

Draft submitted for Board review on 31 August 2011  
(from Damon Orobona, At-large Director, for purposes of adding provisions relating to a  
Faculty Liaison)

## **BYLAWS**

### **NATIONAL CAPITAL AREA CHAPTER OF THE AMERICAN PLANNING ASSOCIATION**

#### **ARTICLE 1 GENERAL**

Section 1.1 Name: The name of the organization is the National Capital Area Chapter of the American Planning Association (or "Chapter").

Section 1.2 Parent Organization: The national organization of which this Chapter is part is the American Planning Association (or "APA"). The Chapter dates to 1947, when it was established as part of the American Institute of Planners.

Section 1.3 Area Served: The Official Area of the Chapter is the District of Columbia and Prince George's and Montgomery Counties in the State of Maryland. The Chapter addresses issues concerning the entire Washington, D.C. metropolitan area. Planners and other interested people throughout the metropolitan area are encouraged to join the Chapter, and may do so as specified in Section 2.1.

Section 1.4 Purpose: The purpose of the Chapter is to provide for local fulfillment of the professional interests of APA members. The Chapter and its members, through their knowledge and experience in planning, help to achieve communities and environments that are responsive to the needs and problems of society.

The Chapter carries out the objectives and mission of APA by: (a) advancing the art and science of planning; (b) encouraging the exchange of information and professional experience; (c) promoting interest in, and the welfare of, the planning profession; (d) sponsoring activities that advance the overall goals and objectives of APA; (e) fostering a professional community among its members; and (f) providing members with opportunities for professional growth and development.

Section 1.5 Activities: Chapter activities include: (a) creating programs and events on planning-related topics for members and the public; (b) conducting local/regional issue and state/federal legislative/regulatory review programs; (c) conducting an annual awards program; (d) publishing a newsletter; (e) maintaining other communications with members and the public (such as by e-mail and website); and (f) promoting good planning in the region.

Section 1.6 Parliamentary Procedure: Parliamentary procedure, as specified in Robert's Rules of Order, will be used at all Executive Board meetings and business meetings involving the whole Chapter. Chapter activities will be conducted in an open

and democratic manner.

Section 1.7 Address of Record: A member's Address of Record is the address furnished the Chapter by the national office of APA. It is the member's responsibility to notify APA of any change of address.

Section 1.8 Chapter Publications: A Chapter Publication is any publication delivered to all Chapter members without special charge.

## **ARTICLE 2 MEMBERS**

Section 2.1 Members: All members of APA whose Address of Record is within the Chapter's Official Area are members of the Chapter. Non-members of APA, and APA members whose Address of Record is outside the Official Area, may become Chapter members upon payment to APA of Chapter dues. Such members are entitled to full participation in all Chapter activities and receipt of Chapter Publications.

Section 2.2 Dues: The Board may set dues for all categories of members (as permitted by APA), after notification to, and opportunity for comment by, Chapter members.

Section 2.3 Termination: Chapter membership will be terminated upon failure to pay Chapter dues to APA.

## **ARTICLE 3 EXECUTIVE BOARD**

Section 3.1 Composition: The Executive Board (or "Board") consists of eight Officers, six at-large Directors, **a Faculty Liaison, a Student Representative**, and the Immediate Past President. The officers of the Chapter are the President, President-elect, Vice President for Professional Development (PDO), Vice President for Professional Development-elect, Vice President for Chapter Communications, Vice President for Diversity and Community Outreach, Secretary, and Treasurer.

Section 3.2 Qualifications: All Board members must be Chapter members during their term of office. Officers must have been APA members for at least two years. Directors must have been APA members for at least one year. The Student Representative must be a current APA member (including student membership). The Vice President for Professional Development and Vice President for Professional Development-elect must also be members of the American Institute of Certified Planners (AICP).

