

**BYLAWS  
OF THE  
INFORMATION TECHNOLOGY ADVISORY BOARD**

(Adopted December \_\_\_\_, 2017)

**ARTICLE I. NAME**

The name of this organization shall be the Information Technology Advisory Board (TAB or Board).

**ARTICLE II. PURPOSE**

The purpose of the TAB is to work collaboratively with County elected offices, departments and agencies to establish policies, standards, organizational structures and processes that ensure the effective and efficient use of information technology resources to maximize operational efficiency and enable each elected office, department and agency to achieve its information technology goals in the best interests of all County stakeholders.

**ARTICLE III. MEMBERSHIP**

**Section 1. Voting Membership.** The Board shall be comprised of one voting representative from each of the County departments and each elected executive branch office, including the Departments of Administrative Services, Community Services, Human Services, Regional Transportation & Economic Development and Public Works & Municipal Services together with the Offices of the Assessor, Auditor, Clerk, District Attorney, Recorder, Sheriff, Surveyor and Treasurer.

**Section 2. Non-voting Membership.** The Board shall also be comprised of one non-voting representative from the County Council and the CIO as a non-voting member.

**Section 3. Representation.** Representation from the Council, each County department and elected executive branch office shall be reviewed by the Board from time to time, but not less than every two years.

**ARTICLE IV. OFFICERS**

**Section 1. Chair.** The Chair of the TAB shall be selected by majority vote of attending members and shall serve a one year term. The Chair shall be selected by and from the general membership of the Board and shall preside over and conduct all Board meetings, except as otherwise provided herein. The Chair shall have general and active management of the business of the Board and shall see that all orders and resolutions of the Board are carried into effect.

**Section 2. Vice-Chair.** The Vice-Chair shall have the same powers vested in the Chair, but shall not exercise said powers unless acting under the delegation, authority or direction of the Chair, or in the absence or incapacity of the Chair. In the event the Chair or Vice-Chair are not available to conduct a Board meeting, the Chair may request any Board Member to be the

presiding officer. The Vice-Chair shall have such additional prerogatives and powers as are consistent with the powers conferred upon the Chair.

## **ARTICLE V. MEETINGS**

**Section 1. Regularly Scheduled Meetings.** Board meetings shall be held regularly at the Salt Lake County Government Center (2001 South State Street, Salt Lake City, Utah) in room N2-800, unless specifically rescheduled or canceled by the TAB Chair.

**Section 2. Board Meetings and Order of Business.** Meetings shall be conducted generally according to Robert's Rules of Order, but shall be as informal as is appropriate to the situation and consistent with civil discourse. The order of business at the regularly scheduled meetings shall be as follows:

1. Call to order;
2. Members excused on request;
3. Approval of minutes of last preceding meeting;
4. Report of the Chair and CIO as requested by the Chair;
5. Transaction of agenda items mentioned in public notice; and
6. Adjournment.

In the absence of any objection from members of the Board, the presiding officer shall have the discretion to vary the order of business as deemed appropriate and subject to proper notice.

**Section 3. Quorum.** A quorum shall consist of voting members in attendance. The Board shall conduct business by majority vote of a quorum.

**Section 4. Special Meetings.** Special meetings of the Board may be called by the Chair, or upon request by any member of the Board when a compelling need is established to conduct TAB business. Notice shall be given consistent with Section 5 below. Business not mentioned in the notice shall not be transacted at such meeting unless all Board members are present and agree to the transaction of such business. No final action may be taken on any matter not included in the notice.

**Section 5. Open Meetings and Transparency.** All regularly scheduled, special, emergency and electronic Board meetings, workshops and executive sessions where a quorum is present shall comply with Utah's Open Meetings Act. The presiding officer shall ensure that Board Members are provided with training annually on County ethics and Open Meeting requirements.

1. Notice. Public notice shall be given not less than twenty-four (24) hours before each meeting. The notice shall include the agenda, date, time and place of the scheduled meeting. The notice shall be: (1) posted at the Office of the Salt Lake County Mayor; (2) posted on the Utah Public Notice website, as per Utah Code Ann. § 63F-1-701; and (3) provided to one newspaper of general circulation in Salt Lake County, or a local media correspondent.

2. Agenda. The TAB Chair shall set the agenda for Board meetings with administrative assistance from the CIO and IS support staff. The Agenda will be prepared and distributed to Board members at least three days prior to the scheduled meeting date for review and comment. Changes and modifications may be made by the Chair prior to publication of the meeting notice.
3. Minutes - Written minutes and a recording shall be kept of all meetings with administrative assistance from the CIO and IS support staff.
4. Closed Meetings - An open meeting may only be closed in compliance with the requirements of Utah Code Ann. § 52-4-204.

