

**BYLAWS
OF THE DELAWARE CHAPTER
OF THE AMERICAN PLANNING ASSOCIATION**
As Amended November 9, 2011

Table of Contents

1	GENERAL	2
1.1	Name and Area	2
1.2	Parent Organization	2
1.3	Non-Profit Nature of the Chapter	3
1.4	Mission Statement / Purpose	3
1.5	Definitions	3
2	MEMBERSHIP	4
2.1	Eligibility	4
2.2	Membership Responsibilities and Privileges	5
2.3	Termination of membership	6
2.3.1	Voluntary	6
2.3.2	Involuntary	6
2.4	Dues	6
2.4.1	NATIONAL APA MEMBERS	6
2.4.2	CHAPTER ONLY / ASSOCIATE MEMBER	6
2.4.3	Student Membership Dues (Local Members Only)	7
2.5	Transfer– General Membership	7
3	MEETINGS	7
3.1	Procedural Rules / Robert’s Rules of Order	7
3.2	Types of Meetings	7
3.3	Annual Meeting	7
3.3.1	Notification of Annual Meeting	9
3.4	Periodic (Business) Meetings	9
3.5	Special Meetings	9
3.6	Quorum Requirements	9
4	CHAPTER LEADERSHIP	9
4.1	Officers: Election and Terms	11
4.2	Positions and Duties of all officers	12
4.2.1	President	12
4.2.2	Vice President/President Elect	13
4.2.3	Secretary (Recording & Correspondence)	13
4.2.4	Treasurer	14
4.2.5	Immediate Past President	15
4.2.6	Professional Development Officer (PDO)	15

4.3	Vacancies of Elected Positions.....	17
4.4	Removal from Office	17
4.5	EXECUTIVE COMMITTEE	17
4.5.1	Duties	17
4.5.2	Meetings and Quorums	19
4.5.3	Acting without Physical Meeting	19
4.5.4	Executive Director Position	19
5	FUNCTIONAL COMMITTEES	20
5.1	Regular Committees.....	22
5.1.1	Advocacy, Public Policy, and Public Engagement Committee	22
5.1.2	Meetings and Events Committee.....	22
5.1.3	Membership Committee.....	22
	Website and	22
5.1.4	Communications Committee	22
5.1.5	Management and Finance Committee	23
5.2	Special Committee	23
5.2.1	Nominating Committee	23
6	ELECTIONS.....	23
6.1	Nominations.....	23
6.2	Election Procedures	23
6.3	Tallying of Ballots	24
6.4	Special Elections.....	24
7	FINANCES	24
7.1	The Budget	24
7.2	Control of Chapter Funds.....	25
8	AMENDMENT AND ADOPTION OF BYLAWS	25
8.1	Amendment	25
8.2	Adoption	26

1 GENERAL

1.1 Name and Area

The name of the organization is the Delaware Chapter of the American Planning Association. The area directly served by the Chapter shall be the State of Delaware.

1.2 Parent Organization

The national, parent organization, the American Planning Association, will hereafter be known as the “National APA” and the subject organization will hereinafter referred to as the “Chapter” or APA Delaware.

1.3 Non-Profit Nature of the Chapter

The Delaware Chapter is non-profit. Its income shall be used only for Chapter purposes, and no part of its net earnings shall be used for the benefit of any member or other individual, except that the Chapter may pay reasonable compensation for services rendered and to make payments, reimbursements, and/or distributions in furtherance of Chapter purposes.

1.4 Mission Statement / Purpose

The mission of the Delaware Chapter of APA is to:

1. Advance the art and science of planning in Delaware.
2. Provide vision and leadership to foster better planning for Delaware in the development of sustainable vital communities and conservation of valuable physical, natural and fiscal resources.
3. Provide a forum for the training, understanding and application of sound planning principles.
4. Provide continuing education for planning professionals, public officials and the public in Delaware and beyond.
5. Facilitate the individual participation of APA members in the affairs of the APA.

