

## **Information Technology Board Bylaws**

### **Article 1 – Name**

- 1.1** The name of this group shall be the Information Technology Advisory Board (“ITAB”).

### **Article 2 – Authority**

- 2.1** The ITAB in its current form was created by Nevada Revised Statutes 242.122 to advise the Enterprise Information Technology Services Division related to certain policies and plans related to information technology.

### **Article 3 – Purpose and Function**

- 3.1** The duties and powers of the ITAB are outlined in NRS 242.124.

### **Article 4 – Membership**

- 4.1** The membership of the ITAB is outlined in NRS 242.122.
- 4.2** Representation
  - 4.2.1** Voting Members: All members appointed under NRS 242.122 are voting members.
  - 4.2.2** Non-Voting Members: There is no provision in statute for non-voting members of the ITAB.
- 4.3** Terms and Termination of Service
  - 4.3.1** Each member appointed by the Governor under NRS 242.122(f) serves for a term of 4 years from the date of their appointment with no more than 2 consecutive terms of service. These members may not continue to serve if they cease to be a resident of the State of Nevada and are obligated to communicate a change in permanent residence within the State to the Chair and Enterprise Information Technology Services assigned staff.
  - 4.3.2** Members appointed pursuant to NRS 242.122(1)(a)-(e) do not have term limits so long as the qualification of their position or designation continues without replacement by alternate appointee through the referenced appointing authority.
  - 4.3.3** Members shall communicate in writing to their respective appointing authority of any resignation (by choice or change in circumstance/qualification) and copy or otherwise share such correspondence to the ITAB Chair and board staff.

#### **4.4 Chair and Vice-Chair**

- 4.4.1** At the first regular meeting of the ITAB each calendar year, the Chair shall be elected from among members by majority vote.
- 4.4.2** The ITAB may elect at its discretion a Vice-Chair.
- 4.4.3** There are not limits on successive years of service by a Chair or Vice-Chair except such limits related to their underlying membership.
- 4.4.4** Duties of the Chair - A Chair shall be the chief executive of the ITAB and have general supervision, direction and control of affairs of the ITAB. They shall preside at all meetings of the ITAB. They shall be the spokesperson of the ITAB in all policy and procedure matters and the signatory to correspondence on the ITAB's behalf. The Chair may be required to meet with the Administrator of Enterprise Information Technology Services as needed for update purposes.
- 4.4.5** Duties of the Vice-Chair – The Vice-Chair, if the ITAB elects to have one, shall serve to support and act as alternate Chair in the event the current Chair is unavailable for a given meeting or activity of the ITAB.
- 4.5** Attendance Requirements – A simple majority of members of the ITAB represents a quorum and as there are no designees permitted by statute to attend in lieu of a named member, attendance is an important component of service on the ITAB. A member who misses three or more consecutive meetings without excuse or permission in writing from the Chair will necessitate communication by the Chair to the applicable appointing authority to request substitution through appointment. Members must notify the Chair and Enterprise Information Technology Administrative staff related to any absence, preferably as much in advance of an upcoming meeting as possible. If the Chair is the applicable member in question, the staff of the ITAB may make such communication to the appointing authority as notice of non-participation.

#### **Article 5 – Voting**

- 5.1** Each appointed member of the ITAB shall have one vote.
- 5.2** A quorum shall consist of attendance by a majority of the membership positions.
- 5.3** A concurrence of at least a majority of the members present of the ITAB at a given meeting (which has established a quorum) shall be required on all action items placed on the agenda.

## **Article 6 – Compensation**

- 6.1** Per NRS 242.123(2), ITAB members who are officers or employees of the Executive Department of State Government serve without additional compensation, while other members are entitled to a salary of \$80 for each day or part of a day spent on the business of the board. All members are entitled to receive per diem allowance and travel expenses provided for state officers and employees generally.

**6.1.2** Though allowable by law as indicated in Section 6.1, the ITAB is aware that NRS 242.123(2) is an unfunded provision and funds are not currently available for compensation or expense reimbursement.

## **Article 7 – Staffing**

- 7.1** The Enterprise Information Technology Services Division shall provide staff support to prepare agendas, minutes, and schedule/arrange meetings as requested by the Chair of the ITAB and/or required by statute. The Office of the Attorney General's designated counsel for the Enterprise Information Technology Services Division provides counsel to the ITAB.

## **Article 8 – Meetings**

- 8.1** The ITAB shall meet at times and places specified by the call of the Chair consistent with NRS 242.123(1) requiring at least one meeting every 3 months.
- 8.2** A quorum shall consist of attendance of a majority of the membership positions of the ITAB.
- 8.3** Agenda items may be submitted verbally at prior meetings by members of the ITAB or no later than five business days before a given meeting by members as applicable.
- 8.4** Meetings will generally follow parliamentary procedure as contained in Robert's Rules of Order insofar as they do not conflict with the Nevada Revised Statutes and these bylaws.
- 8.5** Meetings shall be conducted and noticed in accordance with NRS Chapter 241, collectively known as Nevada's Open Meeting Law.

## **Article 9 – Subcommittees**

- 9.1** The Chair may appoint a subcommittee or workgroup of the ITAB to study specific issues and report back with recommendations to the ITAB. A majority vote of the ITAB is necessary to approve the composition and object of a given subcommittee. Subcommittees are subject to Nevada's Open Meeting Law.

- 9.2 A subcommittee created by the ITAB shall end upon a pre-determined end date upon its creation or upon completion of its charge if the charge is not updated or modified by the ITAB by majority vote of members present at a meeting where quorum has been established.
- 9.3 Subcommittees may utilize the ITAB's designated support staff (See Article 7) for scheduling, agendas, and minutes but should not require staff to fulfill substantive obligations of the subcommittee's charge from the ITAB.

#### **Article 10 – Amendments**

- 10.1 Proposed amendments to the bylaws shall be submitted in writing to the Chair fourteen days prior to any meeting so that they may be included on the agenda for consideration.
- 10.1.1 Proposed amendments when submitted in writing shall be complete at the time of submission for posting and timely review by members of the ITAB.
- 10.2 The bylaws may be amended by a simple majority vote from voting members in attendance at a given meeting where quorum has been established provided that the amendment has been submitted timely in writing and appropriately noticed on the agenda.

#### **Article 11 – Conflicts of Interest**

- 11.1 Members shall be responsible for full disclosure of current or past affiliations which may cause a conflict of interest or the appearance of impropriety related to their actions on a given subject related to the duties of the ITAB. This includes declaration by a given member prior to discussion of any matter that would provide a direct financial benefit for that member or otherwise have the appearance of a conflict of interest.
- 11.2.1 A statement shall be made on the record indicating the abstention of the member from majoring motions or casting a vote before participating in related discussion.

ADOPTED and APPROVED this 30<sup>th</sup> day of May, two-thousand and twenty-three after a majority vote of the Information Technology Advisory Board on the 6<sup>th</sup> day of March, two-thousand and twenty-three.



Chair, The Information Technology Advisory Board