Section 3.3 Term of Office: To promote continuity, Board members elected to the positions of President-elect and Vice President for Professional Development-elect will assume the two-year Board positions of President and Vice-President for Professional Development, respectively. The term of office for **all** Board members **except the Student Representative** is two years, beginning August 1 and ending July 31, in even-numbered years. **The Student Representative serves a one-year term.** Officers appointed to fill a vacancy during a term shall serve for the remainder of that term.

Section 3.4 Duties of the Board: The Board manages the affairs of the Chapter which include: (a) reviewing and approving the annual program; (b) reviewing and approving the annual budget and all contracts (but may not incur liabilities exceeding the amount of unappropriated funds in the treasury); (c) approving proposed chapter policies and disseminating these to the membership and the public; (d) establishing necessary procedures to assure efficient administration of Chapter affairs; (e) approving appointments to committees; (f) acting upon the votes of the members; (g) developing liaison with professional and educational programs in the region (such as schools, museums, or professional organizations); (h) reporting to the membership upon all business which it has considered or acted upon; (i) removing officers and directors for failure to execute duties properly; (j) filling vacancies on the Board occurring between elections; (k) electing officers in case of a tie during an election; (l) transmitting to the successor Board all relevant records of the Chapter and information on performing duties; and (m) performing other duties as are customary.

Section 3.5 Duties of Board members:

*Part (a). President:* The duties of the President include: (1) calling and presiding at meetings of the Chapter and Board; (2) appointing chairs and members of committees, with the consent of the Board; (3) establishing, appointing, and discharging special committees, or charging the responsibility to another officer; (4) serving as a member of all committees (unless otherwise specified); (5) attending meetings of the APA Chapter Presidents Council; (6) preparing annually a report, program and budget; (7) maintaining oversight of Chapter programs; and (8) performing other such duties as are customary to the office.

*Part (b). President Elect:* The duties of this position include: (1) presiding at meetings of the Chapter and Board in the absence of the President; (2) in the event that the President resigns, assuming the position of President; and (3) assisting the President in fulfilling the responsibilities of that position, and other duties as directed by the President and the Board.

*Part (c). Vice President for Professional Development:* The duties of this Vice President include: (1) advising prospective members about AICP's purposes, qualification requirements, codes of professional ethics and social responsibilities, examinations, and programs; (2) informing members about opportunities for continuing education and professional development; (3) encouraging new membership in AICP; (4) assisting university planning degree programs in the Official Area with the APA recognition process; (5) presiding at meetings of the Chapter and Board in the absence of the President; (6) reporting to APA on continuing education activities of the Chapter; (7) increasing training opportunities for elected and appointed planning officials; (8) encouraging planning officials to join APA; and (9) involving planning officials in Chapter events, programs and decision-making.

*Part (d). Vice President for Professional Development-Elect:* The duties of this position include: (1) assisting the Vice President of Professional Development in fulfilling the

responsibilities of this position, and other duties as directed by the President and the Board; and (2) in the event that the Vice-President of Professional Development resigns, assuming the position of Vice President of Professional Development.

*Part (e). Vice President for Chapter Communications:* The duties of this Vice President include: (1) supervising publications such as the newsletter, program announcements, and news releases; (2) supervising electronic communications such as the website and e-mail announcements; (3) encouraging membership in APA and the Chapter; (4) assisting the President in coordinating Chapter programs; (5) promoting and strengthening the role of planning in the region; (6) providing the current Bylaws to all new Chapter members; and (7) forwarding to the Executive Director of APA at least one copy of each Chapter Publication.

*Part (f). Vice President for Diversity and Community Outreach:* The duties of this Vice President include: (1) develop goals and a work program to promote diversity and community outreach in Board and Chapter activities; (2) work with planning and planning-related organizations in communities throughout the Chapter Area to broaden the relevance and contribution of the planning profession to all local efforts to achieve social, economic, quality of life and quality of access goals consistent with the purposes and mission of APA and AICP; (3) help recruit more minority students into the planning profession; (4) create and improve planning education programs at secondary and university educational institutions, particularly but not only Historically Black Colleges and Universities, in the Chapter Area; and (4) contribute to and participate in related cross-professional programs and initiatives.

