

WASHINGTON STATE CHAPTER AMERICAN PLANNING ASSOCIATION BYLAWS

Includes all Amendments through October 2007

1.0 GENERAL

- 1.1 General: Name. The name of the Chapter is the Washington State Chapter of the American Planning Association.
- 1.2 General: Chapter Area. The area served by the Chapter is the State of Washington and Canadian British Columbia. (Under the 1988 Agreement between the APA and the Canadian Institute of Planners, Canadian members receive APA publications including chapter newsletters and meeting notices, but are not voting members.)
- 1.3 General: Purposes. The purposes of the Chapter are to facilitate the individual participation of members of the American Planning Association and to conduct the affairs of the Association and to further the purposes of the Association in the Chapter area.
- 1.4 General: Mission. The mission of the Chapter is to build an effective constituency for planning our state's economic and human resources and its built and natural environment.
- 1.5 General: The American Planning Association. This Chapter is an integral part of the American Planning Association referred to in these bylaws as the Association or APA.
- 1.6 General: National Office. The term National Office refers to the national headquarters Office of APA designated to service Chapter and membership matters.
- 1.7 General: Executive Director. Unless otherwise qualified, the term Executive Director, when used in these bylaws, refers to the duly appointed Executive Director of national APA.
- 1.8 General: Address of Record. Chapter members shall furnish their "address of record" to the National Office. It is the member's responsibility to notify the National Office of any change of address.
- 1.9 General: Publication of the Chapter. A "Publication of the Chapter" shall mean any publication or document mailed to all Chapter members at their address of record without special charge, or distributed through a combination of a detailed posting on the Chapter's website and an email to all Chapter members who receive the Chapter's electronic newsletter.
- 1.10 General: Parliamentary Procedure. Membership, Executive Committee, and Board meetings shall be governed by Robert's Rules of Order. (The President may designate pertinent and applicable rules).
- 1.11 General: Finances. Chapter membership dues shall be set from time to time by the Board through a proposal to the membership at the annual meeting, and be approved by voice vote at the meeting or subsequent mail ballot.
- 1.12 General: Rebates to Geographical Sections. The Chapter shall provide rebates to Geographic Sections based on an equitable system considering the number of section members and the ability of the section to provide section member services. To be

eligible for rebates, the section must (1) be in good standing with the Board in terms of attendance (no more than two unexcused consecutive absences per year of the Section President or their representative) at Board meetings, (2) submit a request to the Board complete with budget and a summary of how the funds will be spent and (3) sections who receive rebates will be expected to report back to the Board about the activities and services they have provided. Rebates shall be set by the Board on advisement from the section representatives and in accordance with chapter policy and budget needs.

2.0 MEMBERS

- 2.1 **Members: Eligibility.** All APA members whose addresses of record are within the Chapter are automatically Chapter members. APA members outside the Chapter area may join the chapter by notifying the national membership office and by paying chapter dues and assessments. Non-APA members may become Chapter members by making application and paying Chapter dues.
- 2.2 **Members: Annual Meeting.** The Chapter shall conduct an Annual Meeting for the membership in each calendar year to be held at a location within the Chapter area unless otherwise designated by the Executive Committee. The Executive Committee shall determine the specific location, date and time of each Annual Meeting.
- 2.3 **Members: Notice of Annual Meeting.** The Secretary shall notify the membership of the place, date and time of the Annual Meeting in a notice or publication of the Chapter, or by another communication, such as posting to the Chapter website, emailed, and/or mailed via postal services to each member at least one (1) month before the meeting.
- 2.4 **Members: Special Meetings.** A Special Meeting of the members may be called by the President, by the Executive Committee, or by a petition signed by at least five percent (5%) of the members of the Chapter. The President shall set the place, date and time at a location in the Chapter area. Notice of a Special Meeting shall be given to members as in Section 2.3 and shall include a statement of the purpose of the Special Meeting.
- 2.5 **Members: Quorum Requirements.** The quorum for Annual and Special Meetings and mail-in ballots, (except mail in ballots for election of officers) shall be five percent (5%) of the Chapter membership.
- 2.6 **Members: Termination and Reinstatement.** Chapter membership will be terminated upon termination of APA membership. Chapter membership also may be terminated for failure to pay Chapter dues and assessments. (Chapter membership may be reinstated upon payment of Chapter dues.)

3.0 EXECUTIVE COMMITTEE/OFFICERS

- 3.1 **Executive Committee: Composition.** The Executive Committee shall be composed of the Chapter Officers and active Section Presidents. The Executive Committee shall formulate and monitor the Chapter budget on a regular basis. The Executive Committee shall meet (in person, via conference call, or electronically) as called by the President and shall have the authority to conduct Chapter business when action by the Board is made impossible by timing or other urgent factors.