1.5 Definitions

National Office

The term “National office” refers to the home offices of APA designated to serve Chapter and membership matters; those offices being located in Chicago and Washington, D.C. respectively as of 2010.

Executive Director

Unless otherwise defined or annotated, the term “Executive Director”, when used in these Bylaws, refers to the duly appointed Executive Director of APA in the National office. The Chapter Executive Director will be referred to by the title, Chapter’s Executive Director.

Organizational Address of Record

The Chapter shall establish and maintain a central post office box within Delaware for the purposes of receiving official correspondence. This Post Office Box may be located at the discretion of and for the convenience of the Officers of the APA Delaware.

Member Address of Record

The “address of record” for a member of the Chapter who is a member of APA shall be the address furnished by the member to the National APA office. It is the member's responsibility to notify the National Office of any change in address. The “address of record” for a member of the Chapter who is not a member of APA (a “Chapter only member” or “Associate member”) shall be that supplied to the Chapter Executive Director or Chapter Secretary on the Chapter Only Members Membership Form. It is the responsibility of the Chapter Only Members to notify the APA Delaware Secretary directly of any change in both physical and e-mail addresses.

Publications of the Chapter

A “publication of the Chapter” shall mean any publication that is mailed or transmitted electronically (through e-mail or by posting to the Chapter website) to all Chapter members at their address of record, without special charge.

Executive Committee

The Executive Committee is a standing committee composed of the Chapter Officers and other members of the Chapter which is responsible for conducting the routine business affairs of the Chapter. The composition, role, limitations, and responsibilities of the Executive Committee are defined in Section 4.

2 MEMBERSHIP

2.1 Eligibility

All members of National APA whose address of record are within the Chapter Area are automatically defined by National APA as Delaware Chapter members. Any APA member whose address of record is outside the Chapter Area may also become a member of the Chapter upon payment of applicable dues and assessments to National APA which will send notification to the APA Delaware Chapter Secretary.

Persons who are not members of APA National may become members of the APA Delaware Chapter upon completion of an application form and payment of applicable Chapter dues and assessments; such members shall be known as Chapter Only Members / Associate Members.

This latter level of membership in the Chapter is not recognized by National APA, and does not provide the full rights and privileges proffered by national membership.

Chapter members may pass between the APA membership class and the Chapter Only Member membership class (and vice versa) without prejudice, although full National APA membership is encouraged for general members and required for American Institute of Certified Planners (AICP) members.

2.2 Membership Responsibilities and Privileges

The Chapter subscribes to the APA Statement of Ethical Principles and to any successive APA code of ethics or statement of principles of conduct for planning process participants and planners as a minimum standard of conduct and expects its membership to subscribe, promote and abide by its guidance.

Full APA Members shall have the right to:

1. Vote for officers of the Chapter.
2. Hold any Chapter Office.
3. Be appointed to any committee, task force, work group, or team created by the Chapter.
4. Vote on all general policy matters put before the membership at business meetings, by mail ballot or transmitted electronically (e.g., through e-mail or by posting to the Chapter's website).
5. Petition and to vote for amendments to Chapter Bylaws and for changes in dues.

Chapter Only Members shall have the right to:

1. Vote for officers of the Chapter.
2. Hold any Chapter Office except the President, Vice-President, and Chapter Professional Development Officer (PDO) due to the special functions those three positions perform in National APA and AICP affairs.
3. Be appointed to any committee, task force, work group, or team created by the Chapter except the AICP Professional Development Committee (and its Professional Development Officer), which requires that its members have AICP credentials.
4. Petition and vote for amendments to these Bylaws.

All members of the Chapter are expected to

1. Participate in Chapter activities.
2. Serve on committees and/or as committee chairs or group leaders when called.
3. Assist in or carry-out work assignments, projects, programs, or tasks assigned to the committee, work group, or team to which the member is assigned.

2.3 Termination of Membership

2.3.1 Voluntary

Chapter membership shall be terminated upon termination of National APA membership or failure to pay Chapter dues or assessments. Members can be reinstated to Chapter membership upon payment of current dues.