*Part (g). Secretary:* The duties of the Secretary include: (1) preparing the minutes of Board meetings and the business portions of Chapter meetings; (2) notifying Board members of Board meetings; (3) transmitting to the Executive Director of APA a list of all Board members (names, addresses, phone numbers, and e-mail addresses) within 30 days of their election or appointment; (4) notifying the Executive Director of APA of the results of all Chapter voting, specifying the number of "aye or nay" votes on each issue; (5) submitting to the Executive Director of APA an official copy of the Chapter Bylaws and all amendments; and (6) performing other such duties as are customary to the office.

*Part (h). Treasurer:* The duties of the Treasurer include: (1) receiving and disbursing Chapter funds in accordance with the adopted budget; (2) maintaining an accurate record and account of all Chapter financial transactions; (3) assisting the Audit Committee with its work; (4) preparing a financial statement as needed for Board meetings; (5) assisting the President in preparing an annual budget for review by the Board; and (6) performing other such duties as are customary to the office.

**Part (i). Faculty Liaison: A full-time or adjunct faculty member from a university planning program within the Official Area will be appointed by the Board to serve as a Faculty Liaison. The Faculty Liaison will serve to improve communications between practitioners and academic institutions, provide information regarding**

**planning research or activities that may be of interest to the Chapter, provide assistance with continuing education programs for the Chapter, and provide any other assistance as needed for coordination between practitioners and academic institutions. The Faculty Liaison is a non-voting member of the Board.**

*Part (j). Student Representative:* A planning student from one of the planning schools within the Official Area will be appointed by the Board. The student representative serves as a liaison between the Chapter and planning students, and coordinates and organizes programs for planning students. **The Student Representative is a non-voting member of the Board.**

*Part (k). Immediate Past President:* The President from the preceding Board will be a member of the subsequent Board. The position has no formal duties or attendance requirements, but the Immediate Past President is urged to provide assistance and guidance to the Board. If a President is re-elected to an additional term, the Immediate Past President will continue to hold that position. If a President is removed or resigns, the Board may designate which past President will hold this position.

*Part (l). Directors:* The directors are elected at-large, and will chair Topical Committees (as described in Section 4.3) or perform other duties as determined by the Board.

Section 3.6 Officer Reports: Each officer, except the Immediate Past President, will prepare an annual written report to be presented to the Board in June, with a summary to appear in the summer issue of the Chapter newsletter.

Section 3.7 Removal of Board Members: Failure of a Board member to execute properly his/her designated duties may result in termination of the officer from that position, after discussion and adequate warning, based upon a two-thirds vote of the Board. If any Board member (other than the Immediate Past President) has had three consecutive unexplained absences from Board meetings, the absences may be considered grounds for termination.

Section 3.8 Mid-term Appointments: In case of removal or resignation of a Board member, the vacancy will be filled according to Section 3.4(j).

Section 3.9 Meetings: The President, or a majority of Board members, may call a Board meeting. The Board will meet at least six times each year. A majority of the Board constitutes a quorum for the transaction of business. All Board meetings are open to all Chapter members. A time-sensitive action may be taken by the Board without a regular meeting, if the members of the Board are contacted by telephone, mail, or e-mail.

## **ARTICLE 4 COMMITTEES**

Section 4.1 Types of Committees: The Chapter will have Standing Committees and Topical Committees. Standing Committees will be formed at the appropriate time and meet as needed to accomplish their designated task. Topical Committees will be

established at the beginning of each Board term, and adjusted as needed during the course of the term. In appointing committee members, the President and Board will seek broad participation by Chapter members.

#### Section 4.2 Standing Committees

*Part a. Nominating Committee:* The Nominating Committee recommends a slate of Officers and Directors for the Board election. This committee consists of four Chapter members (of whom no more than two serve on the current Board) plus the President. Members of the Nominating Committee will be appointed March 1st (or thereabouts) preceding the election.