**WASHINGTON STATE CHAPTER
AMERICAN PLANNING ASSOCIATION BYLAWS, Page 3 of 8
October 2007**

- 3.2 Officers: Election and Terms. The officers of the Chapter shall be a President, President Elect, Past President, Vice President, a Secretary, and a Treasurer. The terms of office for the President, Vice President, Secretary, and Treasurer shall be two (2) years. The terms of office for President Elect and Past President shall be one (1) year. The elections shall alternate between elections for Present Elect on even years and Vice President, Secretary, and Treasurer on odd years. The President Elect shall serve one year as President Elect, two years as President, and one year as Past President. No officer shall serve more than four (4) consecutive years in the same office.
- 3.3 Officers: President. The President shall establish Board meeting agendas and preside at meetings of the Executive Committee, the Board and the membership. The President shall provide leadership on the development of Chapter policies in coordination with the Board. The President shall have power to create, appoint and discharge all Chapter committees unless otherwise provided in these bylaws. The President shall call meetings and perform other duties required by these bylaws, or customary to the office.
- 3.4 Officers: President Elect. The President Elect shall serve a one-year term immediately preceding becoming President. The President Elect shall oversee the functions for the Chapter and shall work with standing committee chairs (see Section 5.2) to provide continuous service to Chapter members.
- 3.5 Officers: Past President. The Past President shall serve a one-year term immediately following service of two years as President. The Past President shall assist the President as requested and deemed necessary.
- 3.6 Officers: Vice President. The Vice President shall assist the President with overall Chapter responsibilities and the Chapter's responsibilities to national APA. These duties include attending to correspondence, national election, and the day-to-day maintenance of relationships between the Chapter and national level. The Vice President shall carry out other duties assigned by the President. In the absence of, or in the event of incapacity of the President, the Vice President shall assume the duties of the President. The Vice President shall perform such other duties required by these bylaws or customary to the office.
- 3.7 Officers: Secretary. The Secretary shall: (a) Maintain (or oversee the maintenance of) an accurate list of the members of the Chapter; (b) notify members of meetings and prepare and report minutes of Membership, Executive Committee and Board meetings; (c) transmit to the Executive Director a list of all Chapter officers (including their addresses and telephone numbers) within thirty (30) days of their election; (d) notify the Executive Director of the results of all Chapter voting, and in so doing, specify the quorum and the number voting for each candidate or "aye" and "nay" on each issue; (e) transmit to the Executive Director at least one copy of each publication of the Chapter; (f) submit to the Executive Director proposed Bylaws or Amendments as required by the Bylaws of APA; and (g) perform such other duties required by these Bylaws or customary to the office.
- 3.8 Officers: Treasurer. The Treasurer shall: (a) prepare an annual budget with the assistance of the Board; (b) receive and disburse Chapter funds; (c) collect Chapter dues and assessments not collectible by the National Office, (d) assist the President in preparing an annual budget for review by the Board (e) prepare a financial report to include a current balance sheet and an income statement reflecting the preceding

twelve months of Chapter operations; (f) oversee maintenance of the Chapter's books and preparation and filing of an annual tax statement and (g) perform such other duties as required by these Bylaws or customary to the office.

4.0 BOARD OF DIRECTORS

- 4.1 Board Composition. The Board shall consist of the Executive Committee, Student Representatives from qualified Planning Student Associations associated with Washington universities and colleges accredited by APA, and Standing Committee Chairs. The above listed members shall be voting members. Other ex officio, non-voting members may be appointed to the Board by the President or the Board.
- 4.2 Board Duties. (a) manage the Chapter's affairs; (b) adopt a Chapter budget; (c) report all business which it has considered or acted upon between Chapter meetings to the membership; (d) put the votes of the Chapter into effect; (e) authorize expenditures consistent with the budget; (f) establish task forces and ad hoc committees as deemed necessary, and (fg) perform such other functions as are delegated herein or by the members of the Chapter.
- 4.3 Board Meetings and Quorums. Meetings of the Board shall be called by the President or by a majority of the voting Board members. The Board shall conduct at least three (3) meetings in a calendar year. A majority of the voting Board members shall constitute a quorum for the transaction of business at meetings of the Board.
- 4.4 Board Attendance. Any member of the Board, with the exception of Section Presidents who are elected by their sections, who fails to attend two (2) unexcused consecutive Board meetings shall be deemed to have resigned and shall be replaced by majority vote of the balance of the Board. Exemptions may be granted by majority vote of the President & Executive Committee. Section Presidents are strongly encouraged to attend, or send a representative to, every Board meeting.