2.3.2 Involuntary

While it is not a function of the Chapter to treat its membership in a parental or judgmental manner, regrettably from time-to-time it might become necessary to consider discipline, censure, suspension, or expulsion of a member for actions that are in contravention of the ethical norms established by APA.

Suspension of Chapter membership for just cause shall be determined by an ad hoc committee appointed by the Chapter President. Their determination regarding cause and the length of the suspension shall be presented to, and affirmed by, the full Executive Committee.

AICP members suspended for a violation of the AICP Code of Ethics and Professional Conduct will be suspended from Chapter membership for a period equal to that of the AICP suspension.

2.4 Dues

2.4.1 National APA Members

Dues are assessed/collected at the same time that National APA dues are collected via the National APA's payment form.

2.4.2 Chapter Only / Associate Members

Dues are payable on the first day of the fiscal year, as determined by the most recent Chapter Budget. New Associate members joining at a time when there are six months or less remaining in the Chapter's fiscal year shall only pay one-half of the dues for that year. Membership is effective immediately upon payment of dues. Payment of APA Delaware dues may be made electronically through the APA Delaware website, or by check to the APA Delaware Chapter address of record.

2.4.3 Student Membership Dues (Local Members Only)

The Chapter may establish lower annual membership dues for Chapter Only Members who are certified full time college students than that established for Chapter Only Members in general. Such "local" student dues may not be lower than the reimbursement the Chapter receives from APA for APA student members.

2.5 Transfer- General Membership

Chapter membership of an APA member shall automatically be transferred to another Chapter if a member changes his/her address of record to another chapter area or otherwise changes their chapter affiliation via appropriate processes and channels provided by the National Office of APA to the Chapter. It is the responsibility of the individual member to see that his/her dues are attributed to the proper chapter.

3 MEETINGS

3.1 Procedural Rules / Robert's Rules of Order

At meetings of the membership and the Chapter Executive Committee, parliamentary procedures generally shall be governed by Robert's Rules of Order.

3.2 Types of Meetings

The Chapter may conduct or sponsor meetings, conferences, seminars, workshops, retreats, and forums of various types in pursuit of the Chapter's mission and purpose.

Meetings shall be categorized into two major types: business meetings and non-business meetings. Business meetings primarily are for the conduct of Chapter affairs and business. The Annual Meeting, Periodic Meetings, and Special Meetings are considered business meetings.

3.3 Annual Meeting

An Annual Meeting of the Chapter membership shall be held each calendar year. The Chapter Executive Committee shall determine the specific location, day, and time of each Annual Meeting.

3.3.1 Notification of Annual Meeting

The Chapter Secretary shall notify the membership of the time, place, and date of the Annual Meeting either in a publication of the Chapter or by another communication that is mailed or transmitted electronically (e.g., through e-mail or by posting to the Chapter's website) to each member at least three weeks before the meeting.

3.4 Periodic (Business) Meetings

At least one Business Meeting shall be held each calendar year. This Periodic (Business) Meeting shall be held at a date, time and place selected by the President or Executive Committee. Notice of the Periodic Meeting shall be given to members at least two weeks before the meeting in a manner consistent with current chapter policies regarding member notification and shall include a statement of the purpose(s) of the meeting.

The annual Business Meeting may be combined with the "Annual Meeting" when deemed necessary by the Chapter Leadership.

3.5 Special Meetings

A Special Meeting of the members may be called by the President, the Executive Committee, or a petition signed by at least five percent of the members of the Chapter. Said petition will state the purpose(s) for which the proposed Special Meeting is to be called. The place, date, and time shall be set by the President or the Executive Committee, provided that the location shall be within the Chapter Area. Notice of a Special Meeting shall be given to members at least two weeks before the meeting and shall include a statement of the purpose(s) of the Special Meeting.

3.6 Quorum Requirements

At Annual Meetings, Periodic Meetings, Special Meetings or any other business meetings, except mail ballots or other electronic transmissions (e.g., through e-mail or by posting to the Chapter's website) for election of officers, by-law amendments and changes in dues, a quorum shall be fifteen (15) percent of the Chapter Membership.

