



Centralina CEDD Board Meeting Agenda

Thursday, July 20, 2023
This is an interactive in-person meeting.
Attendance is strongly encouraged.
Please advise if accommodations
are required.

Chairman Cliff Brumfield will convene a Centralina Economic Development District Board meeting **on Thursday, July 20, 2023, at 4:00 pm**. The meeting will be in person at the Centralina Regional Council office, 10735 David Taylor Drive, Suite 250 - with a virtual option.

Time	Item	Presenter
4:00 p.m.	Call to Order	Cliff
	Roll Call	Brumfield
	Amendments to the Agenda (if any)	
Consent Business Items:		
Item 1 Page 4	Approval of April 20, 2023, Meeting Minutes The minutes from April 20, 2023, meeting have been distributed to all members of the Centralina EDD Board for approval. Action/Recommendation: <i>Motion to approve April 20, 2023, meeting minutes.</i>	Cliff Brumfield
Item 2 Page 8	Quarterly Financial Update As required by the by-laws, the Board is presented with a quarterly update on the District's financial status. Action/Recommendation: Motion to accept the quarterly financial update.	Denise Strosser
Item 3 Page 11	Adoption of Policies & Procedures The Board is asked to adopt the Financial Policies and Procedures of the Centralina Regional Council for use in administering the District's finances. Action/Recommendation: Motion to approve the Financial Policies and Procedures of the Centralina Regional Council for use in administering the Centralina Economic Development District's finances.	Geraldine Gardner
Regular Business Items:		
4: 05 p.m. Item 4 5 min Page 37	Final Reading and Adoption of By-Laws Amendment The Board will complete a third and final reading of the proposed amendments to the organization's by-laws and vote for approval. Action/Recommendation: Motion to approve the Centralina Economic Development District By-Laws	Geraldine Gardner
4:10 p.m. Item 5 20 min Page 54	EDA Update Hillary Sherman, North Carolina EDA Representative will share an update on current EDA funding opportunities including Tech Hubs, Build to Scale, and Recompets program, and share information on the new EDA EDGE Portal. Action/Recommendation: Receive as information	Hillary Sherman
4:30 p.m. Item 6 15 minutes Page 63	EDA Tech Hubs Update Greg Needham the Executive Director of Office of Research Partnerships Division of Research at the University of North Carolina at Charlotte will provide a brief overview of the developing regional consortium for an EDA Tech Hubs designation to support our Advanced Manufacturing cluster. Action/Recommendation:	Greg Needham



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Time	Item	Presenter
	Receive as information	
4:45 p.m. Item 7 40 minutes Page 65	CEDS Work Session: Board members participate in an interactive session led by Centralina Staff to map organization focus areas and alignment to CEDS. Action/Recommendation: Receive as information	Christina Danis and Anna Lu Wilson
5:25 p.m. 5 minutes	Comments from the Board & Staff	Board Members and Staff
5:30 p.m. 5 minutes	Comments from the Chair	Cliff Brumfield

Centralina Economic Development District (EDD) complies with the Americans with Disabilities Act (ADA), which prohibits discrimination on the basis of disability. Centralina EDD will make reasonable accommodations in all programs/services to enable participation by an individual with a disability who meets essential eligibility requirements. Centralina EDD's programs will be available in the most integrated setting for each individual. If any accommodations are necessary for participation, please contact the CED Board Administrator. 10735 David Taylor Drive, Suite 250 Charlotte, NC 28262, phone 704-348-2701 Please allow 72 hours advance notice for preparation. Visit our website: www.centralinaedd.org.



Centralina

ECONOMIC DEVELOPMENT DISTRICT

Item 1



CENTRALINA
Community Economic
Development

**Centralina Economic Development District
Meeting Minutes
April 20, 2023**

Leigh Altman	Mecklenburg County – Private
Miles Atkins	Town of Mooresville
Melinda Bales	Centralina -At Large Representative
Page Castrodale	Cabarrus County Private
Danny Chavez	Centralina -At Large Representative
Thomas Cureton	Anson County-Private
Betty Doster	Centralina -At Large Representative
Donny Hicks	Gaston County
David Hollars	Centralina -At Large Representative
Ronnie Grantham	Centralina -At Large Representative
Leslie Johnson	Mecklenburg County – Public
Angela Karchmer	Centralina -At Large Representative
Alan Kathman	Mecklenburg County-Private
Candice Lowder	Stanly County

Call to Order

Chairman Miles Atkins Called the meeting to order.

Roll Call

Narissa Claiborne, Board Administrator, called the roll and noted that a quorum was present.

Amendments to the Agenda

There were no amendments to the agenda.

Executive Director Bill Thunberg made a motion to approve the agenda.
Mayor Melinda Bales seconded the motion, and it was carried unanimously.

Consent Agenda

1. Approval of January 19, 2023, Centralina Economic Development District Meeting Minutes

Board member Alan Kathman made a motion to approve the minutes.
Executive Director Thunberg seconded the motion, and it was carried unanimously.

2. Introduction of New Directors of the CEDD Board and Special Regional Updates

Mayor Miles Atkins welcomed all the new directors to the Centralina Economic Development Board and directed each member to introduce themselves and share why they opted to join the Centralina EDD Board. Each member, old and new, introduced themselves and shared why they chose to join the CEDD Board.

3. CEDD Orientation & FY24 Workplan

Geraldine Gardner, Centralina’s Executive Director presented the Board with a brief orientation and the background of the CEDD Board. Ms. Gardner also explained the Board of Directors’ role and responsibilities. She then introduced Anna Lu Wilson, Community Economic

3. CEDD Orientation & FY24 Workplan

Geraldine Gardner, Centralina's Executive Director presented the Board with a brief orientation and the background of the CEDD Board. Ms. Gardner also explained Board of Directors' role and responsibilities. She then introduced Anna Lu Wilson, Community Economic Development Coordinator, who shared the FY24 Workplan and Goals. Mayor Atkins asked if there were questions regarding the Workplan. Bill Thunberg asked for clarification around the 16 Factor Prosperity Profile and asked Ms. Anna Lu Wilson for more information. Ms. Wilson shared that the Prosperity Profile gave indicators that helps directors understand the condition of the region regarding equity and resilience. Ms. Wilson shared that this information can be found in the data portal on the website.

Mayor Miles Atkins called for a motion to approve the CEDD FY23-24 Workplan.

Board member Melanie Underwood Made the motion to approve the Workplan. Mr. Kathman seconded the motion. The motion was approved unanimously.

4. FY2023-24 Budget and Membership Dues assessment

Mayor Atkins called on Ms. Gardner to share highlights detailing the FY 23-23 Budget. Ms. Gardner shared budget highlights and Board funding opportunities.

Mayor Atkins called for a motion to approve the FY 2023-24 Budget and Membership Dues Assessment.

Mr. Thunberg made a motion to approve the FY23-24 Budget and Membership Dues Assessment.

Stanly Economic Director, Candice Lowder seconded the motion. The motion was approved unanimously.

5. By-Laws Amendment (2nd Reading)

Ms. Gardner shared that the Centralina Economic Development District By-laws haven't been updated since 2011. She also shared the process of introducing amendments to the Bylaws. She shared with the Board that this is the 2nd reading of the Bylaws. Ms. Geraldine Gardner shared that any changes must be read at two consecutive meetings prior to the date a vote can be taken which could be at the July 20, 2023, meeting. Geraldine highlighted some amendments to the bylaws. Specifically, Section 4:02; Section 7.02 Contract, Section 7.02(d), and 7.04 Finance: Appointment Number and Tenure. Ms. Gardner asked that the Board chime in with ideas and/or suggestions.

6. CEDD Board Officers Elections

Mayor Atkins shared the officer slate of the 2023 Nominating Committee Recommendations, which include, as Chair: Cliff Brumfield, Executive Director, Lincoln Economic Development Association. Vice Chair: Candice Lowder, Executive Director, Stanly County Economic Development Commission and Secretary/Treasurer, Dr. Leslie Johnson, Deputy County Manager, Mecklenburg County.

Mayor Atkins asked the Board if there were any other recommendations from the floor. Being none, he called for a motion.

Mr. Thunberg made the motion to accept the 2023 Slate of Officers for the Centralina Economic Development District.

Board Member Betty Doster seconded the motion. The motion passed unanimously.

7. Centralina Economic Development District Website

Ms. Anna Lu Wilson and Ms. Gardner shared the new website with the Board and some of the functionality and features. Geraldine shared that a test link will be sent out. And the website will be live next week.

Comments from the Board of Delegates and Centralina Staff

Mr. Thunberg shared with the Board how vital the District is and expressed that the tools that the Centralina EDD team has pulled together are informational and are a great tool if stakeholders use the information.

Comments from the Executive Director

Ms. Gardner shared that Hillary Sherman; US Department of Commerce Economic Development Administration Representative for NC could attend the next meeting in July. She stated that the next meeting will highlight the Workforce and Talent and encouraged the Board to review the CEDDs Plan prior to the next meeting.

Dr. Leslie Johnson shared that she appreciates the "executive view" of the plan. She also stated that she likes how the agenda is going and the flow of the meetings. She stated that she would like to start working in smaller groups to advance the CEDDs plan.

Ms. Jenn Bosser, President of Iredell Economic Development Corporation, shared that she believes the work and the strategy align with the work of the Charlotte Regional Business Alliance. She suggested having "pre-packaged information that is regional and local, so we are prepared when we get requests, ensuring we are in a better position to win projects. She clarified that it would be beneficial to package the information on the CEDD website.

Comments from the Chair

Mayor Miles Atkins shared that the next meeting will be held in person at the Centralina Regional Council office, on June 20, 2023, at 4:00 p.m.

Adjournment

With no further business to be discussed, Chairman Miles Atkins adjourned the meeting at 5:19 p.m.



Centralina

ECONOMIC DEVELOPMENT DISTRICT

Item 2

Board Agenda Item Cover Sheet

Board Meeting Date:	July 20, 2023	Agenda Item Type:	Consent:	X	Regular:	
Submitting Person:	Denise Strosser	Presentation Time:				
Presenter at Meeting:	Denise Strosser	Phone Number:	704-348-2704			
		Email:	dstrosser@centralina.org			
Alternate Contact:	Christina Danis	Phone Number:	704-688-6502			
		Email:	cdanis@centralina.org			
Submitting Department:	CEDD Admin	Department Head Approval:	Christina Danis			
Description of Agenda Item: <i>(This wording will be used to summarize the item on the agenda cover page.)</i> Quarterly Financial Update						
As required in the by-laws, the Board is presented with a quarterly update on the District's financial status.						
Background & Basis of Recommendations:						
Required in the by-laws, for informational purposes.						
Requested Action / Recommendation:						
Receive as information.						
Time Sensitivity: <i>(none or explain)</i>	None					
Budget Impact: <i>(none or explain)</i>	None					
Attachments: <i>(none or list)</i>	Quarterly Financial Update					

Financial Statements
June 30, 2023

	Actual	Budget	Budget Remaining
Equity Contributions			
Anson County	1,133	1,133	-
Cabarrus County	8,450	8,450	-
Gaston County	6,553	6,553	-
Iredell County	7,872	7,872	-
Lincoln County	4,919	4,919	-
Mecklenburg County	30,150	30,150	-
Rowan County	4,878	4,878	-
Stanly County	3,407	3,407	-
Union County	8,516	8,516	-
City of Charlotte	28,822	28,822	-
Town of Mooresville	2,678	2,678	-
Total Equity Contributions	107,378	107,378	-
Other Income			
Grant Income			
EDA Planning Grant 2022-2024	70,192	70,000	(192)
EDA CARES Act FY2021-2022	50,574	50,566	(8)
Total Grant Related Income	120,766	120,566	(200)
Total Income	\$ 228,144	\$ 227,944	\$ (200)
Expenses			
CEDC/CEDS Administration	147,581	152,523	4,942
Contracted Services	76,596	73,154	(3,442)
Meeting Related Expenditures	17	20	3
Computer Equipment/Web Hosting & Web Updates	1,334	784	(550)
Dues & Subscriptions	5	5	-
Advertising	1,674	1,458	(216)
Total Expenses	\$ 227,207	\$ 227,944	\$ 737
Change in Fund Balance	937		
Less Fund balance allocated	-		
Less deferred revenue	-		
Net Change in Fund Balance	937		
Fund Balance Beginning	44,238		
Fund Balance Ending	\$ 43,301		



Centralina
ECONOMIC DEVELOPMENT DISTRICT

Item 3



Economic Development District Agenda Item Cover Sheet

Board Meeting Date:	July 20, 2023	Agenda Item Type:	Consent:	X	Regular:	
Submitting Person:	Geraldine Gardner	Presentation Time:				
Presenter at Meeting:	Geraldine Gardner	Phone Number:	704-351-7130			
		Email:	ggardner@centralina.org			
Alternate Contact:	Narissa Claiborne	Phone Number:	717-434-2284			
		Email:	nknight@centralina.org			
Submitting Department:	CEDD Admin	Department Head Approval:	Geraldine Gardner			
Description of Agenda Item: <i>(This wording will be used to summarize the item on the agenda cover page.)</i>						
Adoption of Financial Policies and Procedures						
The Board is asked to adopt the Financial Policies and Procedures of the Centralina Regional Council for use in administering the District's finances.						
Background & Basis of Recommendations:						
Centralina Regional Council and the Centralina Economic Development District have an administrative agreement whereby the Council provides staff to the District, manages its operations and oversees its finances as allowed under the by-laws.						
The President and COO recommends that the Board adopt the Council's Financial Policies and Procedures, including fiscal controls related to budgeting, cash management, procurement and conflict of interest. The Council has been utilizing its policies and procedures to fulfill its duties under its administrative agreement with the District since 2005. The President and COO recommends that the Board take action to formally adopt the Council's current policies and procedures to affirm their use in administering the District's finances.						
Requested Action / Recommendation:						
Motion to approve the Financial Policies and Procedures of the Centralina Regional Council for use in administering the Centralina Economic Development District's finances.						
Time Sensitivity: <i>(none or explain)</i>	None					
Budget Impact: <i>(none or explain)</i>	None					
Attachments: <i>(none or list)</i>	1. Financial Policies and Procedures Manual					



CENTRALINA
REGIONAL COUNCIL

Centralina Policies and Procedures:

Financial Controls

June 2022

CONTENTS

POLICY STATEMENT ON FINANCIAL CONTROLS 3

PURPOSE OF THE DOCUMENT 3

FINANCIAL CONTROLS 4

Fiscal Control 4

Budget Process 5

Cash Management 6

Procurement for Federal and Other Funding Sources 8

Conflict of Interest 19

POLICY STATEMENT ON FINANCIAL CONTROLS

According to Centralina's Personnel Policy Manual, Centralina requires honest, accurate and timely recording and reporting of information in order to make responsible business decisions. All business expense accounts must be documented and recorded accurately in a timely manner. All of the organization's books, records, accounts and financial statements must also be maintained in reasonable detail; must appropriately reflect the organization's transactions; must be promptly disclosed in accordance with any applicable laws or regulations and must conform both to applicable legal requirements and to the organization's system of internal controls.