*Part b. Teller Committee:* The Teller Committee provides the official count of ballots for the election of Officers and Directors. The Teller Committee consists of at least two Chapter members in addition to the Chapter Secretary (who serves as chair of the Teller Committee unless she/he is a candidate, in which case the Board appoints an alternate chair).

*Part c. Audit Committee:* The Audit Committee annually reviews all financial accounts of the Chapter. The Committee consists of at least two Chapter members, no more than one of whom shall be a Board member. The Committee will be appointed by May 30, and audit the accounts of the Treasurer as of May 30. The Treasurer will assist upon request. The Committee will report to the Board not later than June 30.

*Part d. Awards Committee:* The Chapter will give awards each year to outstanding projects, people, and organizations for exemplary achievement in the planning field. The Committee will review applications for these Chapter awards; elicit applications for APA awards; and elicit nominations for Fellows of AICP. In addition, the President (with approval of the Board) may confer awards upon members who have made outstanding contributions to the Chapter.

Section 4.3 Topical Committees: Each Board, at the beginning of its term, will establish Topical Committees, and will designate a Director or other Chapter member as chair of each. Whenever deemed desirable, the Board may also establish additional Topical Committees or change the topic of existing committees. These Committees will reflect the areas of particular planning interest for the Chapter at that time. The work of Topical Committees may include (but is not limited to): (1) advising the Board on taking positions concerning planning issues (including written or oral comments to outside bodies, with the consent of the Board); (2) obtaining information on, and developing analysis of, planning issues; (3) communicating such information and analysis to the Chapter members (in coordination with the Vice President for Chapter Communications); and (4) arranging programs and events for the Chapter.

### **ARTICLE 5 ELECTION PROCEDURES**

Section 5.1 Nomination Process: The Nominating Committee will nominate a slate with at least one candidate for all Officer and Director positions (as specified in Section

3.1). In order to encourage Chapter members to suggest a candidate (including him/herself), the names and contact information of Nominating Committee members will be sent to Chapter members by March 15 (or thereabouts) preceding each election. The Nominating Committee will inform the Board and all considered candidates of its proposed slate by April 15 of each election year. Candidates for Officers and Directors may also be nominated by petition. Petitions must indicate the position being petitioned for, and be signed by 25 Chapter members. The petition must be received by the Secretary by April 25 preceding the election.

Section 5.2 Voting: A ballot containing the names of all candidates will be mailed to Chapter members by May 1. Ballots must be returned to the Secretary no later than May 31. After counting by the Teller Committee, the results of the election will be made available immediately and will be published in the next newsletter. Officers are elected by a plurality of the members voting.

Candidates for Director will be listed on the ballot as a group, and the top six vote-getters will be elected. On the ballot, candidates for director may identify (by brief name) up to three topics of committees (whether existing or proposed) which they would be interested in serving on or chairing. In case of tie, the newly elected Board will select the winner from among the top vote-getters for a Board position.

## **ARTICLE 6 CHAPTER MEETINGS**

Section 6.1 Annual Meeting: The Chapter will hold an Annual Business Meeting, which may occur in conjunction with another Chapter event.

Section 6.2 Other Business Meetings: Other Business Meetings may be called by the President, by a majority of the Board, or by a petition signed by at least five percent of the Chapter members.

Section 6.3 Notices of Meetings: Members will be notified of all Business meetings at least ten days prior to the meeting, except in an emergency, when, with the approval of the Board, the President may call a meeting on shorter notice.

Section 6.4 Quorums and Voting: Ten percent of all the members of the Chapter constitute a quorum at any Business Meeting.

## **ARTICLE 7 AMENDMENTS**

Amendments to these Bylaws can be initiated by a majority vote of the Board or submission to the Secretary of a petition signed by at least five percent of the Chapter members. After providing members an opportunity to comment, the Board will vote on any revisions deemed appropriate. The final approved version of the Bylaws will be made available to Chapter members upon request.