



# Information Technology Advisory Council

Charter & Bylaws

## **ARTICLE I.** Applicability.

### **SECTION 1.** General.

The Information Technology Advisory Council (ITAC) was created and has the authority to adopt a charter and bylaws pursuant to the Va. Code § [2.2-2699.6](#). The provisions of these Charter and Bylaws are applicable to all proceedings of the Information Technology Advisory Council (“ITAC”) to the extent that the same are not otherwise governed by legislative or executive requirements. To the extent the provisions and authorizations of these Bylaws conflict with legislative or executive mandates, the latter shall control.

### **SECTION 2.** Authority and Limitations.

The council is constituted under Va. Code §§ [2.2-2699.5](#), *et seq.* and [§2.2-2100](#) as a “Advisory Council.” As a “Advisory” council pursuant to Va. Code [§2.2-2100](#), the Council is specifically charged with the duties and responsibilities set forth in the basic law governing the actions of the Council. As set forth and consistent with basic law, the Council shall be responsible for advising, and making recommendations to, the Chief Information Officer of the Commonwealth (CIO) and the Secretary of Administration regarding information technology in the Commonwealth, as detailed in § [2.2-2699.6](#).

## **ARTICLE II.** Members

### **SECTION 1.** Members.

ITAC shall consist of not more than 20 members as follows: (i) the Secretary of Administration, or his designee, the CIO, and another of the Governor’s Secretaries as defined in subsection E of § 2.2-200, or his designee, all of whom shall serve *ex officio* with voting privileges; (ii) four members of the House of Delegates, to be appointed by the Speaker of the House of Delegates; (iii) three members of the Senate, to be appointed by the Senate Committee on Rules; and (iv) an even number, not to exceed 10, of nonlegislative citizen members to be appointed by the Governor and serve with voting privileges. Nonlegislative member vacancy other than by expiration of term shall be filled by the Governor for the unexpired term. Legislative members and *ex officio* members of the ITAC shall serve terms coincident with their terms of office.

### **SECTION 2.** Officers

ITAC shall elect a Chair and Vice Chair annually from among the members, except that neither the Secretary of Administration nor the CIO may serve as chairman. A Chair and Vice Chair shall be elected from among the voting members through nomination and formal vote. The Chair shall preside at all ITAC meetings. The Vice Chair may preside at meetings, call a special meeting, and fulfill other similar administrative duties in the absence or temporary unavailability of the Chair.

### **SECTION 3.** Representation of ITAC.

When ITAC is requested to appear before the General Assembly, or legislative or study committees, the advisory council shall be represented by the Chair, or by one or more members duly designated by the Chair and, when practicable, confirmed by the advisory council.

## **ARTICLE III.** Meetings and Public Disclosure.

### **SECTION 1.** Regular Meetings.

Regular meetings of ITAC may be held up to four times per year, at such time and place as ITAC, or the Chair as needed, may determine. No business requiring a vote or final decision of ITAC may be conducted in the absence of a quorum, as defined in Article III, Section 4.

**SECTION 2.** Subcommittees and Work Groups.

The ITAC may appoint advisory subcommittees consisting of individuals with expertise in particular subject areas and information technology to advise the ITAC on the utilization of nationally recognized technical and data standards in such subject areas. If such a subcommittee is appointed by the ITAC, the CIO, or his designee, shall be an ex officio member and the Secretary of Administration may appoint representatives from other relevant Secretariats or state agencies as may be appropriate. Any such subcommittee may be appointed for a period of two years and may be reappointed by the ITAC at the end of any two-year period. The notice of a special meeting shall set forth the business to be transacted at such special meeting. If a subcommittee or work group is created and will hold more than a single meeting, that subcommittee or work group shall report on its work at each meeting of ITAC until its business is concluded.

**SECTION 3.** Notice of Meeting.

Public notice of meetings shall be provided in accordance with applicable law, including the requirements of the Virginia Freedom of Information Act, Va. Code [§ 2.2-3700, et seq](#) (VFOIA).

**SECTION 4.** Quorum.

A majority of appointed members shall constitute a quorum.

**SECTION 5.** Conduct of Meetings.

Meetings may take place using electronic communication means to the extent permitted by law. The Virginia Information Technologies Agency (VITA) shall provide staff support, including recording all minutes of the meetings and all resolutions adopted and transactions occurring at each meeting. Should a legislative or executive mandate or these Bylaws not set forth a matter concerning the conduct of meetings of ITAC, the then current edition of Robert's Rules of Order shall govern. Meetings shall be public, except with respect to closed sessions held in accordance with the law and these Bylaws. Pursuant to Va. Code [§ 2.2-3710](#), ITAC shall not vote by written or secret ballot; voting shall be accomplished by voice vote, show of hands, or roll-call vote.

**SECTION 6.** Closed Session.

Prior to meeting in a closed session, ITAC must vote affirmatively to do so and must announce the purpose of the session. This purpose shall consist of one or more of the purposes for which a closed session is permitted in accordance with applicable law, including VFOIA. Minutes may be taken during a closed session but are not required. If taken, such minutes shall not be subject to mandatory public disclosure.

**SECTION 7.** Official Records.

All official records of the advisory council shall be kept on file at VITA and shall be open to inspection in accordance with applicable law. All files shall be kept in accordance with applicable records retention requirements, including the Virginia Public Records Act, Va. Code [§ 42.1-76, et seq](#). Draft minutes and other meeting records shall be published on VITA's website as soon as

practicable. Minutes of a meeting become final after ITAC review and approval, normally through presentation at the next meeting.

**ARTICLE IV.** Amendments to the Charter and Bylaws

ITAC shall review the Charter and Bylaws and may amend them as necessary. The Charter and Bylaws may be amended at any regular meeting of ITAC by an affirmative vote of two-thirds of ITAC membership present and voting.

These Bylaws were adopted by ITAC, and became effective, on December 8, 2022, and remain in effect until subsequently amended.