PURPOSE OF THE DOCUMENT

This document is a compilation of policies and procedures relevant to the fiscal management operations for Centralina. The policies and procedures contained establish guidelines for developing financial goals and objectives, making financial decisions, reporting the financial status of Centralina Regional Council (The Council), and managing the Council's funds.

FINANCIAL CONTROLS

Fiscal Control (Bylaws Article X A, G.S. 159, Art. 3)

Purpose:

The accounting and fiscal control procedure is in accordance with the Local Government Budget and Fiscal Control Act of North Carolina as amended from time to time, anything contained herein to the contrary notwithstanding.

Procedure (Bylaws Article 1 H, G.S. 159-25):

The Council appoints the Finance Director to serve as the Chief Budget Officer and the Finance Director of the Council and shall perform such duties in these capacities as may be prescribed by the Local Government Budget and Fiscal Control Act, or by the Executive Board, not inconsistent therewith. The Finance Director shall continue to report to the Executive Director and shall keep the Executive Director apprised of the financial matters and status of the Council.

Budget Process

Purpose:

To prepare and propose a plan for raising and spending money on specified programs, functions and initiatives during the fiscal year (G.S. 159, Art. 3).

Procedure:

1. The budget and the proposed member assessment for the succeeding fiscal year shall be first considered by the Executive Board and then by the Board of Delegates. The Executive Board shall recommend a budget to the governing body which shall then be distributed to each Delegate with the agenda for the meeting at which a public hearing on the budget shall be held. The Council shall deliver the budget estimate on or before March 31 of each year. The budget and member assessment shall then be approved by the Board of Delegates no later than May 31 of each year (Bylaws Article X B).
2. A placeholder budget is presented to the executive board in January for adoption by the Board of Delegates in February. The initial placeholder budget is developed prior to receiving information from various state and federal agencies and is amended throughout the fiscal year as Federal and State grant allocations and other contracts are executed since the adoption of the budget.
3. Department Managers submit budgets and line-item revisions to the Finance Department regularly throughout the year. Expenditure reports, showing budget and expenditures by line item are available in an on-line real time mode. The Finance system automatically updates budget information upon posting by the finance department.
4. The Finance Director and department managers review periodic financial reports for budget revisions and activity recorded.

Cash Management

Purpose:

The cash management process procedure establishes controls for monitoring the daily cash flow and balances of all cash funds. These policies provide a structure to assist in the decision-making process for the Board and staff and establish guidelines for evaluating current activities. The Board provides general guidance through the adoption of the annual budget while the Finance Director is responsible for the implementation of the budget throughout the fiscal year.

Centralina establishes and maintains its accounting system according to the North Carolina Local Budget and Fiscal Control Act. Systems are in place to monitor all sources and uses of funds.

Reporting is done in accordance with generally accepted accounting principles (GAAP). Governmental funds use modified accrual accounting where revenues are recorded when measurable and available and expenditures recorded when services or goods are received, and liabilities are incurred.

Procedure:

1. Bank Accounts and Signatory Requirements (Bylaws Article X C, G.S. 159-25):
 - a. The Council's Treasurer shall recommend, and the Executive Board shall select one or more corporate banking institutions in the State of North Carolina to be the depository of the funds of the Council.
 - b. Except as otherwise provided by law, or hereinafter provided, all checks and drafts under \$50,000 must be signed by (1) the Finance Director or Deputy Finance Officer and (2) countersigned by another designated signatory approved by the Board.
 - c. Checks and drafts over \$50,000 require the Chair or the Treasurer of the Executive Board of the Council as the official to countersign all checks and drafts signed by the Finance Director or the Deputy Finance Officer other than any payments for Board-approved contracts and passthrough grant-funded program expenditures approved as part of the annual budget (Bylaws Article X Section C).
 - d. Centralina bank accounts are currently maintained at Truist and North Carolina Capital Management Trust.
 - e. Bank reconciliations are prepared and reviewed monthly.
2. Purchasing and Cash Disbursements (G.S. 159-28):
 - a. Requisitions are prepared by the department personnel requesting cash disbursements. The requisition will include an image for support of the requested amount, a description of the purchase being requested along with the corresponding fund and grant/project.
 - b. 1st approval of the requisition is done by the department director or assistant director.
 - c. 2nd approval is done by a designated employee in the finance department after confirming support and budget appropriation.
 - d. Upon 2nd approval, a PO is created.
 - e. The accounting technician will match the invoice and packing slip (if appropriate) with the purchase order and confirm receipt and approval for payment from the department.

- f. Credit card purchases are made on the requisition after it is approved. Finance technician for AP and finance director have access to all P card accounts
 - g. Weekly or bi-weekly the accounts payable listing will be reviewed, and invoices will be selected for payment by the finance technician and reviewed and approved by the finance director, assistant director, account manager
 - h. Signed checks are then put in envelopes, stamped and dropped in a locked mailbox for delivery
 - i. ACH payments are printed and loaded to the bank account for payment
 - j. Notice of payment is emailed through accounting software.
 - k. Signed checks/EFT authorizations and supporting documentation are scanned and saved on the finance drive, the hard copy is filed and kept on premises according to UGA guidelines. Some checks are kept longer depending on the retention requirements of the grant it's related to.
 - l. The check stock is blank, number and account information is printed when the checks are cut.
3. Payroll Processing:
- a. Personnel Action Form (PAF) is prepared and approved by the Executive Director for new employees, pay rate changes, promotions, termination, or department changes.
 - b. Benefits and election changes are submitted through benefit portals or paper forms submitted to the HR department. Finance department reviews benefit portals for changes or receives paper forms from the HR department.
 - c. After appropriate documentation is received, the payroll accounting system is updated for any additions, changes, or terminations.
 - d. Payroll is processed biweekly, beginning Saturday at 12:00 a.m. and ending Friday at 11:59 p.m.
 - e. Employees are provided with the appropriate cost center(s) in which to charge their time which corresponds to the approved budget.
 - f. Overtime is not permitted unless approved by the department director and the finance director before time is incurred.
 - g. Employees submit electronic timesheets.
 - h. The first approval is by the employee's supervisor and the second approval is by the finance department.
 - i. Accounting system reports and supporting documentation are reviewed by the Finance Director and approved under pre-audit requirements of North Carolina General Statute 159-28 approval.
 - j. ACH file is generated and uploaded on the bank website. All payroll is paid by direct deposit.
 - k. Tax payments, garnishments, 401k, and all other benefits and withholdings are completed. The payments are processed and recorded in the accounting system.
 - l. Supporting documentation is filed and kept on premises according to UGA guidelines. Some checks are kept longer depending on the retention requirements of the grant it's related to.
4. Cash Receipts and Deposits (G.S. 159-32):
- a. Monies received shall be deposited daily in the same form and amounts as received.
 - b. Monies due to Centralina from any entity shall be promptly billed, collected, and deposited. The Finance Director shall monitor the status of all uncollected monies

owed to Centralina and report uncollected accounts to the Executive Director. As needed, implement measures to collect any and all delinquent accounts.

- c. Checks received through the mail are opened by the HR and Operations Manager or the Executive Director. The HR manager or Executive Director will tally the checks and sign off. The checks are given to a designated finance accountant, copies are made and given to finance technician with the signed tally. The checks are taken to the bank by the finance accountant. After the deposit, the finance account gives the deposit slip to the finance technician to record in the accounting system. Third finance personnel will review the deposit support and the final submission in accounting software.
 - d. ACH deposits are recorded by finance technician and supporting reports are given to another finance personnel for review and final submission in accounting system.
 - e. Supporting documentation is filed and kept on premises according to UGA guidelines. Some checks are kept longer depending on the retention requirements of the grant it's related to.
5. Write Off Uncollectable Accounts (Bylaws Article X F):
- a. The Executive Director is authorized to approve write-offs of uncollectible accounts receivable in the amount of \$100 or less.
 - b. The Treasurer is authorized to approve write-offs of uncollectible accounts receivable in the amount of less than \$5,000.
 - c. The Executive Board shall approve write-offs of uncollectible accounts receivable in the amount of \$5,000 or more.
6. Annual Audit (Bylaws Article X E, G.S. 159-34):
- a. The accounts of the Council shall be audited as soon as possible following the close of each fiscal year by certified public accountants and approved by the Local Government Commission.
 - b. The auditor will be selected by the Executive Board and shall submit its report to the Executive Board.
 - c. The audit shall be conducted pursuant to a written contract, which should comply with the provisions of G.S. 159-34.
 - d. In accordance with state law, the Council will publish to members and the public an annual report of its activities, including its financial statement.
7. Bonding (Bylaws Article X D, G.S. 159-29):
- a. All employees and officers of the Council authorized to handle or have custody of Council funds in excess of \$100 shall be bonded in an amount fixed by the Executive Board, but not less than \$10,000 nor more than \$100,000, under a blanket fidelity bond conditioned upon their faithful performance of their duties. Current Professional Liability coverage is \$500,000 per claim and \$1,000,000 in aggregate.

Procurement for Federal and Other Funding Sources

Purpose:

The procurement procedures establish guidelines that meet or exceed the procurement requirements for the purchases of goods (apparatus, supplies, materials, and

equipment), services and construction or repair projects when any Centralina or federal funds are being used in whole or in part to pay for the cost of a contract.

To the extent that other sections of procurement policies and procedures adopted by Centralina are more restrictive than those contained in this policy, local policies and procedures shall be followed.

1. Application:
 - a. This procedure applies to contracts for purchases, services construction or repair work funded with any Centralina funds, particularly, federal financial assistance (direct or reimbursed). These requirements also apply to any subrecipient of the funds.
 - b. All Centralina and federally funded projects, loans, grants, and sub-grants, whether funded in part or wholly, are subject to the Uniform Administrative Requirements, Cost Principles, and Audit Requirements for federal awards (Uniform Guidance) codified at 2 C.F.R. Part 200 unless otherwise directed in writing by the federal agency or state pass-through agency that awarded the funds.
2. Compliance with Federal Law:
 - a. All procurement activities involving the expenditure of Centralina and federal funds must be conducted in compliance with the Procurement Standards codified in 2 C.F.R. §200.317 through §200-326 unless otherwise directed in writing by the federal agency or state pass-through agency that awarded the funds.
 - b. Centralina will follow all applicable local, state, and federal procurement requirements when expending all funds. Should Centralina have more stringent requirements, the most restrictive requirement shall apply so long as it is consistent with state and federal law.
3. Contract Award: All contracts shall be awarded only to the lowest responsive responsible bidder possessing the ability to perform successfully under the terms and conditions of the contract.
4. No Evasion: No contract may be divided to bring the cost under bid thresholds or to evade any requirements under this Policy or state and federal law.
5. Contract Requirements: All contracts paid for in whole or in part with Centralina or federal funds shall be in writing. The written contract must include or incorporate by reference the provisions required under 2 C.F.R Section § 200.326 and as provided for under 2 C.F.R. Part 200, Appendix II.
6. Contractor's Conflict of Interest: Designers, suppliers, and contractors that assist in the development or drafting of specifications, requirements, statements of work, invitation for bids or requests for proposals shall be excluded from competing for such requirements.
7. Approval and Modification: The administrative procedures contained in the Policy are administrative and may be changed as necessary at the staff level to comply with state and federal law. However, any policy changes must be approved by the governing body prior to becoming effective.