5.0 COMMITTEES

- 5.1 Committees: Nominating Committee. The Nominating Committee shall consist of at least three (3) Chapter members including the Chapter Secretary. The Nominating Committee shall be appointed by the President with the advice and consent of the Board at least six months prior to investiture of new officers. The President shall appoint a Committee chair.
- 5.2 Committees: Standing Committees. These committees shall report to the Board, shall operate by Chapter policy, shall keep and file minutes with the Chapter Secretary. A chair for each committee shall be appointed by the President and approved by the Board, and shall serve as member of the Board. The following Committees will serve chapter needs:
- 5.2.1 Professional Development Committee. The President shall appoint and the Board shall approve no fewer than three (3) Chapter/AICP members to serve on the Professional Development Committee. The Chair shall serve as Professional Development Officer. The duties of the Committee shall be: (a) to advise prospective members of the American Institute of Certified Planners as to the qualifications, purposes, and programs of the Institute, the Institute's Code of Professional Responsibility of the Planner and the Rules of Reference to Institute membership; and (b) to

advise members of the American Institute of Certified Planners concerning opportunities and/or requirements for professional development.

- 5.2.2 Awards Committee: The Awards Committee shall conduct an annual awards program. The Committee shall, among other duties, solicit applications, review, judge, and select award winners in designated categories. The Committee shall conduct an awards ceremony at a time to be designated by the Board.
- 5.2.3 Membership Committee: The Membership Committee is responsible for updating the Chapter membership roster, facilitation of new member needs, and assisting with the dissemination of Chapter literature and information.
- 5.2.4 Communications Committee: The Communications Committee shall publish regular issues of the Chapter newsletter. The committee will solicit, review, write, and edit articles for the newsletter and shall establish editorial policy with the assistance of the Board. The Committee shall also provide oversight and guidance for the Chapter's website. The Committee shall manage the budget for the newsletter and website, and solicit advertisements for both.
- 5.2.5 Legislative Committee: The Legislative Committee shall prepare an annual legislative agenda, review legislative bills, give testimony on legislative matters of concern to the Chapter, be involved in legislative-related activities, and keep the Board and chapter membership informed regarding pertinent legislative issues.
- 5.2.6 Continuing Education Committee: The Continuing Education Committee shall provide timely, accurate, and informative educational seminars and workshops. The Committee shall prepare an annual continuing education program schedule and will make opportunities for participation available to all chapter members.
- 5.2.7 Scholarship Committee: The Scholarship Committee shall consist of representatives from the University of Washington and Eastern Washington University faculties and the membership at large. The Committee will advertise the Scholarship program at each university, review candidates, select scholarship recipients, and regularly report on the scholarship program to the Board.
- 5.2.8 Annual Conference Committee: The Annual Conference Committee shall be responsible for planning and conducting the Chapter's annual conference. The Committee should reflect broad representation of the Chapter membership and interests. Duties include, but are not limited to, working with the host city committee, preparing a budget for the conference, designing the conference program, soliciting speakers and panelists, and supervising the overall management of the conference. The Annual Conference Committee will submit regular written reports to the Executive Committee with regard to conference planning. A complete account of conference expenditures and revenues will be presented to the Executive Committee and Board within three (3) months or at the next

scheduled Board meeting following the Annual Conference (whichever comes first).

- 5.2.9 Planning Officials Development Committee: The Planning Officials Development Committee shall facilitate the participation of planning commissioners and elected officials in the Chapter. The Chair of the Committee shall serve as the Planning Official's Development Officer.
- 5.2.10 Western Planner Committee: The Western Planner Committee shall consist of individuals interested in the support of the Western Planner Resources Organization. The chair of the committee shall serve as the Chapter's representative to the board of the Western Planner Resources Organization.
- 5.2.11 Senior Action Committee: The Senior Action Committee shall facilitate the participation of planners that are retired from full-time service in the planning profession in the Chapter. The Senior Action Committee will focus on investigation of policy issues in Washington State with planning content and implications and reporting on those investigations to the Board.
- 5.2.12 Community Planning Assistance Team (CPAT) Committee: The CPAT Committee shall implement a program to identify small communities without financial resources to address significant planning issue(s), and provide planning assistance on a "pro bono" basis. The Committee shall strive to provide assistance to at least one community per year.
- 5.2.13 Tribal Planning Committee: The Tribal Planning Committee shall work to address statewide tribal planning issues.

