

ORLAND PARK TECHNOLOGY COMMISSION

BYLAWS

ARTICLE I **NAME AND PURPOSE**

Section 1. Name

This organization was created on February 19, 2018, through the passage of Ordinance Number 5271 by the President and Board of Trustees of the Village of Orland Park Technology Commission, and it is hereafter referred to as the "Commission."

Section 2. Purpose

- (a) The Technology Commission shall promote the use of technology to:
 - Implement and maintain a strategic technology plan;
 - Assess the technological needs and competency of Village staff;
 - Provide for staff technology training;
 - Make recommendations concerning acquisition, implementation, maintenance and upgrading technologies, including management, planning, information sharing and innovation;
 - Identify and promote resource procurement to advance technology and its use; and
 - Recommend allocations of technology resources in accordance with the strategic plan.
- (b) To undertake such programs or activities as the Commission from time to time deems to be suitable and appropriate to further the purposes and objectives of the Commission.
- (c) To foster partnerships with business, government and civic organizations which will enhance and support community technology and information sharing.

ARTICLE II MEMBERS

Section 1. Number of Members

The Commission shall have seven (7) 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

Commission shall be appointed on the basis of areas of interest or expertise and must be residents of the Village.

Section 3. Powers and Duties

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

The Commission shall have the following powers and duties:

- (a) To act as an advisory commission to the Board of Trustees;
- (b) To review, evaluate and identify present and future activities in order to develop and implement a strategic technology plan for the Village, and to report annually to the Village, in writing, giving a comprehensive and current review of Orland Park technology management and implementation activities;
- (c) To review and evaluate present and future availability of real and personal property of importance to the Village in advancing the technological capabilities of Village staff;
- (d) To recommend amendments to the Village Code and/or Land Development Code so as to eliminate unnecessary impediments to the implementation of technological strategies and to improve efficiencies in Village operations; and
- (e) To conduct public information programs on advances in science and technology which may be of interest and use to Village residents and businesses in their daily activities.

Section 4. Term of Members

Each Member shall hold office for a term of one (1) year, and until a successor has been appointed and qualified, or until he or she resigns or has been removed in the manner provided in the Bylaws. A Member's term shall begin on the first Monday in June and expire on the first Monday in June one (1) year thereafter.

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 Commission or fails to attend one-half of the total of all Commission meetings scheduled or called during any twelve (12) month period, and if a majority of the remaining Members of the Commission vote to declare the position of such Member vacant, then such Member shall be deemed to have resigned from the Commission.

Section 7. Vacancies

In the event of a vacancy or a pending vacancy on the Commission 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, but the successor Member shall not take office until the effective date of the resignation.

Section 8. Compensation

The Members as such shall not receive compensation for their services rendered to the Commission in any capacity.

ARTICLE III OFFICERS

Section 1. Principal Officers

The principal officers of the Commission shall consist of a Chair, a Vice Chair, and a Secretary (who need not be a Member of the Commission), and such additional officers as the Members may from time to time deem desirable. The officers shall be elected by the Members at their annual meeting and shall serve one (1) year terms. Any two or more offices may be held by the same person. Any person may be elected to two or more terms to the same office or offices.

Section 2. Chair

The Chair shall be elected from the membership of the Commission, shall be principal executive officer of the Commission and shall preside over all meetings of the Commission. The Chair shall perform such other duties as may be specified from time to time by the Members.

Section 3. Vice Chair

A Vice Chair shall be elected from the membership of the Commission and shall perform the duties and exercise the powers of the Chair during any absence or disability of the Chair.

Section 4. Secretary

The Secretary shall be elected by the Members but the Secretary need not be a Member of the Commission. The Secretary shall give notice of each meeting of the Commission and of its committee(s) for which notice is required; shall record minutes of each such meetings in books kept for that purpose; shall have custody of the records of the Commission; and shall perform such other duties as may be specified from time to time by the Members. The Secretary shall have the authority to certify the Bylaws, Resolutions of the Commission and its committees, and such other documents of the Commission as true and correct copies thereof.