8. Conflict of Interest and Gift Standards: See the Conflict of Interest Policy for specific information.

Procedure:

All contracts procured at Centralina shall be in accordance with the following requirements:

General Procurement Standards and Procedures:

1. Necessity: Purchases **must be necessary** to perform the scope of work and must avoid acquisition of unnecessary or duplicative items (no stock-piling). Prior to any purchase a review for federal, state or local surplus property agency should be performed prior to buying *new* items when feasible and less expensive. Strategic sourcing should be considered with other departments and/or agencies who have similar needs to consolidate procurements and services to obtain better pricing.
2. Clear Specifications: All solicitations must incorporate a clear and accurate description of the technical requirements for the materials, products, or services to be procured, and shall include all other requirements which bidders must fulfill and all other factors to be used in evaluating bids or proposals. Technical requirements must not contain features that restrict competition.
3. Notice of Federal Funding: All bid solicitations must acknowledge the use of federal funding for the contract. In addition, all prospective bidders or offerors must acknowledge that funding is contingent upon compliance with all terms and conditions of the funding award.
4. Compliance by Contractors: All solicitations shall inform prospective contractors that they must comply with all applicable federal laws, regulations, executive orders, and terms and conditions of the funding award.
5. Fixed Price: Solicitations must state that the bidders shall submit bids on a fixed price basis and that the contract shall be awarded on this basis unless otherwise provided for in this Policy. Cost plus percentage of cost contracts are *prohibited*. Time and materials contracts are prohibited *in most circumstances*. Time and Materials (Cost-Plus) contracts will not be used unless no other form of contract is suitable and the contract includes a "Not to Exceed" amount. A Time and materials contract shall not be awarded without the express written permission of the federal agency or state pass-through agency that awarded the funds.
6. Use of Brand Names: When possible, performance or functional specifications are preferred to allow for more competition leaving the determination of how to reach the required result to the contractor. Brand names may be used only when it is impractical or uneconomical to write a clear and accurate description of the requirement(s). When a brand name is listed, it is used as reference only and "or equal" must be included in the description.

7. Lease versus Purchase: Under certain circumstances, it may be necessary to perform an analysis of lease versus purchase alternatives to determine the most economical approach.
8. Dividing Contract for M/WBE Participation: If economically feasible, procurements may be divided into smaller components to allow maximum participation of small and minority businesses and women business enterprises. The procurement cannot be divided to bring the cost under bid thresholds or to evade any requirements under this Policy.
9. Documentation: Documentation must be maintained by Centralina detailing the history of all procurements. The documentation should include procurement method used, contract type, basis for contractor selection, price, sources solicited, public notices, cost analysis, bid documents, addenda, amendments, contractor's responsiveness, notice of award, copies of notices to unsuccessful bidders or offerors, record of protests or disputes, bond documents, notice to proceed, purchase order, and contract. All documentation relating to the award of any contract must be made available to the granting agency upon request.
10. Cost Estimate: For all procurements costing \$250,000 or more, Centralina shall develop an estimate of the cost of the procurement prior to soliciting bids. Cost estimates may be developed by reviewing prior contract costs, online review of similar products or services, or other means by which a good faith cost estimate may be obtained. Cost estimates for construction and repair contracts may be developed by the project designer.
11. Requirements: The Requesting Department must prepare a written contract incorporating the provisions referenced.
12. Debarment: No contract shall be awarded to a contractor included on the federally debarred bidder's list.
13. Contractor Oversight: The Requesting Department receiving the federal funding must maintain oversight of the contract to ensure that contractor is performing in accordance with the contract terms, conditions, and specifications.
14. Open Competition: Solicitations shall be prepared in a way to be fair and provide open competition. Centralina shall not restrict competition by imposing unreasonable requirements on bidders, including but not limited to unnecessary supplier experience, excessive or unnecessary bonding; specifying a brand name without allowing for "or equal" products, or other unnecessary requirement that have the effect of the restricting competition.
15. Geographic Preference: No contract shall be awarded on the basis of a geographic preference.

16. Centralina Bylaws Addressing Approval of Contracts: Please see Appendix A for approved Centralina Council of Governments Bylaws section that addresses Approval of Contracts. If the local policy regarding service contracts is more restrictive, the local policy should be followed.

Specific Procurement Procedures:

1. Service Contracts (except for A/E professional services) and Purchase Contracts costing less than \$10,000 shall be procured using the Uniform Guidance “micro-purchase” procedure (2 C.F.R. §200.320(a)) as follows:
 - a. The contract may be awarded without soliciting pricing or bids if the price of the goods or services is considered to be fair and reasonable.
 - b. To the extent practicable, purchases must be distributed among qualified suppliers.
2. Service Contracts (except for A/E Professional Services) and Purchase Contracts costing \$10,000 up to \$90,000 shall be procured using the Uniform Guidance “small-purchase” procedure (2 C.F.R. §200.320(b)) as follows:
 - a. Obtain price or rate quotes from an “adequate number” or qualified sources (a federal grantor agency might issue guidance interpreting “adequate number”, so the Requesting Department should review the terms and conditions of the grant award documents to confirm whether specific guidance has been issued).
 - b. Take affirmative steps to solicit price quotes from M/WBE vendors and suppliers as required under 2 C.F.R. §200.321.
 - c. Cost or price analysis is not required prior to soliciting bids.
 - d. Award the contract on a fixed-price basis (a not-to-exceed basis is permissible for service contracts where obtaining a fixed price is not feasible).
 - e. Award the contract to the lowest responsive, responsible bidder.
3. Service Contracts (except for A/E professional services) and Purchase Contracts costing \$90,000 and above shall be procured using a combination of the most restrictive requirements of the Uniform Guidance “Sealed Bid” procedure (2 C.F.R. §200.320(c)), state formal bidding procedures (G.S. 143-129) as follows:
 - a. Cost or price analysis is required prior to soliciting bids.
 - b. Complete specifications or purchase description must be made available to all bidders.
 - c. The bid must be formally advertised in a newspaper of general circulation for at least seven full days between the date of the advertisement and the date of the public bid opening. The advertisement must state the date, time, and location of the public bid opening, indicate where specifications may be obtained, and reserve to the governing board the right to reject any or all bids only for “sound documented reasons.”
 - d. Take affirmative steps to solicit price quotes from M/WBE vendors and suppliers as required under 2 C.F.R. §200.321.
 - e. Open bids at the public bid opening on the date, time, and at the location noticed in the public advertisement. All bids must be submitted sealed. A minimum of 2 bids must be received in order to open all bids.
 - f. Award the contract to the lowest responsive, responsible bidder on a fixed-price basis. Governing board approval is required for purchase contracts unless the governing board has delegated award authority to an individual official or employee. Any and all bids may be rejected only for “sound documented reasons”.

- g. Governing board approval is not required (per local policy, governing board has delegated award authority to Executive Director up to \$200,000, not \$250,000, which is more restrictive and must be followed.)
4. Service Contracts (except for A/E Professional Services) costing \$250,000 and above may be procured using the Uniform Guidance “competitive proposal” procedure (2 C.F.R. § 200.320(d)) when the “sealed bid” procedure is not appropriate for the particular type of service being sought. Please see Appendix A (per local policy, governing board has set this policy at \$200,000, not \$250,000, which is more restrictive and must be followed.):
- a. A Request for Proposals (RFP) must be publicly advertised. Formal advertisement in a newspaper is not required so long as the method of advertisement will solicit proposals from an “adequate number” of qualified firms.
 - b. Take affirmative steps to solicit price quotes from M/WBE vendors and suppliers as provided under 2 C.F.R. § 200.321.
 - c. Identify evaluation criteria and relative importance of each criteria (criteria weight) in the RFP.
 - d. Consider all responses must be considered to the maximum extent practical.
 - e. Must have a written method for conducting technical evaluations of proposals and selecting the winning firm.
 - f. Award the contract to the responsible firm with most advantageous proposal taking into account price and other factors identified in the RFP. Governing board approval is not required; however, please see below procedure because the local policy is more restrictive and must be followed.
 - g. Governing board approval is required per local policy for contracts using local funds of \$50,000 or more and for contracts using federal or state funds over \$200,000 or more.
 - h. Award the contract on a fixed-price or cost-reimbursement basis
5. Construction and repair contracts costing less than \$10,000 shall be procured using the Uniform Guidance “micro-purchase” procedure (2 C.F.R. § 200.320(a)) as follows:
- a. The contract may be awarded without soliciting pricing or bids if the price of the goods or services is considered to be fair and reasonable.
 - b. To the extent practicable, contracts must be distributed among qualified suppliers.
6. Construction and repair contracts costing \$10,000 up to \$250,000 shall be procured using the Uniform Guidance “small purchase” procedure (2 C.F.R. § 200.320(b)) as follows:
- a. Obtain price or rate quotes from an “adequate number” of qualified sources (a federal grantor agency might issue guidance interpreting “adequate number”, so the requesting department should review the terms and conditions of the grant award documents to confirm whether specific guidance has been issues).
 - b. Take affirmative steps to solicit price quotes from M/WBE vendors and suppliers as required under 2 C.F.R. § 200.321.
 - c. Cost or price analysis is not required prior to soliciting bids, although price estimates may be provided by the project designer.
 - d. Award Contract on a fixed-price or not to exceed basis
 - e. Award to lowest responsive, responsible bidder. Governing Board approval is not required.

- f. Please see Appendix A (per local policy, governing board has set contract authorization requirement policies which are more restrictive and must be followed.)
7. Construction and repair contracts costing \$250,000 up to \$500,000 shall be procured using the Uniform Guidance “sealed bid” procedure (2 C.F.R. § 200.320(c)) as follows:
- a. Cost or price analysis is required prior to soliciting bids (this cost estimate may be provided by the project designer).
 - b. Complete specifications must be made available to all bidders
 - c. Publicly advertise the bid solicitation for a period of time sufficient to give bidders notice of opportunity to submit bids (formal advertisement in a newspaper is not required so long as other means of advertising will provide sufficient notice of the opportunity to bid). The advertisement must state the date, time, and location of the public bid opening, and indicate where specifications may be obtained
 - d. Take affirmative steps to solicit price quotes from M/WBE vendors and suppliers as required under 2 C.F.R. § 200.321.
 - e. Open the bids at the public bid opening on the date, time, and at the location noticed in the public advertisement. All bids must be submitted sealed. A minimum of 2 bids must be received in order to open all bids.
 - f. A 5% Bid Bond is required of all bidders. Performance and payment bonds of 100% of the contract price is required of the winning bidder.
 - g. Award the contract on a firm-fixed price basis.
 - h. Award the contract to lowest responsive, responsible bidder. Governing Board approval is not required. Any and all bids may be rejected only for “sound documented reasons.
 - i. Please see Appendix A (per local policy, governing board has set contract authorization requirement policies which are more restrictive and must be followed.)
8. Construction and repair contracts costing \$500,000 and above shall be procured using a combination of the most restrictive requirements of the Uniform Guidance “sealed bid” procedure (2 C.F.R. § 200.320(c) and state formal bidding procedures (G.S. 143-129) as follows:
- a. Cost or price analysis is required prior to soliciting bids (this cost estimate may be provided by the project designer).
 - b. Complete specifications must be made available to all bidders
 - c. Formally advertise the bid in a newspaper of general circulation for at least seven full days between the date of the advertisement and the date of the public bid opening. Electronic-only advertising must be authorized by the governing board. The advertisement must state the date, time, and location of the public bid opening, indicate where specifications may be obtained, and reserve to the governing board the right to reject any or all bids only for “sound documented reasons.”
 - d. Take affirmative steps to solicit price quotes from M/WBE vendors and suppliers as required under 2 C.F.R. § 200.321.
 - e. Open the bids at the public bid opening on the date, time, and at the location noticed in the public advertisement. All bids must be submitted sealed and in paper form. A minimum of 3 bids must be received in order to open all bids.
 - f. A 5% Bid Bond is required of all bidders (a bid that does not include a bid bond cannot be counted toward the 3-bid minimum requirement). Performance and payment bonds of 100% of the contract price is required of the winning bidder.

- g. Award the contract on a firm-fixed price basis
 - h. Award the contract to lowest responsive, responsible bidder. Governing Board approval is required and cannot be delegated. The governing board may reject all bids only for "sound documented reasons."
9. Construction or repair contracts involving a building \$300,000 and above must comply with the following additional requirements under state law:
- a. Formal HUB (historically underutilized business) participation required under G.S. 143-128.2, including local government outreach efforts and bidder good faith efforts shall apply.
 - b. Separate specifications shall be drawn for the HVAC, electrical, plumbing, and general construction work as required under G.S. 143-128(a).
 - c. The project shall be bid using a statutorily authorized bidding method (separate-prime, single-prime, or dual bidding) as required under G.S. 143-129(a1).
10. Contracts for Architectural and Engineering Services costing under \$250,000 shall be procured using the state "Mini-Brooks Act" requirements (G.S. 143-64.31). Procedures are as follows:
- a. Issue a Request for Qualifications (RFQ) to solicit qualifications from qualified firms (formal advertisement in a newspaper is not required). Price (other than unit cost) shall not be solicited in the RFQ.
 - b. Take affirmative steps to solicit price quotes from M/WBE vendors and suppliers as provided for under 2 C.F.R. § 200.321.
 - c. Evaluate the qualifications of respondents based on the evaluation criteria developed by the Requesting Department.
 - d. Rank respondents based on qualifications and select the best qualified firm. Price cannot be a factor in the evaluation. Preference may be given to in-state (but not local) firms.
 - e. Negotiate fair and reasonable compensation with the best qualified firm. If negotiations are not successfully, repeat negotiations with the second-best qualified firm.
 - f. Award the contract to best qualified firm with whom fair and reasonable compensation has been successfully negotiated. Governing board approval is not required.
 - g. Please see Appendix A (per local policy, governing board has set contract authorization requirement policies which are more restrictive and must be followed.)
11. Contracts for Architectural and Engineering Services costing \$250,000 or more shall be procured using the Uniform Guidance "competitive proposal" procedure (2 C.F.R. § 200.320(d)(5) as follows:
- a. Publicly advertise a Request for Qualifications (RFQ) to solicit qualifications from qualified firms (formal advertisement in a newspaper is not required). Price (other than unit cost) shall not be solicited in the RFQ.
 - b. Take affirmative steps to solicit price quotes from M/WBE vendors and suppliers as provided for under 2 C.F.R. § 200.321.
 - c. Identify the evaluation criteria and relative importance of each criteria (the criteria weight) in the RFQ.