6.0 ELECTIONS

- 6.1 Elections: Method of Balloting. Election of Chapter Officers shall be by ballot of the membership. No quorum requirement is necessary.
- 6.2 Elections: Nominations. The Nominating Committee shall ensure, to the extent possible, that all major geographic areas of the State and demographic characteristics of the membership are represented by the slate of nominees. In addition to individual and Section solicitations, the Committee shall publish an article in "Planning Northwest" asking for interested members/nominees.
- 6.3 Elections: Timetable. The President shall appoint the Nominating Committee six months prior to the investiture of new officers. No later than five months (the second month of activity) prior to the investiture, the Committee shall convene, start contacting potential candidates, and submit the article for "Planning Northwest" soliciting interested candidates. During the third month, the Committee shall inform the President of its recommended slate of candidates and, if approved, shall ask each candidate to provide a profile and recent photograph for the ballot. During the fourth month, the ballots shall be prepared and mailed to all Chapter members (deadline for votes no sooner than three (3) weeks after the mailing occurs). Five weeks before the investiture, the ballots will be tallied and an article prepared for the "Planning Northwest" to be published prior to the investiture.

**WASHINGTON STATE CHAPTER
AMERICAN PLANNING ASSOCIATION BYLAWS, Page 7 of 8
October 2007**

- 6.4 Elections: Tally of Ballots. The Nominating Committee or a group comprised of the Committee Chair and two others as approved by the President shall convene to tally the ballots received before the announced deadline. The ballots along with the tally shall be forwarded for certification to the Chapter Secretary and a second Board member as appointed by the President or two other Board members as appointed by the President, if the Secretary is one of the candidates. In case of a tie, the Board shall choose the winner. The ballots shall be retained at the Chapter office for a period of 30 days (before recycling) following announcement of the winners in "Planning Northwest" in case any member petitions the Board for a recount.
- 6.5 Elections: Announcement of Results. The results of the election shall be reported to the President and the Nominating Committee Chair by those certifying the election. Following this, the Chair shall inform all candidates by telephone ("in person" – not by leaving a message). The Chair shall then write the article announcing the results of the election. The results shall be officially entered in the minutes of the Annual Chapter Meeting in which investiture takes place.

7.0 STUDENT REPRESENTATIVE

- 7.1 Student Representative: Nomination and Election. Student representatives to the Board will be selected from the APA Planning Student Organizations associated with Washington universities and colleges accredited by the APA. Student representatives will serve one-year terms.
- 7.2 Student Representative: Duties. The Student Representatives shall serve on the Board and shall advise the Board and the Chapter on the conduct of services to students and the evolving character of planning education.

8.0 SECTIONS/DISTRICTS

- 8.1 Sections/Districts: General. Sections of the Chapter represent geographic subdivisions of the Chapter area.
- 8.2 Sections: President. The principal elected officer of the Section shall be titled Section President and shall serve on the Board.
- 8.3 Sections: Committee Representatives. Each Section/District may name a representative on the Standing Committees with the advice and consent of the Committee Chair or the Chapter President. The Section President/District Representative shall inform the respective Committee Chairs when these appointments are made.
- 8.4 Sections: Formation. Geographic sections of the Chapter may be formed by approval of a majority of the Chapter members whose addresses of record are in the proposed geographic area and upon approval of the Chapter Board. For the purpose of these bylaws, "approval" may be achieved by receipt of an email message, a written letter, a mail-in ballot, and/or a signed petition. The territory of a geographic section shall be a reasonably coherent unit and its name shall be geographically descriptive. Sections shall adopt Bylaws to govern Section affairs. Section Bylaws shall not conflict with these Bylaws or the Articles of Incorporation and Bylaws of APA. Copies of Section Bylaws or Bylaw Amendments shall be sent to the Chapter Secretary and filed with the Executive Director promptly upon their adoption.

**WASHINGTON STATE CHAPTER
AMERICAN PLANNING ASSOCIATION BYLAWS, Page 8 of 8
October 2007**

- 8.5 Districts: Until a Section is formed in an area, the Board shall establish geographic districts. A representative of each District shall be appointed by the Chapter President as a non-voting member of the Board.

9.0 AMENDMENTS

- 8.1 Bylaw amendments may be proposed by the Board or by petition signed by five percent (5%) of the Chapter membership. The membership may amend these Bylaws by a majority vote, if by mail ballot. A Bylaw amendment may also be adopted by two-thirds (2/3) affirmative vote at an Annual or Special Meeting of the Chapter membership, provided that the amendment is published in a publication of the Chapter membership at least one (1) month prior to the Meeting, that the notice of the meeting states that among its purposes is the consideration of the proposed amendment, and that a quorum is present at the Meeting at the time of the vote on the amendment.