

# ORLAND PARK HERITAGE SITES ADVISORY BOARD

## BYLAWS

### ARTICLE I NAME AND PURPOSE

#### Section 1. Name

This organization was created on July 7, 2025, through the passage of Ordinance Number 6023 by the President and Board of Trustees of the Village of Orland Park Heritage Sites Advisory Board, and it is hereafter referred to as the "Board."

#### Section 2. Purpose

- (a) The Heritage Sites Advisory Board shall advise and make recommendations to the Village Board regarding the identification, preservation, protection, and promotion of the Village's historical and cultural resources as well as:
- Seek to encourage the rehabilitation, restoration, and adaptive reuse of structures, sites, and artifacts of historical or cultural significance.
  - Identify opportunities for acquiring and preserving materials and properties of historical value.
  - Suggest programs, events, and initiatives that commemorate and interpret the community's heritage.
- (b) To undertake, from time to time, such programs or activities as agreed upon with the Board of Trustees that are deemed to be suitable and appropriate to further the purposes and objectives of the Heritage Sites Advisory Board.
- (c) To present ideas about partnerships with business, government and civic organizations which will enhance and support the Orland Park Heritage Sites.

ARTICLE II  
MEMBERS

Section 1. Number of Members

The Board shall have up to eleven (11) members, namely, the persons who from time to time are duly appointed by the Village President (Mayor), and confirmed by the Board of Trustees, of the Village of Orland Park, Illinois (the “Village”).

Section 2. Qualification of Members

Members shall be appointed on the basis of areas of interest or expertise and *must be either a resident, have a business in the Village, or own/lease taxable land in the Village.*

Section 3. Powers and Duties

The property, affairs and business of the Board shall be managed by the Board in accordance with the codes and ordinances of the Village.

The Board shall have the following powers and duties:

- (a) To act as an advisory body to the Village of Orland Park Board of Trustees.
- (b) To review, evaluate and identify present and future activities.
- (c) To review and evaluate present and future availability of real and personal property of importance to the Village.
- (d) To identify and advise on public information programs which may be of interest and use to Village residents and businesses.

Section 4. Term of Members

Each Member shall hold office for a term that is consistent with Village Code.

Section 5. Resignation

Any Member may resign at any time by giving written notice of such resignation to the Village President. The resignation shall become effective upon the date specified in the notice, or, if no date is specified, upon receipt of the notice by the Village President. Acceptance shall not be necessary to render the resignation effective.

Section 6. Removal

If a Member, without a valid reason, fails to attend three (3) consecutive meetings of the Board or fails to attend one-half of the total of all Board meetings scheduled or called during any twelve (12) month period, and if a majority of the remaining Members of the Board vote to declare the position of such Member vacant, then such Member shall be deemed to have resigned from the Board.

Section 7. Vacancies

In the event of a vacancy or a pending vacancy on the Board due to any cause (including a vacancy caused by the resignation or removal of any Member), the vacant position shall be filled by appointment by the Village President, subject to confirmation by the Village Board of Trustees; provided, however, that a pending vacancy due to a resignation may be filled before the effective date of the resignation. The successor Member shall not take office until the effective date of the resignation.

Section 8. Compensation

Members shall not receive compensation for their services rendered to the Board.

ARTICLE III  
Officers

Section 1. Chair

The Board shall recommend a Chair to the Village President from the membership of the Board. The Village President will appoint a Chair subject to the advice and consent of the Board of Trustees. The Chair shall be principal executive officer of the Board and shall preside over all meetings.

Section 2. Pro-Tem Chair

The Board shall recommend a Pro-Tem Chair to the Village President from the membership of the Board. The Village President will appoint a Pro-Tem Chair subject to the advice and consent of the Board of Trustees. The Pro-Tem Chair shall serve as the principal executive officer of the Board and shall preside over all meetings in the absence of the Chair.

Section 3. Staff-Appointed Liaison

The Staff-Appointed Liaison will be a Village of Orland Park staff member that is appointed by the Village of Orland Park. The Staff-Appointed Liaison shall create meeting agendas and take minutes.

ARTICLE IV  
MEETINGS

Section 1. Regular Meetings

Regular meetings of the Board shall be held on the second Monday of each month at 6 P.M. at 14600 S. Ravinia Avenue, in the Village or such other place within the territorial boundaries of the Village of Orland Park, Illinois as the Board may determine by resolution adopted by a majority of the entire Board.

Section 2. Special Meetings

Special meetings of the Board shall be held whenever called by the Chair or by two or more of the Members. Notice of each such special meeting shall be mailed to each Member, addressed to the Member at his or her residence or usual place of business, at least five (5) days before the day on which the meeting is to be held, or shall be delivered personally or by

telephone or other electronic means no later than two (2) days before the day on which the meeting is to be held. Each such notice shall state the time, place of the meeting and purpose. The notice must also comply with the Illinois Open Meetings Act.

Section 3. Quorum

A quorum, which is required for the Board to conduct business, is determined by dividing the number of all duly appointed Members of the Board by two and then adding one.

Section 4. Manner of Acting

The act of a majority of the Members present at a meeting at which a quorum is present will be the act of the Board, unless the act of a greater number is required by law or by these Bylaws.

Members of the Board may participate in a meeting of the Board by means of conference telephone or similar electronic communications equipment by means of which all persons participating in the meeting can hear each other, and participation in a meeting pursuant to this Section shall constitute presence in person at the meeting for all purposes.

Any action required or permitted to be taken at any meeting of the Board may be taken by electronic transmission if all members of the Board, as the case may be, consent thereto by electronic transmission(s), and if they are filed with the minutes of proceedings of the Board. Such filing shall be in electronic form.

The conduct of all Board meetings, as well as notice of all regular and special Board meetings, shall be in accordance with the Illinois Open Meetings Act, 5 ILCS 120/1, et seq.

ARTICLE V  
WAIVER OF NOTICE

Whenever any notice is required to be given by these Bylaws or any of the laws of the State of Illinois, such notice may be waived in writing or by electronic transmission, signed by the person or persons entitled to said notice, whether before, at, or after the time stated therein, or before, at, or after the meeting, except as required by law.

ARTICLE VI  
INDEMNIFICATION

In accordance with Title 1, Chapter 15, of the Orland Park Village Code, the Village shall indemnify to the full extent permitted by law any Member made party to any action, suit or proceeding whether civil or criminal, by reason of the fact that he or she is or was a Member of the Board, or of any entity which he or she served in such capacity at the request of the Board, against the reasonable expenses, including attorney's fees, actually and reasonably incurred by him or her in connection with the defense of the action, suit, or proceeding or in connection with any appeal in it, provided that such person did not breach any fiduciary obligation to the Board or Village or otherwise commit any unlawful act. The right to indemnification conferred by this Section shall not restrict the power of the Village to make any indemnification permitted by law.

ARTICLE VII  
AMENDMENTS

The power to alter, amend, or repeal the Bylaws of the Board or adopt new Bylaws, shall be vested in the Board of Trustees.

ARTICLE VIII  
PARLIAMENTARY AUTHORITY

Roberts Rules of Order may be used as a parliamentary guide for matters not covered by these Bylaws, but use of such Rules of Order is not mandatory.

ARTICLE IX  
DISSOLUTION

Dissolution of the Board

A dissolution of the Board may be authorized only by ordinance duly passed by the Board of Trustees.