- d. Proposals must be solicited from an “adequate number of qualified sources” (an individual federal grantor agency may issue guidance interpreting “adequate number”).
- e. Must have a written method for conducting technical evaluations of proposals and selecting the best qualified firm.
- f. Consider all responses to the publicized RFQ to the maximum extent practical.
- g. Evaluate qualifications of respondents to rank respondents and select the most qualified firm. Preference may be given to in-state (but not local) firms provided that granting the preference leaves an appropriate number of qualified firms to compete for the contract given the nature and size of the project.
- h. Price cannot be a factor in the initial selection of the most qualified firm.
- i. Once the most qualified firm is selected, negotiate fair and reasonable compensation. If negotiations are not successful, repeat negotiations with the second-best qualified firm.
- j. Award the contract to best qualified firm with whom fair and reasonable compensation has been successfully negotiated. Governing board approval is not required.
- k. Please see Appendix A (per local policy, governing board has set contract authorization requirement policies which are more restrictive and must be followed.)

Exceptions:

Non-competitive contracts are allowed *only* under the following conditions and with the written approval of the federal agency or state pass-through agency that awarded the federal funds:

1. Sole Source: A contract may be awarded without competitive bidding when the item is available from only one source. The Requesting Department shall document the justification for and lack of available competition for the item. A sole source contract must be approved by the governing board.
2. Public Exigency: A contract may be awarded without competitive bidding when there is a public exigency. A public exigency exists when there is an imminent or actual threat to public health, safety, and welfare, and the need for the item will not permit the delay resulting from a competitive bidding.
3. Inadequate Competition: A contract may be awarded without competitive bidding when competition is determined to be inadequate after attempts to solicit bids from a number of sources as required under this Policy does not result in a qualified winning bidder.
4. Federal Contract: A contract may be awarded without competitive bidding when the purchase is made from a federal contract available on the U.S. General Services Administration schedules of contracts.
5. Awarding Agency Approval: A contract may be awarded without competitive bidding with the express written authorization of the federal agency or state pass-through agency that awarded the federal funds so long as awarding the contract without competition is consistent with state law.

**CENTRALINA COUNCIL OF GOVERNMENTS
PROCUREMENT POLICIES AND PROCEDURES
FOR FEDERAL AND OTHER FUNDING SOURCES
APPENDIX A - CENTRALINA BYLAWS ADDRESSING APPROVAL OF CONTRACTS
AMENDED FEBRUARY 11, 2015**

Article IV: CONTRACTS, EXPENDITURE OF FUNDS, EXECUTION OF DOCUMENTS

1. **Approval of Contracts:**

- a. Except as otherwise provided in these Bylaws, all contracts, agreements or other instruments which (a) require the performance of staff services or the expenditure of the Council's general operating revenue obtained through member assessment and are in an amount or value of more than \$50,000 or (b) relate to the use of federal, state, and/or local funds in an amount or value of more than \$200,000, shall first be submitted to and approved by the Executive Board of the Council. All such contracts shall be consistent with the resolution of the Executive Board and the Council's adopted budget.
- b. The Executive Director, or in his absence the Chair of the Council, shall be authorized to approve and contract for (a) the expenditure of general operating revenue in the amount or value of \$50,000 or less, (b) the expenditures of federal, state and/or local funds of \$200,000 or less. Provided in either case such contracts shall be consistent with the budget as adopted or as amended.
- c. The Executive Director is authorized to approve and contract for services to be provided to member governments at cost, regardless of amount or value, provided the service agreement entered into by the Executive Director is reported to the Executive Board at its next meeting.
- d. Except as specifically set forth in these Bylaws to the contrary, no member, officer, or employee of the Council shall have the authority to bind or obligate the Council with respect to any matter whatever or to expend any funds of the Council without the specific approval and authority of the Council.
- e. The Council shall establish a written set of policies and procedures governing approvals that shall be required prior to execution of any contracts, agreements, or other instruments to which the Council is a party. Such policies and procedures shall be consistent with, and subordinate to, state law and these Bylaws, and shall, at a minimum, define the criteria for determining in which cases the Council's attorney's approval as to form is required.
- f. Any and all contracts or other instruments to which the Council is a party shall be executed in the name of the Council by the Executive Director, Assistant Director, the Chair, or the Vice Chair, or upon designation by the Executive Director, other directors reporting to the Executive Director, including without limitation the Chief Finance

Officer, Grants Development Director or division directors (including Aging Services, Community & Economic Development, Planning, and Workforce divisions).

Conflict of Interest

Purpose:

The Conflict of Interest Policy establishes conflict of interest standards that (1) apply when the Centralina Council of Governments, d.b.a Centralina Regional Council (“Centralina”) enters into a Contract or makes a Subaward, and (2) meet or exceed the requirements of North Carolina law and 2 C.F.R. § 200.318(c). This policy statement is used in combination with the Conflict of Interest statement contained within Centralina’s Personnel Policy Manual.

The appropriate Example Forms, Compliance Checklists, and Disclosure Forms relevant to the Conflict of Interest policy can be requested and obtained from Centralina’s Finance Office.

1. Application:

- a. This Policy shall apply when Centralina (1) enters into a Contract to be funded, in part or in whole, by Federal Financial Assistance to which 2 C.F.R. § 200.318(c) applies, or (2) makes any Subaward to be funded by Federal Financial Assistance to which 2 C.F.R. § 200.318(c) applies.
- b. If a federal statute, regulation, or the terms of a financial assistance agreement applicable to a particular form of Federal Financial Assistance conflicts with any provision of this Policy, such federal statute, regulation, or terms of the financial assistance agreement shall govern.

2. Definitions:

- a. “*COI Point of Contact*” means the individual identified below, in the following section.
- b. “*Contract*” means, for the purpose of Federal Financial Assistance, a legal instrument by which Centralina purchases property or services needed to carry out a program or project under a Federal award.
- c. “*Contractor*” means an entity or individual that receives a Contract.
- d. “*Covered Individual*” means a Public Officer, employee, or agent of Centralina.
- e. “*Covered Nonprofit Organization*” means a nonprofit corporation, organization, or association, incorporated or otherwise, that is organized or operating in the State of North Carolina primarily for religious, charitable, scientific, literary, public health and safety, or educational purposes, excluding any board, entity, or other organization created by the State of North Carolina or any political subdivision of the State (including Centralina).
- f. “*Direct Benefit*” means, with respect to a Public Officer or employee of Centralina, or the spouse of any such Public Officer or employee, (i) having a ten percent (10%) ownership interest or other interest in a Contract or Subaward; (ii) deriving any income or commission directly from a Contract or Subaward; or (iii) acquiring property under a Contract or Subaward.
- g. “*Federal Financial Assistance*” means Federal financial assistance that Centralina receives or administers in the form of grants, cooperative agreements, non-cash contributions or donations of property (including donated surplus property), direct appropriations, food commodities, and other Federal financial assistance (except that the term does not include loans, loan guarantees, interest subsidies, or insurance).
- h. “*Governing Board*” means the Centralina Board of Delegates.

- i. *“Immediate Family Member”* means, with respect to any Covered Individual, (i) a spouse, and parents thereof, (ii) a child, and parent thereof, (iii) a parent, and spouse thereof, (iv) a sibling, and spouse thereof, (v) a grandparent and grandchild, and spouses thereof, (vi) domestic partners and parents thereof, including domestic partners of any individual in (ii) through (v) of this definition; and (vii) any individual related by blood or affinity whose close association with the Covered Individual is the equivalent of a family relationship.
 - j. *“Involved in Making or Administering”* means (i) with respect to a Public Official or employee, (a) overseeing the performance of a Contract or Subaward or having authority to make decisions regarding a Contract or Subaward or to interpret a Contract or Subaward, or (b) participating in the development of specifications or terms or in the preparation or award of a Contract or Subaward, (ii) only with respect to a Public Official, being a member of a board, commission, or other body of which the Public Official is a member, taking action on the Contract or Subaward, whether or not the Public Official actually participates in that action.
 - k. *“Pass-Through Entity”* means a non-Federal entity that provides a Subaward to a Subrecipient to carry out part of a Federal program.
 - l. *“Public Officer”* means an individual who is elected or appointed to serve or represent Centralina (including, without limitation, any member of the Governing Board), other than an employee or independent contractor of Centralina.
 - m. *“Recipient”* means an entity, usually but not limited to a non-Federal entity, that receives a Federal award directly from a Federal awarding agency. The term does not include Subrecipients or individuals that are beneficiaries of the award.
 - n. *“Related Party”* means (i) an Immediate Family Member of a Covered Individual, (ii) a partner of a Covered Individual, or (iii) a current or potential employer (other than Centralina) of a Covered Individual, of a partner of a Covered Individual, or of an Immediate Family Member of a Covered Individual.
 - o. *“Subaward”* means an award provided by a Pass-Through Entity to carry out part of a Federal award received by the Pass-Through Entity. It does not include payments to a contractor or payments to a contractor or payments to an individual that is a beneficiary of a Federal program.
 - p. *“Subcontract”* means mean any agreement entered into by a Subcontractor to furnish supplies or services for the performance of a Contract or a Subcontract. It includes, but is not limited to, purchase orders, and changes and modifications to purchase orders.
 - q. *“Subcontractor”* means an entity that receives a Subcontract.
 - r. *“Subrecipient”* means an entity, usually but not limited to a non-Federal entity, that receives a subaward from a Pass-Through Entity to carry out part of a Federal award; but does not include an individual that is a beneficiary of such award. A subrecipient may also be a recipient of other Federal awards directly from a Federal awarding agency.
 - s. *“Centralina”* has the meaning specified.
3. COI Point of Contact:
- a. Appointment of COI Point of Contact: Executive Director, an employee of Centralina, shall have primary responsibility for managing the disclosure and resolution of potential or actual conflicts of interest arising under this Policy. In the event that the Executive Director is unable to serve in such capacity, Finance Director shall assume

responsibility for managing the disclosure and resolution of conflicts of interest arising under this Policy. The individual with responsibility for managing the disclosure and resolution of potential or actual conflicts of interest shall be known as the “*COI Point of Contact*”.

- b. Distribution of Policy: The COI Point of Contact shall ensure that each Covered Individual receives a copy of this Policy.

4. Conflict of Interest Standards in Contracts and Subawards:

- a. North Carolina Law: North Carolina law restricts the behavior of Public Officials and employees of Centralina involved in contracting on behalf of Centralina. Centralina shall conduct the selection, award, and administration of Contracts and Subawards in accordance with the prohibitions imposed by the North Carolina General Statutes.

- G.S. § 14-234(a)(1). A Public Officer or employee of Centralina Involved in Making or Administering a Contract or Subaward on behalf of Centralina shall not derive a Direct Benefit from such a Contract or Subaward.
- G.S. § 14-234(a)(3). No Public Officer or employee of Centralina may solicit or receive any gift, favor, reward, service, or promise of reward, including but not limited to a promise of future employment, in exchange for recommending, influencing, or attempting to influence the award of a Contract or Subaward by Centralina.
- G.S. § 14-234.3. If a member of the Governing Board of Centralina serves as a director, officer, or governing board member of a Covered Nonprofit Organization, such member shall not (1) deliberate or vote on a Contract or Subaward between Centralina and the Covered Nonprofit Corporation, (2) attempt to influence any other person who deliberates or votes on a Contract or Subaward between Centralina and the Covered Nonprofit Corporation, or (3) solicit or receive any gift, favor, reward, service, or promise of future employment, in exchange for recommending or attempting to influence the award of a Contract or Subaward to the Covered Nonprofit Organization.
- G.S. § 14-234.1. A Public Officer or employee of Centralina shall not, in contemplation of official action by the Public Officer or employee, or in reliance on information which was made known to the public official or employee and which has not been made public, (1) acquire a pecuniary interest in any property, transaction, or enterprise or gain any pecuniary benefit which may be affected by such information or other information, or (2) intentionally aid another in violating the provisions of this section.

- b. Federal Standards

- Prohibited Conflicts of Interest in Contracting. Without limiting any specific prohibition set forth, a Covered Individual may not participate in the selection, award, or administration of a Contract or Subaward if such Covered Individual has a real or apparent conflict of interest.
 - Real Conflict of Interest. A real conflict of interest shall exist when the Covered Individual or any Related Party has a financial or other interest in or a tangible personal benefit from a firm considered for a Contract or Subaward. A non-exhaustive list of examples of (i) financial or other interests in a firm considered for a Contract or Subaward, and (ii) tangible personal benefits from a firm considered for a Contract or Subaward can be requested and obtained from Centralina’s Finance Office.