**Section 6. Electronic Meetings.** The following provisions govern any meeting at which one or more Board members appear telephonically or electronically pursuant to Utah Code Ann. § 52-4-207:

1. The Board shall adopt a resolution governing the use of electronic meetings as required by the Open Meetings Act.
2. If one or more members of the Board participate electronically or telephonically, public notice of the meeting shall so indicate. In addition, the notice shall specify the anchor location where the members of the Board not participating electronically or telephonically will be meeting and where interested persons and the public may attend, monitor, and participate in the open portions of the meeting.
3. Notice of the meeting and the agenda shall be posted at the anchor location and on the Utah Public Notice website. Written or electronic notice shall also be provided to at least one newspaper of general circulation within the state and to a local media correspondent. These notices shall be provided at least twenty-four (24) hours before the meeting.
4. Notice of the possibility of an electronic meeting shall be given to the Board members at least twenty-four (24) hours before the meeting. In addition, the notice shall describe how a Board member may participate in the meeting electronically or telephonically.
5. When notice is given of the possibility of a Board member appearing electronically or telephonically, any Board member may do so and shall be counted as present for the purposes of a quorum and may fully participate and vote on any matter coming before the Board. At the commencement of the meeting, or at such a time as any Board member initially appears electronically or telephonically, the Chairperson shall identify for the record all those who are appearing telephonically or electronically. Votes by members of the Board who are not at the physical location of the meeting shall be confirmed by the Chair.

6. The anchor location, unless otherwise designated in the notice, shall be at the Salt Lake County Government Center, 2001 South State Street, N2-800, Salt Lake City, Utah, 84190. The anchor location is the physical location from which the electronic meeting originates or from where the participants are connected. In addition, the anchor location shall have space and facilities so that interested persons and the public may attend, monitor, and participate in the open portions of the meeting.

**Section 7. Emergency Meetings.** The following provisions govern emergency meetings of the Board arising out of unforeseen circumstances to consider matters of an urgent nature:

1. No emergency meeting shall be held unless an attempt has been made to notify all members of the Board of the proposed meeting and a majority of the convened Board votes in the affirmative to hold such an emergency meeting.
2. Except as provided below, public notice of each emergency meeting shall be provided not less than twenty-four (24) hours before the meeting and shall include at minimum the following:
  - a. The agenda, date, time and place of the meeting shall be posted in writing at the Office of the Salt Lake County Mayor and on the Utah Public Notice website. If, because of unforeseen circumstances, it is necessary to hold an emergency meeting to consider matters of an urgent nature, the best notice practicable under the circumstances shall be given.
  - b. If members of the Board appear electronically or telephonically, each such notice shall specify the anchor location for the meeting at which all interested persons and members of the public may attend, monitor, and participate in the open portions of the meeting.
  - c. Notice to the Board members shall advise how they may participate telephonically or electronically and be counted as present for all purposes, including the determination of a quorum.
  - d. Written, electronic or telephonic notice shall be provided to at least one newspaper of general circulation within the state or at least one local media correspondent.
3. If one or more members of the Board appear electronically or telephonically, the procedures governing electronic meetings in Section 6 above shall be followed, except for the notice requirement which shall be governed by these provisions.
4. In convening the meeting and voting in the affirmative to hold such an emergency meeting, the Board shall affirmatively state and find what unforeseen circumstances have rendered it necessary for the Board to hold an emergency meeting to consider matters of an emergency or urgent nature such that the

ordinary public notice of meetings provisions of Utah Code Ann. § 52-4-202, could not be followed.

## ARTICLE VI. TAB BUSINESS

**Section 1. TAB Business.** The Board shall:

1. Make recommendations to the Council regarding information technology governance, including county-wide ordinances, policies and standards, policy and procedure manuals, and processes.
2. Review, assess and forward to the Council recommended IT changes to critical business processes resulting from legislative or technology changes.
3. Establish criteria and assess proposed IT projects based on assessment of individual elected office, department and agency needs and impacts together with County enterprise needs and impacts, assessment of systematic and individual office, department and agency risk, assessment of short and long term direct and indirect costs, assessment of overall value creation consistent with the County's strategic goals and objectives, and such other criteria determined by the Board consistent with its purposes.

**Section 2. Technical Input.** The CIO shall provide to the Board technical advice and input on matters of IT Governance and IT Projects as guided and directed by the Board.

## ARTICLE VII. AMENDMENTS

No amendment to these By-Laws shall be made except by a two-thirds favorable vote of all Board members attending in person or by telephone during any regular or special meeting. Notice of a proposed amendment is to be given to all members in writing at least two (2) weeks prior to the vote.

DATED this \_\_\_\_\_ day of December, 2017.

By: \_\_\_\_\_  
TAB Chair

ATTESTED:

APPROVED AS TO FORM:

By: \_\_\_\_\_  
Zachary Posner, CIO

/s/ Kelly W. Wright  
Deputy District Attorney  
Dated: 11/13/2017