Strong support.** The member supports most aspects of the proposal and has no fundamental disagreements with any aspect of the proposal.
 - c. **General support.** The member supports aspects of the proposal and has no fundamental disagreement with key aspects of the proposal. The member may have unanswered questions that need additional information or clarification.
 - d. **Qualified disagreement.** The member is in significant disagreement with one or more aspects of a proposal but agrees that the suggested proposal in its original form or with changes represents an improvement over the *status quo*. Members who cast votes of qualified disagreement must work collaboratively with other members to propose alternative options or language to address the concerns of all.
 - e. **Fundamental disagreement.** The member disagrees with all or major aspects of proposal and is not willing to support it. Members who cast votes of fundamental disagreement must work collaboratively with other members to create an alternative proposal or win support for maintaining the *status quo*.
 - f. **Abstention.** The member declines to exercise voting power on a proposal and states a reason for abstaining.
5. **Supermajority rule.** The goal is for all members to be in support of agreements through votes specifying *unqualified*, *strong*, or *general* support. The Task Force

SOMAH Job Training Organization Task Force Bylaws

will reach consensus when the supermajority members - defined as two-thirds of members - are in support of a proposal and alternative proposals stemming from members with qualified or fundamental disagreements have been discussed and recorded.

6. **Record keeping.** After a decision is reached through a supermajority voting process, members' votes, the successful proposal, and all remaining disagreements and alternative proposals will be recorded and presented to the SOMAH Program Administrator for consideration.

Article VIII: Meetings

1. **Regular meeting frequency and scheduling.** The JTO Task Force will meet on a quarterly basis. To help ensure a quorum, members must respond to meeting scheduling requests within five (5) business days and commit to attending in person (see Section 4 below).
2. **Ad hoc meetings.** *Ad hoc* meetings can be called at the request of the members of the Task Force or the SOMAH Program Administrator to address timely concerns regarding SOMAH implementation. To help ensure a quorum, members must respond to ad hoc meeting scheduling requests within five (5) business days. *Ad hoc* meetings will be teleconference meetings, allowing members to participate remotely. The SOMAH PA will not call more than two (2) ad hoc meetings per quarter.
3. **Length.** Quarterly meetings will last approximately four (4) hours, or half of one standard workday. *Ad hoc* meetings will last as long as necessary and appropriate.
4. **Attendance and absence.** Members must attend all JTO Task Force meetings for their full duration throughout the term of the Task Force. Two absences from meetings, without proxy, are grounds for removal from the JTO Task Force under Article VI, Section 7 Removal. More than two consecutive meetings that are attended by proxy or teleconference in emergency situations may also be grounds for removal under Article VI, Section 7 Removal.
 - a. **In-person exceptions.** In the case that travel within California is restricted, due to public health concerns, natural disaster, or other events that may limit the ability of more than two-thirds of task force members to gather safely, accommodations for remote attendance will be made.
 - b. In the case of an in-person meeting exception, meetings attended by teleconference will not be counted toward the two consecutive meetings that may lead to removal consideration under article VIII, section 4.
 - c. For quarterly meetings that occur under these circumstances, Task Force members attending by teleconference will be eligible for stipend under Article IX, section 2.

SOMAH Job Training Organization Task Force Bylaws

5. **Quorum.** The SOMAH PA will record attendance via a roll call at the start of each quarterly or *ad hoc* meeting. At least two-thirds of members must be present for a quorum.
6. **Documentation.** Members will receive relevant meeting materials including meeting agendas, and materials for discussion and review, at least five (5) days in advance of each quarterly meeting. All meetings will be documented by written meeting notes. Documentation will be overseen by the Chair per Article V, Section 4. Notes will be edited and published to CalSOMAH.org by the SOMAH Program Administrator

Article IX: Compensation

1. **Status of members.** Members of the JTO Task Force are volunteers and are not employees of organizations comprising the SOMAH Program Administrator team, the California Public Utilities Commission, participating investor-owned utilities or the State of California.
2. **Stipend.** Members of the JTO Task Force are eligible to receive a \$ 500.00 stipend for each quarterly, in-person meeting attended.
3. **Travel reimbursement.** To remove barriers to participation, members of the JTO Task Force are eligible to receive reimbursement for eligible travel expenses related to attending JTO Task Force meetings.
 - a. The JTO Task Force Travel Policy governs the eligibility of expenses and reimbursement terms and conditions.
 - b. The JTO Task Force Travel Policy may be amended at any time at the discretion of the SOMAH PA.

Article X: Amending Bylaws

1. **Amendments.** Bylaws may be amended at the request of Task Force members or the SOMAH Program Administrator team to resolve unforeseen issues or challenges, or to improve the functioning of the Task Force.
2. **Limitations on bylaw amendments.** No proposed amendment may alter the bylaws as they relate to roles and responsibilities reserved to the SOMAH Program Administrator or the California Public Utilities Commission.
3. **Process.** A Task Force member or a representative of the SOMAH Program Administrator can propose a bylaw change at quarterly meetings.
 - a. **Cosponsors.** Proposals to amend bylaws presented by a member must have at least one (1) additional Task Force member cosponsor. Proposals presented by the SOMAH Program Administrator must have at least two (2) cosponsors.
 - b. **Voting.** The proposal to amend bylaws will be voted upon per the process defined in Article VII Decision-making and Limitations.

SOMAH Job Training Organization Task Force Bylaws

- c. **Effective date.** Proposed amendments achieving consensus will become effective immediately. The SOMAH Program Administrator will revise the bylaws, update the version date, and re-publish the bylaws document to CalSOMAH.org.

FINAL