- Apparent Conflict of Interest. An apparent conflict of interest shall exist where a real conflict of interest may not exist, but where a reasonable person with knowledge of the relevant facts would find that an existing situation or relationship creates the appearance that a Covered Individual or any Related Party has a financial or other interest in or a tangible personal benefit from a firm considered for a Contract or Subaward.
- Identification and Management of Conflicts of Interest
 - Duty to Disclose and Disclosure Forms
 - i. Each Covered Individual expected to be or actually involved in the selection, award, or administration of a Contract or Subaward has an ongoing duty to disclose to the COI Point of Contact potential real or apparent conflicts of interest arising under this Policy.
 - ii. Prior to Centralina's award of a Contract or Subaward, the COI Point of Contact shall advise Covered Individuals expected to be involved in the selection, award, or administration of the Contract or Subaward of such duty.
 - iii. If the value of a proposed Contract or Subaward exceeds \$200,000, the COI Point of Contact shall collect a Conflict of Interest Disclosure Form (for Contracts or for Subawards) from each Covered Individual and file such Conflict of Interest Disclosure Form in records of Centralina. These Disclosure Forms can be requested and obtained from Centralina's Finance Office.
 - Identification Prior to Award of Contract or Subaward.
 - iv. Prior to Centralina's award of a Contract or Subaward, the COI Point of Contact shall complete the appropriate Compliance Checklist (for Contracts or for Subawards) and file such Compliance Checklist in the records of Centralina. The Compliance Checklist can be requested and obtained from Centralina's Finance Office.
- Management Prior to Award of Contract or Subaward
 - If, after completing the Compliance Checklist, the COI Point of Contact identifies a potential real or apparent conflict of interest relating to a proposed Contract or Subaward, the COI Point of Contact shall disclose such finding in writing to Centralina Board of Delegates Chair and to each member of the Governing Board. If the Governing Board desires to enter into the proposed Contract or Subaward despite the identification by the COI Point of Contact of a potential real or apparent conflict of interest, it may either:
 - i. accept the finding of the COI Point of Contact and direct the COI Point of Contact to obtain authorization to enter into the Contract or Subaward from (a) if Centralina is a Recipient of Federal Financial Assistance, the Federal awarding agency with appropriate mitigation measures, or (b) if Centralina is a Subrecipient of Federal Financial Assistance, from the Pass-Through Entity that provided a Subaward to Centralina; or
 - ii. reject the finding of the COI Point of Contact and enter into the Contract or Subaward. In rejecting any finding of the COI Point of Contact, the Governing Board shall in writing document a justification supporting such rejection.

- If the COI Point of Contact does not identify a potential real or apparent conflict of interest relating to a proposed Contract or Subaward, Centralina may enter into the Contract or Subaward in accordance with Centralina's purchasing or subaward policy.
- Identification After Award of Contract or Subaward.
 - If the COI Point of Contact discovers that a real or apparent conflict of interest has arisen after Centralina has entered into a Contract or Subaward, the COI Point of Contact shall, as soon as possible, disclose such finding to the Centralina Board of Delegates Chair and to each member of the Governing Board. Upon discovery of such a real or apparent conflict of interest, Centralina shall cease all payments under the relevant Contract or Subaward until the conflict of interest has been resolved.
- Management After Award of Contract or Subaward
 - Following the receipt of such disclosure of a potential real or apparent conflict of interest, the Governing Board may reject the finding of the COI Point of Contact by documenting in writing a justification supporting such rejection. If the Governing Board fails to reject the finding of the COI Point of Contact within 15 days of receipt, the COI Point of Contact shall:
 - i. if Centralina is a Recipient of Federal Financial Assistance funding the Contract or Subaward, disclose the conflict to the Federal awarding agency providing such Federal Financial Assistance in accordance with 2 C.F.R. § 200.112 and/or applicable regulations of the agency, or
 - ii. if Centralina is a Subrecipient of Federal Financial Assistance, disclose the conflict to the Pass-Through Entity providing a Subaward to Centralina in accordance with 2 C.F.R. § 200.112 and applicable regulations of the Federal awarding agency and the Pass-Through Entity.

5. **Oversight of Subrecipient's Conflict of Interest Standards**

- a. Subrecipients of Centralina Must Adopt Conflict of Interest Policy: Prior to Centralina's execution of any Subaward for which Centralina serves as a Pass-Through Entity, the COI Point of Contact shall ensure that the proposed Subrecipient of Federal Financial Assistance has adopted a Conflict of Interest policy that satisfies the requirements of 2 C.F.R. § 200.318(c)(1), 2 C.F.R. § 200.318(c)(2), and all other applicable federal regulations.
- b. Obligation to Disclose Subrecipient Conflicts of Interest: The COI Point of Contact shall ensure that the legal agreement under which Centralina makes a Subaward to a Subrecipient shall require such Subrecipient to disclose to the COI Point of Contact any potential real or apparent conflicts of interest that the Subrecipient identifies. Upon receipt of such disclosure, the COI Point of Contact shall disclose such information to the Federal awarding agency that funded the Subaward in accordance with that agency's disclosure policy.

6. **Gift Standards**

- a. Federal Standard: A Covered Individual may not solicit or accept gratuities, favors, or anything of monetary value from a Contractor or a Subcontractor.

- b. Exception: A Covered Individual may accept an unsolicited gift from a Contractor or Subcontractor of one or more types specified below if the gift has an aggregate market value of \$20 or less per source per occasion, provided that the aggregate market value of all gifts received by the Covered Individual does not exceed \$50 in a calendar year:
- honorariums for participating in meetings;
 - advertising items or souvenirs of nominal value; or
 - meals furnished at banquets.
- c. Internal Reporting: A Covered Individual shall report any gift accepted to the COI Point of Contact. If required by regulation of a Federal awarding agency, the COI Point of Contact shall report such gifts to the Federal awarding agency or a Pass-Through Entity for which Centralina is a Subrecipient.

7. **Violations of Policy**

- a. Disciplinary Actions for Covered Individuals: Any Covered Individual that fails to disclose a real, apparent, or potential real or apparent conflict of interest arising with respect to the Covered Individual or Related Party may be subject to disciplinary action, including, but not limited to, an employee's termination or suspension of employment with or without pay, the consideration or adoption of a resolution of censure of a Public Official by the Governing Board, or termination of an agent's contract with Centralina.
- b. Disciplinary Actions for Contractors and Subcontractors: Centralina shall terminate any Contract with a Contractor or Subcontractor that violates any provision of this Policy.
- c. Protections for Whistleblowers: In accordance with 41 U.S.C. § 4712, Centralina shall not discharge, demote, or otherwise discriminate against an employee in reprisal for disclosing to any of the list of persons or entities provided below, information that the employee reasonably believes is evidence of gross mismanagement of a federal contract or grant, a gross waste of federal funds, an abuse of authority relating to a federal contract or grant, a substantial and specific danger to public health or safety, or a violation of law, rule, or regulation related to a federal contract (including the competition for or negotiation of a contract) or grant: (i) a member of Congress or a representative of a committee of Congress; (ii) an Inspector General; (iii) the Government Accountability Office; (iv) a Treasury or other federal agency employee responsible for grant oversight or management; (v) an authorized official of the Department of Justice or other law enforcement agency; (vi) a court or grand jury; or (vii) a management official or other employee of Centralina, a Contractor, or Subcontractor who has the responsibility to investigate, discover, or address misconduct.



Centralina

ECONOMIC DEVELOPMENT DISTRICT

Item 4



Economic Development District Agenda Item Cover Sheet

Board Meeting Date:	July 20, 2023	Agenda Item Type:	Consent:		Regular:	X
Submitting Person:	Geraldine Gardner	Presentation Time:	10 minutes			
Presenter at Meeting:	Geraldine Gardner	Phone Number:	704-351-7130			
		Email:	ggardner@centralina.org			
Alternate Contact:	Narissa Claiborne	Phone Number:	717-434-2284			
		Email:	nknight@centralina.org			
Submitting Department:	CEDD Admin	Department Head Approval:	Geraldine Gardner			
Description of Agenda Item: <i>(This wording will be used to summarize the item on the agenda cover page.)</i>						
Final Reading and Adoption of By-Laws Amendment						
The Board will complete a third and final reading of the proposed amendments to the organization's by-laws and vote for approval.						
Background & Basis of Recommendations:						
<p>The organization's by-laws have not been updated since 2011 and the President is recommending a series of changes that were reviewed at the January and April meetings. Centralina's attorney at Shumaker & Associates submitted an official mark up of edits which was reviewed at the second reading at the April 20th board meeting.</p> <p>No further edits were made to the proposed amendments following the April reading.</p>						
Organization's by-laws, section 9.03						
<p>Amendments to these Bylaws may be proposed by the President or by a majority vote of the Board of Directors. Any proposed amendments must be in writing and must be read at two (2) consecutive meetings of the Commission following the meeting at which such Amendment was initially proposed. It may be voted on at the meeting at which the second reading occurs. A majority favorable vote of the Directors present at the meeting shall be necessary for adoption of the proposed amendments to the Bylaws.</p>						
Requested Action / Recommendation:						
Motion to approve the amendment to the Centralina Economic Development District's By Laws.						
Time Sensitivity: <i>(none or explain)</i>	Third reading of the by-laws amendment for approval at the July meeting.					
Budget Impact: <i>(none or explain)</i>	None					
Attachments: <i>(none or list)</i>	1. By-Laws Amended (Clean Copy)					

**SECOND AMENDED AND RESTATED BYLAWS OF
CENTRALINA ECONOMIC DEVELOPMENT COMMISSION, INC.,
A NORTH CAROLINA NONPROFIT CORPORATION**

[THE BYLAWS WERE ORIGINALLY ADOPTED ON MARCH 10, 2005, WERE REVISED AND AMENDED ON MARCH 23, 2006, AND AMENDED AND RESTATED ON JULY 21, 2011. THE PURPOSE OF THIS SECOND AMENDED AND RESTATED VERSION IS TO AMEND AND RESTATE THE BYLAWS AS OF JULY 20, 2023]

BYLAWS

ARTICLE I. OBJECTIVES

The objective of CENTRALINA ECONOMIC DEVELOPMENT COMMISSION, INC. d.b.a. the Centralina Economic Development District (the "Commission") is to promote a strong and growing economy by carrying out community economic development programs in the North Carolina counties in the "Centralina Region," (including Anson, Cabarrus, Gaston, Iredell, Lincoln, Mecklenburg, Rowan, Stanly and Union and the City of Charlotte). The Commission shall be classified as a charitable organization as provided in Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law).

No part of the net earnings of the Commission shall inure to the benefit of, or be distributable to its Directors, Officers, or other private persons, except that the Commission shall be authorized and empowered to pay reasonable compensation for services rendered or expenses incurred and to make payment and distributions in furtherance of the purposes set forth in these Bylaws and in the Articles of Incorporation. Notwithstanding any other provision of these Bylaws, the Commission shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue law).

ARTICLE II - OFFICES AND REGISTERED AGENT

Section 2.01. Principal Office. The principal office of the Commission in the State of North Carolina shall be located in the Centralina nine-county region. The Commission may change its principal office or have such other offices, either within or without the state of North Carolina, as the Board of Directors may direct or as the business of the Commission may require from time to time.

Section 2.02. Registered Office. The Commission shall maintain a registered office as required by the North Carolina Nonprofit Corporation Act (hereinafter referred to as "Act"), at a location in North Carolina designated by the Board of Directors from time to time. In the absence of a contrary designation by the Board of Directors, the registered office of the Commission shall be its principal office.

Section 2.03. Registered Agent. The Commission shall maintain a registered agent as required by the Act who shall have a business office at the Commission's registered office. The registered agent shall be designated by the Board of Directors from time to time. In the absence of such designation, the registered agent shall be the Executive Director of the Centralina Council of Governments, d.b.a. Centralina Regional Council ("Centralina") who serves as a non-voting, Ex-Officio director on the Commission Board of Directors.

Section 2.04. Filings. In the absence of directions from the Board of Directors to the contrary, the Secretary/Treasurer of the Commission shall cause the Commission to maintain current all filings in respect of the registered office and registered agent with all governmental officials as required by the Act.

ARTICLE III. MEMBERSHIP

Section 3.01. No Members. The Commission shall have no members.

ARTICLE IV. BOARD OF DIRECTORS

Section 4.01. General Powers. The governing body of the Commission is its Board of Directors. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Commission shall be managed under the direction of, its Board of Directors, except as otherwise provided in the Articles of Incorporation or in an agreement valid under the Act.

Section 4.02. Appointment, Number and Tenure.

(a) Directors shall be appointed to either a two-year term (for Directors representing public sector organizations) or a three-year term (for Directors representing private sector organization or Centralina at-large). All Director terms shall be based on a calendar year, beginning on January 1 and ending on December 31.

(b) The Board of Directors shall be appointed by the Executive Committee of Centralina at its last regular meeting in each calendar year, but in all events on or before January 1, of each year.

(c) The number of Directors constituting the Board of Directors of the Commission shall be not less than twenty-five (25) nor more than thirty-one (31). The Board of Directors as a whole must continually meet the criteria set forth in Subsection 4.03 of these Bylaws. Each Director shall hold office until his death, resignation, retirement, removal, disqualification, or his successor shall have been appointed and qualified.