Section 5. Resignation

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

Section 6. Removal

Any officer of the Commission may be removed at any time without cause by vote of a majority of the Members then holding office.

Section 7. Vacancies

Any vacancy in any office of the Commission may be filled by majority vote of the Members present at a meeting of the Members called for such purpose. If any officer is absent or unable to perform the duties of that office, during the period of such absence or disability the Commission shall temporarily assign the duties of the office to another Member.

ARTICLE IV MEETINGS

Section 1. Annual Meeting

The annual meeting of the Commission shall be held on the second Tuesday in June of each year at the office of the Commission (14700 S. Ravinia Avenue, Orland Park, Illinois) or else in the Village Hall of the Village of Orland Park, Illinois, to transact such business as may be appropriate.

Section 2. Regular Meetings

Regular meetings of the Commission shall be held on the third Tuesday of each month at 14700 S. Ravinia Avenue, in the Village or such other place within the territorial boundaries of the Village of Orland Park, Illinois as the Commission may determine by resolution adopted by a majority of the entire Commission.

Section 3. Special Meetings

Special meetings of the Commission 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 and place of the meeting, but need not state the purpose.

Section 4. Quorum

A majority of all duly appointed Members of the Commission then holding office shall constitute a quorum for the transaction of business at any of the Commission's meetings.

Section 5. 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 Commission, unless the act of a greater number is required by law or by these Bylaws.

Members of the Commission, or any committee designated by the Commission, may participate in a meeting of the Commission or such committee 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 Commission or of any committee thereof may be taken by electronic transmission or by mail if all members of the Commission or committee, as the case may be, consent thereto in writing or by electronic transmission, and the writing or writings or electronic transmission or transmissions are filed with the minutes of proceedings of the Commission or committee. Such filing shall be in paper form if the minutes are maintained in paper form, and shall be in electronic form if the minutes are maintained in electronic form.

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

ARTICLE V
FINANCES

Section 1. Fiduciary Responsibility

It shall be the policy of the Commission that the Commission Members shall assume fiduciary responsibility with respect to all funds held or administered by the Commission.

Section 2. Fiscal Agents

The Commission may designate such fiscal agents, investment advisors and custodians as the Commission may select by resolution. The Commission may at any time, with or without cause, discontinue the use of the services of any such fiscal agent, investment advisor, or custodian.

Section 3. Allocation of Funds

The Commission shall study the long-range needs and objectives of the Commission and shall seek recommendations from interested persons concerning the use of unrestricted properties of the Commission in fulfilling such needs and objectives.

Distribution of funds of the Commission shall be made by the Commission in consultation with the Village Board of Trustees.

Section 4. Expenses

All proper expenses of the Members are subject to the approval of the Commission. Upon such approval, the expenses shall be paid from the funds of the Commission, except that any proper expense under \$100.00 may be approved by the Chair. All disbursements must contain two signatures. Further, no Member shall be reimbursed for any attendance at any regular or special meeting.

Section 5. Books of Record

The Commission shall cause to be kept:

- (a) records of all proceedings of Members and committees of the Commission;
- (b) all financial statements of the Commission;
- (c) the Bylaws of the Commission and all amendments thereto and restatements thereof; and
- (d) such other records and books of account as shall be necessary and appropriate to the conduct of the business of the Commission.

ARTICLE VI
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 VII
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 or officer of the Commission, or of any entity which he or she served in such capacity at the request of the Commission, 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 Commission 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 VIII
AMENDMENTS

The power to alter, amend, or repeal the Bylaws of the Commission, or adopt new Bylaws, shall be vested in the Members. Such action may be taken at a regular or special meeting for which written notice of the purpose shall be given and a quorum is present, upon receiving the affirmative vote of not less than a majority of the whole number of duly appointed and acting Members.

ARTICLE IX
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 X
DISSOLUTION

Dissolution of the Commission

A dissolution of the Commission may be authorized only by ordinance duly passed by the Village President and Board of Trustees.