(d) Reappointment. Directors may be reappointed without limitation. Prior to the end of the term of each Director, the Board of Directors may review and recommend to the Executive Committee of Centralina any Directors to be reappointed. Factors the Executive Committee should consider when determining the reappointment of any Director should include, but are not limited to: the Director's attendance at Board of Directors meetings and subcommittee meetings, and participation in CEDD activities (such as CEDS development and implementation).

(e) Removal. Any Director may be removed at any time with or without cause by the Executive Committee of Centralina by delivering written notice of the removal to the Director and to the Commission.

(f) Resignation. A Director may resign at any time by communicating his resignation to the Board of Directors, the Chairman, or to the Commission.

(g) Vacancies. Any vacancy occurring in the Board of Directors may, but shall not be required to, be filled by the Executive Committee of Centralina, consistent with the provisions and requirements of Section 4.03 of these Bylaws, so long as the minimum number of Directors is maintained. A Director appointed to fill a vacancy shall serve for the unexpired term of his or her predecessor in office. Any appointed Directorship to be filled by reason of an increase in the number of Directors shall be filled in like manner.

Section 4.03. Qualifications. The Board of Directors must at all times be broadly representative of the principal economic interests of the Centralina Region. Specifically, the organization and governance of the affairs of the Commission shall be the responsibility of the Board of Directors. The Board of Directors must at all times comply with the organization and governance requirements set forth in 13 CFR § 304.2(c) as that section is amended from time to time.

Section 4.04. Regular Meetings. Regular meetings of the Board of Directors shall be held without notice other than specified in these Bylaws. The meetings shall be held at the time and place within the Centralina Region designated by the Board of Directors from time to time. In absence of any such designation, meetings shall be held at least quarterly in January, April, June, and October of each year for the transaction of such business as may come before the meeting. The January meeting each year shall be designated as the “Annual Meeting” of the Commission. The President and COO may change the time and place for the holding of regular meetings. At least one meeting each year shall be open to the public and the date of and agenda for that meeting must be published sufficiently in advance to allow the public a reasonable time to prepare in order to participate effectively. The public meeting shall generally be held in January of each year and shall be designated as the Annual Meeting of the Commission.

Section 4.05. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the Chairman or any three Directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place, either within or without the State of North Carolina, as the place for holding any special meeting of the Board of Directors called by them.

Section 4.06. Notice. Notice of any special meeting shall be given at least seventy-two (72) hours previous thereto by written, electronic, or telephonic notice delivered personally, transmitted, faxed or mailed to each Director at his or her address as reflected in the records of the Commission. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors must be specified in the notice or waiver.

Section 4.07. Quorum. One third (1/3) of the total number of the Directors (excluding vacancies) shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. The withdrawal of a Director from a meeting at which a quorum has been established shall not affect any actions of the Board of Directors unless immediately before any vote a quorum call is requested by a Director and there are not sufficient Directors then present to constitute a quorum. A Director will be considered present, including being counted in constitution of a quorum, and eligible to participate in the vote on matters before the Board of Directors at a Commission meeting if the Director is connected by interactive electronic means to the meeting in the form of conference call phone line, videoconference or audio-visual internet connection.

Section 4.08. Manner of Acting. The act of a majority of the Directors present at a meeting at which a quorum was present shall be the act of the Board of Directors.

Section 4.09. Presumption of Assent. A Director of the Commission who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken, unless his dissent shall be entered in the minutes of the meeting, or unless he shall file his written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof. Such right to dissent shall not apply to a Director who voted in favor of such action.

Section 4.10. Informal Action by Directors. Any action required to be taken at a meeting of the Board of Directors, or any other action which may be taken at a meeting of the Directors,

may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all the Directors entitled to vote with respect to the subject matter thereof.

Section 4.11. Conduct of Meetings – Parliamentary Procedure. The Chairman of the Board shall preside at all meetings of the Board of Directors. In the absence or at the request of the Chairman, the Vice Chairman or the President shall preside at such meeting. The Secretary/Treasurer, or in the absence or at the request of the Secretary/Treasurer, any person designated by the presiding officer shall act as secretary of such meeting. The meetings of the Commission will be conducted utilizing the rules of parliamentary procedure outlined in Robert’s Rules of Order; and the legal counsel, when present, shall serve as parliamentarian.

ARTICLE V. OFFICERS

Section 5.01. Elective Officers. The Officers of the Commission shall consist of a Chairman, a Vice Chairman, a Secretary/Treasurer, and a President (Chief Operating Officer). Each of these Officers, except the President, shall be elected in the manner hereinafter provided and shall serve from their election date for a two (2) year term or until a successor shall be appointed.

Section 5.02. Nomination of Officers. At or before the April meeting of the Commission in the year in which Officers are to be elected (i.e., every other year), the Board of Directors shall nominate one or more candidates for each office (except the President/Chief Operating Officer). The Chief Operating Officer (President) shall be elected by the Board of Directors and shall serve at the pleasure of the Board of Directors, and shall be a non-voting Ex-Officio member of the Board of Directors.

Section 5.03. Further Nominations. Following the nomination of Officers as set forth in Section 5.02, the Board of Directors shall call for any further nominations from the floor of the meeting, after which the nominations shall be declared closed.

Section 5.04. Voting Procedure. Assuming a quorum of Directors is present, the Chairman shall call for a vote for the offices to be elected. Such a vote shall be taken by voice

vote, or by such other means as agreed to by a majority of the Directors present. In the event there is not a quorum of Directors at the meeting in question, the President shall, within ten (10) days following such meeting, furnish each Director of the Commission with an official ballot for those offices for which a voice vote was not taken. Each Director shall be entitled to vote by secret ballot and shall mail, e-mail, or fax the Director's ballot so that it will be received by the President at least one (1) day prior to the next meeting of the Commission. The person receiving the highest number of votes for each office shall be elected.

Section 5.05. Attendance at Meetings. Directors are expected to attend all of the regular meetings of the Commission. Directors who are unable to attend at least two (2) of four (4) regular meetings of the Commission during any twelve (12) month period shall be requested by the Chairman or the President of the Commission to consider resigning his or her position on the Commission. If such Director elects not to resign, the Commission may, after notice to the Director involved, vote to remove the Director for lack of attendance. Such removal shall be considered for cause. The Commissioner asked to resign for lack of attendance shall not be entitled to vote on such motion.

Section 5.06. Chairman. The Chairman shall preside at all meetings of the Commission and shall appoint all committees which may be herein provided for and such other committees as the Chairman may deem advisable.

Section 5.07. Vice Chairman. The Vice Chairman shall, in the absence of the Chairman, preside at meetings and exercise all of the powers of the Chairman.

Section 5.08. Secretary/Treasurer. The Secretary/Treasurer, or his or her designee, shall insure that a record of all minutes of each meeting are kept and distributed or read for approval at each successive meeting. The Secretary/Treasurer shall read and file all resolutions and papers which may come before the Commission. The Secretary/Treasurer, or his or her designee, shall retain custody of all resolutions and papers which may come before the Commission. The Commission, at the direction of the Secretary/Treasurer, shall render a statement of the financial condition of the Commission at each regular meeting and an audited statement at the end of each fiscal year.

Section 5.09. President. The President shall serve as the Chief Operating Officer of the Commission and shall be responsible for the day-to-day operations of the Commission. The President shall perform such other duties as requested by the Chairman of the Commission and/or the Board of Directors. The President shall be appointed by the Executive Committee of Centralina and serve on the Board of Directors as a non-voting Ex-Officio Director.

ARTICLE VI. COMMITTEES

Section 6.01. Appointment of Committees. The Chairman may establish such advisory committees as he or she may deem advisable, which committee shall advise the Commission as to particular matters. The members of such committees shall be appointed by and shall serve at the will of the Chairman. At least one member of any such committee shall be a Director, who shall act as a liaison between the committee and the Commission.

Section 6.02. Committee Meetings. All Directors shall be given notice of any advisory committee meeting and any Director may attend such meeting.

ARTICLE VII. STAFFING, CONTRACTS, LOANS, CHECKS AND DEPOSITS

Section 7.01. Staffing. The Commission may contract for, or employ its own personnel, to provide administrative services and to provide for the day-to-day operations of the Commission, all as determined by the Board of Directors.

Section 7.02. Contracts.

(a) Except as otherwise provided in these Bylaws, all contracts, agreements or other instruments which (a) require the performance of staff services or the expenditure of the Commission's general operating revenue obtained through member assessment and are in an amount or value of more than \$50,000 or (b) relate to the use of federal, state, and/or local funds in an amount or value of more than \$200,000, shall first be submitted to and approved by the

Board of Directors of the Commission. All such contracts shall be consistent with the resolution of the Board of Directors and the Commission's adopted budget.

(b) The President and COO of the Commission, shall be authorized to approve and contract for (a) the expenditure of general operating revenue in the amount or value of \$50,000 or less, (b) the expenditures of federal, state and/or local funds of \$200,000 or less; provided in either case such contracts shall be consistent with the budget as adopted or as amended.

(c) Except as specifically set forth in these Bylaws to the contrary, no member, officer, or employee of the Commission shall have the authority to bind or obligate the Commission with respect to any matter whatever or to expend any funds of the Commission without the specific approval and authority of the Commission.

(d) The Commission shall establish a written set of policies and procedures governing approvals that shall be required prior to execution of any contracts, agreements, or other instruments to which the Commission is a party. Such policies and procedures shall be consistent with, and subordinate to, state law and these Bylaws, and shall, at a minimum, define the criteria for determining in which cases the Commission's attorney's approval as to form is required.

(e) Any and all contracts or other instruments to which the Commission is a party shall be executed in the name of the Commission by the Chairman, the Vice Chairman, President, or upon designation by the Chairman, other directors reporting to the Chairman.

Section 7.03. Loans. No loans to acquire or borrow funds shall be contracted on behalf of the Commission and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 7.04. Checks, Drafts, Etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued on behalf of the Commission shall be signed by the President (Chief Operating Officer) and one of the three standing Executive Officers

of the Commission (Chairman, Vice-Chairman, or Secretary\Treasurer) or in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 7.05. Deposits. All funds of the Commission not otherwise employed shall be deposited from time to time to the credit of the Commission in such banks, trust companies, other depositories, or fiscal agent as the Board of Directors may select.

Section 7.06. President Authority. The President in performance of duties as Chief Operating Officer is authorized to enter into contracts and deliver instruments in the name of and on behalf of the Commission necessary for the day-to-day operations of the Commission, including general banking activities, and intermediary grants administration and implementation. The authority granted herein is limited to activities occurring in the normal and ordinary course of business in the day-to-day operations of the Commission on behalf of the Commission. In the event of a conflict between the provisions of this Section 7.06 and any other provision of the Bylaws, the terms of Section 7.06 shall control.

ARTICLE VIII DISTRIBUTION OF ASSETS UPON DISSOLUTION

Section 8.01. Distribution of Assets. Upon dissolution of the Commission, assets thereof shall, after all of its liabilities and obligations have been discharged or adequate provision made therefor, be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future federal tax code). Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Commission is then located, exclusively for such purposes or to such organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX GENERAL PROVISIONS

Section 9.01. Fiscal Year. The fiscal year of the Commission shall begin on July 1 and end on June 30 of each year unless otherwise determined by the Board of Directors.

Section 9.02. Seal. The Board of Directors may provide a corporate seal which shall be circular in form and shall have inscribed thereon the name of the Commission and the words "Corporate Seal".

Section 9.03. Amendments. Amendments to these Bylaws may be proposed by the President or by a majority vote of the Board of Directors. Any proposed amendments must be in writing and must be read at two (2) consecutive meetings of the Commission following the meeting at which such Amendment was initially proposed. It may be voted on at the meeting at which the second reading occurs. A majority favorable vote of the Directors present at the meeting shall be necessary for adoption of the proposed amendments to the Bylaws.

Section 9.04. Severability. Any provision of these Bylaws, or any amendment or alteration thereof, which is determined to be in violation of the Act shall not in any way render any of the remaining provisions invalid.

Section 9.05. References to Gender and Number Terms. In construing these Bylaws, feminine or neuter pronouns shall be substituted for those masculine in form and vice versa, and plural terms shall be substituted for singular and singular for plural in any place in which the context so requires.

Section 9.06. Headings. The Article and Section headings in these Bylaws are inserted for convenience only and are not part of the Bylaws.

ARTICLE X INDEMNIFICATION

Section 10.01. Definitions. For purposes of this Article X, the following definitions shall apply:

- (a) "Director" means an individual who is or was a Director of the Commission or an individual who, while a Director of the Commission, is or was serving at the Commission's request as a Director, Officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan,

or other enterprise. "Director" includes, unless the context requires otherwise, the estate or personal representative of a Director.

- (b) "Expenses" means expenses of every kind incurred in defending a proceeding, including counsel fees.
- (c) "Indemnified Officer" shall mean each Officer of the Commission who is also a Director of the Commission and each other Officer of the Commission who is designated by the Board of Directors from time to time as an Indemnified Officer. An Indemnified Officer shall be entitled to indemnification hereunder to the same extent as a Director, including, without limitation, indemnification with respect to service by the Indemnified Officer at the Commission's request as a Director, Officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise.
- (d) "Liability" means the obligation to pay a judgment, settlement, penalty, fine (including an excise tax assessed with respect to an employee benefit plan) or reasonable expenses incurred with respect to a proceeding.
- (e) "Proceeding" means any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, whether formal or informal, and any appeal therein (and any inquiry or investigation that could lead to such a proceeding).

Section 10.02. Indemnification. In addition to the indemnification otherwise provided by law, the Commission, to the extent the law allows, shall indemnify and hold harmless its Directors and Indemnified Officers (as defined herein) against all liability and expenses, including reasonable attorneys' fees, in any proceeding (including without limitation a proceeding brought by or on behalf of the Commission itself) arising out of their status as Directors or Officers, or their activities in any such capacity; provided, however, that the Commission shall not indemnify a Director or Indemnified Officer against liability or litigation expense that such person may incur on account of activities of such person which at the time taken were known or believed by him or her to be clearly in conflict with the best interests of the Commission. The Commission shall

also indemnify each Director and Indemnified Officer for reasonable costs, expenses and attorneys' fees incurred in connection with the enforcement of the rights to indemnification granted herein, if it is determined in accordance with Section 10.03 of this Article X that the Director or Indemnified Officer is entitled to indemnification hereunder.

Section 10.03. Determination. Any indemnification under Section 10.02 of this Article X shall be paid by the Commission in a specific case only after a determination that the Director or Indemnified Officer has met the standard of conduct set forth in such Section 10.02. Such determination shall be made:

- (a) by the Board of Directors by a majority vote of a quorum consisting of Directors not at the time parties to the proceeding;
- (b) if a quorum cannot be obtained under subparagraph (a), by a majority vote of a committee duly designated by the Board of Directors (in which designation Directors who are parties may participate), consisting solely of two or more Directors not at the time parties to the proceeding;
- (c) by special legal counsel (i) selected by the Board of Directors or its committee in the manner prescribed in subparagraphs (a) or (b); or (ii) if a quorum of the Board of Directors cannot be obtained under subparagraph (a) and a committee cannot be designated under subparagraph (b), selected by a majority vote of the full Board of Directors (in which selection Directors who are parties may participate);

The Board of Directors shall take all such action as may be necessary and appropriate to enable the Commission to pay the indemnification required by this Article X.

Section 10.04. Advance for Expenses. The expenses incurred by a Director or Indemnified Officer in defending a proceeding may be paid by the Commission in advance of the final disposition of such proceeding as authorized by the Board of Directors in the specific case upon receipt of an undertaking by or on behalf of the Director or Indemnified Officer to repay such amount unless it shall ultimately be determined that such person is entitled to be indemnified by

the Commission against such expenses. Subject to receipt of such undertaking, the Commission shall make reasonable periodic advances for expenses pursuant to this Section, unless the Board of Directors shall determine, in the manner provided in Section 10.03 of this Article X and based on the facts then known, that indemnification under this Article is or will be precluded.

Section 10.05. Reliance and Consideration. Any Director or Indemnified Officer who at any time after the adoption of this Article X serves or has served in any of the aforesaid capacities for or on behalf of the Commission shall be deemed to be doing or to have done so in reliance upon, and as consideration for, the right of indemnification provided herein. Such right, however, shall not be exclusive of any other rights to which such person may be entitled apart from the provisions of this Article X. No amendment, modification or repeal of this Article X shall adversely affect the right of any Director or Indemnified Officer to indemnification hereunder with respect to any activities occurring prior to the time of such amendment, modification or repeal.

The undersigned duly elected, qualified and acting President of CENTRALINA ECONOMIC DEVELOPMENT COMMISSION, INC. does hereby certify that the foregoing are the Amended and Restated Bylaws adopted by the Board of Directors by action duly taken as of July 20, 2023.

Leslie Johnson
Secretary \ Treasurer, CEDC



Centralina

ECONOMIC DEVELOPMENT DISTRICT

Item 5

Economic Development District Agenda Item Cover Sheet

Board Meeting Date:	July 20, 2023	Agenda Item Type:	Consent:		Regular:	X
Submitting Person:	Anna Lu Wilson	Presentation Time:	20 minutes			
Presenter at Meeting:	Hillary Sherman	Phone Number:	828-707-2748			
		Email:	hsherman@eda.gov			
Alternate Contact:	Anna Lu Wilson	Phone Number:	704-385-4790			
		Email:	alwilson@centralina.org			
Submitting Department:	CEDD Admin	Department Head Approval:	Christina Danis			
Description of Agenda Item: <i>(This wording will be used to summarize the item on the agenda cover page.)</i>						
EDA Update						
Hillary Sherman, North Carolina EDA Representative will share an update on current EDA funding opportunities including Tech Hubs, Build to Scale, Distressed Area Recompetes program and share information on the new EDA EDGE Portal						
Background & Basis of Recommendations:						
Hillary Sherman is the North Carolina Economic Development Representative for the U.S. Department of Commerce's Economic Development Administration. Hillary works with communities across our state to develop and implement economic development projects and helps us develop EDA grant applications.						
<i>Note: Presentation slides will only be available just prior to the meeting so as to reflect the most current information available.</i>						
Requested Action / Recommendation:						
Receive as information						
Time Sensitivity: <i>(none or explain)</i>	None					
Budget Impact: <i>(none or explain)</i>	None					
Attachments: <i>(none or list)</i>	EDA Regional Tech Hubs Fact Sheet					



The Tech Hubs Program is an economic development initiative designed to drive regional technology- and innovation-centric growth by strengthening a region’s capacity to manufacture, commercialize, and deploy critical technologies. This program will invest directly in regions with the assets, resources, capacity, and potential to transform into globally competitive innovation centers in approximately 10 years while catalyzing the creation of good jobs for American workers at all skill levels, both equitably and inclusively.

The Tech Hubs Program is an investment in our future. This program will bring together a wide array of public, private, and academic partners into a collaborative consortium focused on regional economic development needs and unique growth opportunities. By growing these new centers of innovation throughout America, the Tech Hubs Program will help strengthen U.S. economic and national security.

The Tech Hubs Program was enacted as part of the CHIPS and Science Act of 2022 (as the Regional Technology and Innovation Hubs program). The statute authorized \$10 billion for the program over five years. As part of the FY 2023 Consolidated Appropriations Act, [Congress appropriated EDA \\$500 million](#) to launch the program.

The Tech Hubs Program seeks to ensure that the industries of the future—and their good jobs—start, grow, and remain in the United States. This program will invest in U.S. regions that are focused on technologies within or across the key technology focus areas outlined in the [statute](#).

Latest Funding Opportunity

On May 12, 2023, EDA published the Tech Hubs Phase 1 [Notice of Funding Opportunity](#) (NOFO) (PDF)—the first of two phases. Below is an overview, but please read the NOFO and Frequently Asked Questions for specific details.

PHASE 1 (Deadline: August 15, 2023)

EDA will designate at least 20 Tech Hubs across the country and will separately award approximately \$15 million in strategy development grants to accelerate the development of future Tech Hubs. The Tech Hubs designation will be a widely recognized indicator of a region's potential for rapid technology-led economic growth.

PHASE 2 (EDA expects to release the Phase 2 NOFO in Fall 2023.)

In Phase 2, EDA will make at least 5 implementation awards to designated EDA Tech Hubs. Only Tech Hubs that EDA designates during Phase 1 are eligible to apply for Phase 2.

Who is eligible to apply?

Only consortia are eligible. Each consortium has certain required and optional entity types to qualify. Regional consortia could include various combinations that include academia, private sector, government, federal labs, and unions, among others. (See the NOFO for specific requirements.) In Phase 2, only consortia that EDA designates in Phase 1 will be eligible to apply.

EDA defines a Tech Hub's geography as a [Metropolitan Statistical Area \(MSA\)](#) or a similar area (including [Micropolitan Statistical Areas \(μSAs\)](#) or tightly interconnected combinations of MSAs and/or μSAs) with a concentration of assets, capital, R&D, labor market, and infrastructure strongly relevant to the Hub's selected core technology area, the Hub's identified market opportunity, and its potential to become globally competitive in that given sector, industry, and/or area within a decade. Applicants should identify their chosen geography as part of their application. Consortia may include assets or members outside their chosen geography—e.g., in nonmetro rural areas or partnerships with geographically distant but tightly mission-aligned organizations—that support the consortium's strategy and benefit the Tech Hub. If you have questions about whether you are an eligible entity, please contact TechHubs@eda.gov.



U.S. ECONOMIC DEVELOPMENT ADMINISTRATION

Distressed Area Recompete Pilot Program (Recompete Pilot Program)

The Distressed Area Recompete Pilot Program (Recompete Pilot Program) will invest \$200 million in persistently distressed communities to create and connect people to good jobs. This program will create renewed economic opportunity in communities that have for too long been forgotten. To do so, the program targets areas where prime-age (25-54 years) employment significantly trails the national average, with the goal to close this gap through large, flexible investments. As part of EDA's place-based economic development approach, the Recompete Pilot Program aims to meet communities where they are by offering grant opportunities that ensure sustainable and equitable economic growth across the United States.

EDA will deploy funding through a two-phase competition.

On June 29, 2023, EDA published the Phase 1 Notice of Funding Opportunity (NOFO). This Phase 1 NOFO invites applicants to apply for:

1. Strategy Development Grants
2. Approval of a Recompete Plan
3. Both

Applicants who receive approval of a Recompete Plan in Phase 1 will be invited to apply to Phase 2. In the Phase 2 NOFO, investments can support a wide range of implementation activities across workforce development, business and entrepreneur development, infrastructure, and additional planning, predevelopment, or technical assistance.

To support applicants in determining geographic eligibility, EDA – in partnership with Argonne National Laboratory – has released the Recompete Eligibility Mapping Tool. Please [click here](#) access the tool, which includes a user-friendly map and instructional materials.

EDA anticipates awarding approximately \$6 million to \$12 million in total for Strategy Development Grants and approving at least 20 Recompete Plans at the conclusion of Phase 1. Applicants with approved Recompete Plans will be invited to submit a Phase 2

application. EDA expects to announce Phase 1 winners and release the Phase 2 NOFO in winter 2023.

In Phase 2, applicants can apply for larger awards for implementation. EDA expects to make approximately 4-8 implementation investments, with awarded regions receiving between \$20 million and \$50 million on average.

The Recompete Pilot Program was enacted as part of the CHIPS and Science Act of 2022 (as the [Distressed Area Recompete Pilot Program](#)). [Congress appropriated EDA \\$200 million](#) – of the \$1 billion authorized for the program – as part of the FY 2023 Omnibus Appropriations Bill.



U.S. ECONOMIC DEVELOPMENT ADMINISTRATION

Build to Scale (B2S)

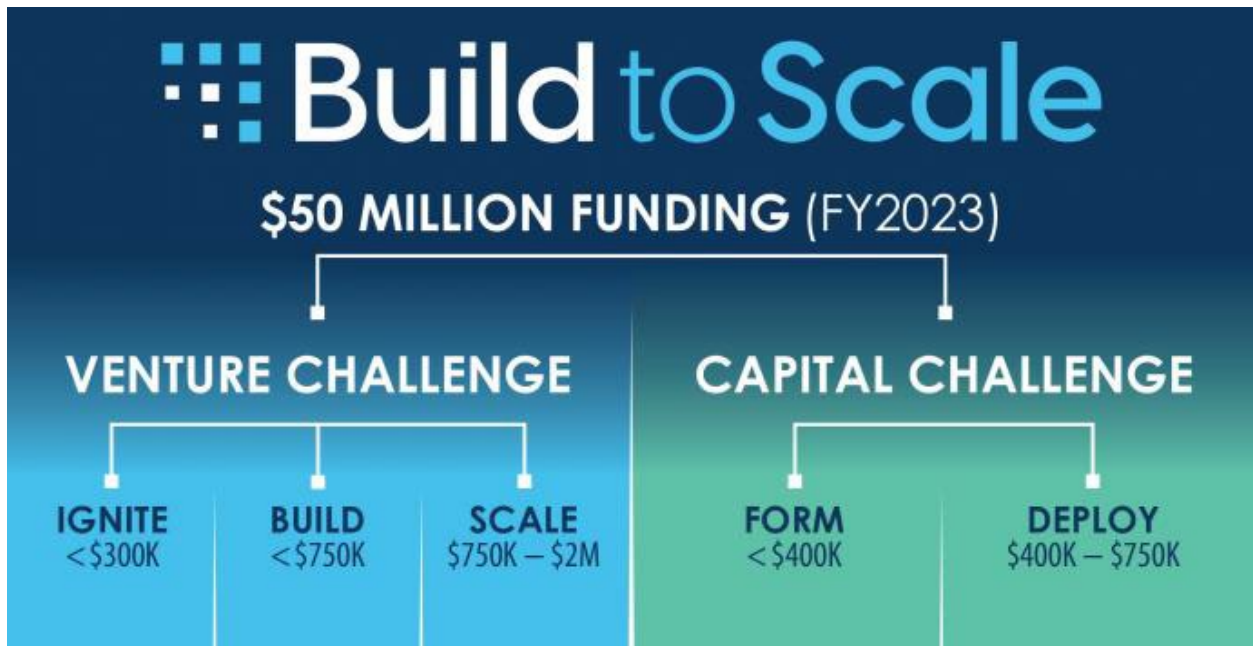


The Build to Scale Program strengthens regional economies by enabling startups to start and grow through the Venture Challenge and Capital Challenge. Learn more about the [FY23 funding opportunity](#) (NOFO) (PDF). [Apply here](#).

EDA's Office of Innovation and Entrepreneurship (OIE) leads the Build to Scale (B2S) program, which is authorized under Section 27 of the Stevenson-Wydler Technology Innovation Act of 1980 (15 U.S.C. § 3722). Under the B2S program, EDA awards and manages a portfolio of grants designed to increase regional capacity to strengthen ecosystems that equitably and inclusively support diverse technology innovators, entrepreneurs, and startups. These regions are growing technology-driven businesses, creating high-skill, high-wage jobs, and building the industries of the future.

The Build to Scale program aims to:

- facilitate access to knowledge, capital, and networks for entrepreneurial innovators to develop products and services using emerging technologies;
- test and amplify new approaches for entrepreneur support organizations to create inroads for underrepresented innovators to join and create successful startup teams;
- demonstrate how diverse and inclusive entrepreneurial ecosystems are integral to realizing equitable economic and job growth;
- accelerate the growth of regional economies that are focused on industries of the future;
- foster cross-sector partnerships necessary to bring innovations from the lab to the market through commercialization assistance; and
- address structural barriers that prevent access to equity capital.



Under the 2023 Build to Scale NOFO, EDA is running both the Venture and Capital Challenges. There will be no Industry Challenge for FY23. Unlike EDA’s Tech Hubs Program, which seeks to enable regions to become global leaders in a core technology area through multiple, coordinated, large investments in workforce development, technology advancement, business and capital supports, and infrastructure, the B2S program instead makes targeted investments to increase regional capacity to specifically support technology entrepreneurs and strengthen the ecosystems in which those entrepreneurs thrive.

Venture Challenge

The Venture Challenge funds organizations that enable startups to become the next generation of globally competitive, industry-leading companies and supports regions in overcoming barriers that prevent would-be innovators from accessing these opportunities.

The Venture Challenge seeks to start and speed up regional growth through technology-based economic development (TBED) and by strengthening regional innovation ecosystems that promote the commercialization of new technologies, grow industry clusters, and lead to more good-paying good jobs. This competition offers three funding levels—Build, Scale, and Ignite—designed for grantees to implement programming that reflects the maturity and capacity of their respective innovation and entrepreneurial ecosystems.

New for FY 2023, the Ignite Challenge is designed to support the development of nascent technology-based ecosystems to build organizational capacity to design and implement TBED projects through feasibility studies, impact analyses, and planning to

address regional innovation needs, including access to capital, and to build formal partnerships to lay the foundation for this type of work. For more information about the Venture Challenge and to view past grantees, [click here](#).

[Capital Challenge](#)

Capital Challenge awards provide programmatic and operational support for the formation, launch, or scale of investment funds that seek to provide access to the kinds of capital that enable technology companies to start and scale. Increasing access to entrepreneur-ready capital involves a wide range of activities that include, but aren't limited to, working to identify, educate, and connect groups of investors (e.g., angel networks) and standing up early-stage investment funds. These grant funds cannot be used as investment capital.

The Capital Challenge seeks to increase access to capital, particularly in regions where there is a limited supply of equity-based funding and a demonstrated opportunity to invest in innovative, technology-centric businesses within growing industry and technology clusters.

This competition offers two funding levels—Form and Deploy—designed to catalyze the development and growth of regional innovation and entrepreneurial ecosystems and address barriers to accessing equity-based capital. For more information about the Capital Challenge and to view past grantees, [click here](#).



Centralina
ECONOMIC DEVELOPMENT DISTRICT

Item 6



Economic Development District Agenda Item Cover Sheet

Board Meeting Date:	July 20, 2023	Agenda Item Type:	Consent:		Regular:	X
Submitting Person:	Anna Lu Wilson	Presentation Time:	15 minutes			
Presenter at Meeting:	Greg Needham	Phone Number:	704-687-5934			
		Email:	Greg.Needham@charlotte.edu			
Alternate Contact:	Christina Danis	Phone Number:	704-688-6502			
		Email:	cdanis@centralina.org			
Submitting Department:	CEDD Admin	Department Head Approval:	Christina Danis			
Description of Agenda Item: <i>(This wording will be used to summarize the item on the agenda cover page.)</i>						
EDA Tech Hubs Update						
<p>Greg Needham the Executive Director of Office of Research Partnerships of the Division of Research at the University of North Carolina at Charlotte will provide a brief overview of the developing regional consortium for a EDA Tech Hubs designation to support our Advanced Manufacturing cluster.</p>						
Background & Basis of Recommendations:						
<p>The EDA recently announced a Notice of Funding Opportunity for Tech Hubs. This grant is intended to drive regional technology and innovation growth by strengthening a region's capacity to manufacture, commercialize, and deploy critical technologies. This program invests directly in regions with the assets, resources, capacity, and potential to transform into globally competitive innovation centers in approximately 10 years while catalyzing the creation of good jobs for American workers at all skill levels, both equitably and inclusively.</p> <p>Centralina EDD, UNCC and the Charlotte Regional Business Alliance have been working on a concept for the Tech Hubs that will support the region's advanced manufacturing cluster and specific technologies around precision metrology, 3-D printing of ceramics and advanced, freeform optics. The consortium is interested in applying for Tech Hubs Designation and future Phase 2 implementation grant to be released in Fall 2023.</p>						
Requested Action / Recommendation:						
CEDD Board members representing workforce boards and relevant companies are asked to consider their interest in joining the Consortium as partners. Consortiums are required to have workforce boards and companies/employers.						
Time Sensitivity: <i>(none or explain)</i>	Phase 1 Deadline: August 15, 2023					

Budget Impact: <i>(none or explain)</i>	None
Attachments: <i>(none or list)</i>	None

Economic Development District Agenda Item Cover Sheet

Board Meeting Date:	July 20, 2023	Agenda Item Type:	Consent:		Regular:	X
Submitting Person:	Anna Lu Wilson	Presentation Time:	45 minutes			
Presenter at Meeting:	Christina Danis	Phone Number:	704-688-6502			
		Email:	cdanis@centralina.org			
Alternate Contact:	Anna Lu Wilson	Phone Number:	704-385-4790			
		Email:	alwilson@centralina.org			
Submitting Department:	CEDD Admin	Department Head Approval:	Christina Danis			
Description of Agenda Item: <i>(This wording will be used to summarize the item on the agenda cover page.)</i>						
CEDD Board Working Session						
Board members participate in an interactive session led by Centralina Staff to map organization focus areas and alignment to CEDS Goals, Recommendations and Action Items						
Background & Basis of Recommendations:						
<p>The purpose is to improve and capture current activities performed by board members and track metrics. Staff will lead a working session to map activities and programs that are in progress by current work of board members and in line with CEDS Goals and Recommendations.</p> <p>Questions to consider and discuss:</p> <ul style="list-style-type: none"> • How does your work/your organization's work align with the CEDS goals and recommendations? • Do any of the 26 URGENT action items line up with projects you are currently working on or plan to work on in the near future? 						
Requested Action / Recommendation:						
Receive as information						
Time Sensitivity: <i>(none or explain)</i>	None					
Budget Impact: <i>(none or explain)</i>	None					
Attachments: <i>(none or list)</i>	None					

Comprehensive Economic Development Strategy – 26 URGENT Items

GOAL 1: Expanding Economic Opportunity for All			
Action Item	Description	Lead	Partners
1.1	Harmonize disparate labor market data collection and dissemination tools across various workforce and economic development groups in the region to provide consistent and clear data that aligns with industry clusters and niche sectors region wide	Workforce Development Boards Centralina EDD	Workforce Development Boards, NCWorks Career Centers, Charlotte Regional Business Alliance (CRBA)
1.2	Integrate career pathway information and related data to ensure alignment of message across the region and maximize resources that may be available outside of different workforce development service areas	Workforce Development Boards	NCWorks Career Centers, Public Schools, Community Colleges, UNC Charlotte, NGOS (e.g., career pathway community partners)
1.4	Map workforce development resources and tools by county to identify opportunities for cross promotion by partners to improve navigation of available services by jobseekers, students, unemployed, and under employed individuals	Workforce Development Boards	NCWorks Career Centers, Public Schools, Community Colleges, Economic Development Organizations (e.g., Lake Norman EDC), UNC Charlotte

2.1	Network local business engagement leaders across various workforce and economic development organizations to collaborate on talent solutions to address businesses' needs	Centralina EDD	Economic Development Organizations, NCWorks, NC Commerce
3.2	Support local governments with land use planning and best practice models for the safe siting of community early care facilities to meet employee needs.	Centralina, Local Governments	Centralina, Transportation Planning Organizations, NCDHHS
4.1	Map resources by county to assist with partnership development and improve outreach to entrepreneurs and small business owners	CRBA	Innovate Charlotte, UNC Charlotte, City of Charlotte
4.2	Promote connectivity within region's entrepreneurial ecosystem through linkage of entrepreneurial resources, support groups and state-wide organizations such as NC IDEA	Innovate Charlotte	UNC Charlotte, CRBA, City of Charlotte
5.1	Support the regular leadership convening of community colleges, universities and health care institutions to build networks and explore project specific collaborations.	Centralina	UNC Charlotte, Community Colleges, Atrium Health, Novant Health, CRBA, Charlotte Regional Collaborative for a Global Workforce
5.2	Develop an anchor institution strategy that identifies opportunities to enhance procurement, hiring, workforce development and other levels of inclusive growth	Centralina	UNC Charlotte, CRBA, Charlotte Regional Collaborative for a Global Workforce
GOAL 2: Building Community Supportive Infrastructure			
Action Item	Description	Lead	Partners

1.1	Develop an employer-based commuter program for major regional and community employment centers	Centralina	Economic Development Organizations, UNC Charlotte, CRBA
1.2	Expand the regional coalition of CONNECT Beyond champions to coordinate major cross-jurisdictional mobility investments and exploration of regional partnership models	Centralina	Transportation Planning Organizations, Transit Agencies, NC Department of Transportation, Local Governments, Economic Development Organizations, CRBA
2.2	Evaluate opportunities for consortium applications to competitive infrastructure grants offered under the Bipartisan Infrastructure Law (e.g. MEGA, INFRA, RAISE) that address regional or cross-jurisdictional infrastructure needs	Transportation Planning Organizations	Centralina, Transit Agencies, Local Governments
2.3	Seek economic development leader advocacy for major transportation projects and support for competitive funding applications, even for projects that are located outside of a leader's county	Centralina	CRBA, Economic Development Organizations
2.5	Ensure all Centralina region MPOs and RPOs participate in the update of land use data that supports the region's travel demand model and the forecast of employment and population distribution within each county	Centralina	Transportation Planning Organizations, Economic Development Organizations, Local Governments

3.2	Support local competitive funding applications for utility and infrastructure planning and investment while exploring opportunities for regional consortium opportunities where appropriate	Centralina EDD	Local Governments, UNC Charlotte, EDPNC
4.1	Launch a regional housing dialogue to understand challenges to housing diversity, quality and affordability and opportunities for collaboration	Centralina, CRBA	UNC Charlotte, NGOs (e.g., United Way of Iredell, Community Development Corporations, Fair Housing Advocates) Housing Authorities, Local Governments, housing providers, affordable housing providers
5.1	Support NCDOT initiatives to incorporate broadband into new and upgraded transportation facilities	Transportation Planning Organizations	Central Piedmont Community College, Economic Development Organizations, Local Governments
5.2	Develop a Digital Inclusion Plan for the region that supports the State of North Carolina's Digital Divide Plan and leverages new resources offered in the American Rescue Plan Act and other related state and federal digital infrastructure funding opportunities	Centralina, NC State Institute for Emerging Issues	State Agencies (NC Department of Information Technology), Local Governments, Community Colleges and Universities

			(e.g., Central Piedmont Community College)
5.3	Support local competitive funding applications for broadband and digital infrastructure planning and investment while exploring opportunities for regional consortium opportunities where appropriate	Centralina	NC Department of Information Technology
GOAL 3: Strengthening Economic Resilience and Global Competitiveness			
Action Item	Description	Lead	Partners
1.1	Identify cross linkages and convergences within the advanced manufacturing, health & life sciences and IT and logistics & distribution clusters	Centralina	CRBA, Economic Development Organizations, UNC Charlotte, CRBA's Economic Development Advisory Council
2.1	Investigate and determine feasibility of a regional Supply Chain Council to engage existing industry to plan for effective solutions	Centralina	Economic Development Organizations, Businesses, CRBA
2.2	Support the development of a regional network of innovation hubs to house advanced manufacturing research, testing, prototype fabrication and workforce development programming	Centers of Excellence, Colleges and Universities	Centralina
2.4	Invest in diversifying and upskilling the advanced manufacturing talent pipeline through apprenticeships, harmonized career pathway descriptions and collaborative training models	Workforce Development Boards, Private sector	NCWorks Career Centers, Public Schools, Community Colleges, NGOS (e.g.,

			career pathway community partners)
3.1	Improve cross-regional knowledge of target industries and niche sectors in each county to strengthen regional competitiveness and identify opportunities for collaboration	CRBA	Economic Development Organizations
4.1	Support the development of new and expansion of existing centers of excellence that support commercialization activities within the region's industry clusters and niche sectors such as energy, materials, defense, IT/cyber and life sciences	UNC Charlotte, Community Colleges	EDPNC, Centralina EDD, EDA
4.2	Assess the R&D, innovation and technology commercialization resources within the region's industry clusters to identify areas of weakness, opportunity and collaboration	UNC Charlotte	Centralina EDD