4 CHAPTER LEADERSHIP

The Executive Committees is to be a minimum of nine (9) members with a maximum of fifteen (15) members consisting of the six (6) officers and three (3) to nine (9) appointed

Appointed Member	No	Appointed by President, confirmed by the Officers	Until next election
Chapter Executive Director (optional)	No; Ex-Officio member	Appointed by President, confirmed by the Executive Committee	Serves at pleasure of Executive Committee

*The President will have been elected as the Vice President / President Elect in the previous election cycle. The Immediate Past President will have just completed a term as President

+ Term is 2 years or as extended as per the provisions of the Bylaws.

4.1 Officers: Election and Terms

The officers of the Chapter shall be President, Vice President/President Elect, Immediate Past President, Secretary, Treasurer, and Professional Development Officer (PDO). The President, Vice President / President Elect and the Professional Development Officer (PDO) must be full members of APA National. All officers are elected by the membership with the exception of the Professional Development Officer (PDO), who is appointed by the President.

Terms of officers (except the PDO) shall be two years beginning on the first day of the quarter following their election (January 1, April 1, July 1, or October 1). The PDO shall be appointed or re-appointed by the President through the procedures described in these Bylaws. The ceremonial installation of new officers shall take place at the Annual Meeting of the membership.

In the event of a situation that demands continuity of leadership that would span over the normal time of a Chapter election, the Executive Committee may vote to extend the term of the current slate of officers. Report of any such vote creating such an extension shall contain language specifying the conditions necessitating the extension and the date of expiration of the extension.

SUMMARY

- Elections for officers held every other year (biannually) in accordance with procedures in the Bylaws.
- Membership will elect the Vice President/President Elect, Secretary and Treasurer during each election cycle. The sitting Vice President/President Elect will take office as the President at the same time as the newly elected officers. The sitting President will become the Immediate Past President at this time.
- The election of officers is to occur at least 14 days prior to the Annual Meeting, every other year (biannually).

- President appoints the appointed members of the Chapter Executive Committee subject to confirmation of the Chapter officers, and, if desired, the Chapter Executive Director at his/her convenience. Incumbents serving on the Executive Committee remain in office until President makes new appointments and the officers confirm.
- Vacancies will be filled as they occur.

There are no term limits for any position, elected or appointed, with exception of the Vice President to President to Immediate Past President cycle (6 years).

4.2 Positions and Duties of all officers

4.2.1 President

The President shall

1. Preside at all meetings of the Executive Committee and the membership.
2. Provide leadership on the development and implementation of Chapter policies and programs in coordination with the Executive Committee.
3. Be responsible for, or oversee the preparation, adoption and implementation of a multi-year Chapter development plan (to be known as the Strategic Plan).
4. Direct the preparation by the Vice President of an annual report, work program and budget for approval by the Executive Committee.
5. Have the power to create, appoint and discharge all Chapter committees unless otherwise provided in these Bylaws.
6. Represent the Chapter on the APA National's Chapter President's Council (CPC) and at all National APA functions.
7. Prepare and submit all reports required by National APA.
8. Be the official spokesperson for the Chapter in regard to policy issues, Chapter positions, and public affairs matters.
9. Accept grants and execute contracts and agreements when authorized by the Executive Committee for the purposes of the Chapter.
10. Perform other duties required by these Bylaws or customary to the office.

11. Carry-out any additional duties that may be assigned or delegated to the office by the Chapter membership.

4.2.2 Vice President/President Elect

The Vice President/President Elect shall

1. Assist the President in the guidance and coordination of committee activities.
2. Under the supervision of the President, prepare the Chapter's annual report, work program and budget for approval by the Executive Committee.
3. Carry out any other duties assigned by the President or Executive Committee. In the absence of, or in the event of incapacity of the President, the Vice President/President Elect shall assume the duties of the President for the time period for which the President is incapable of carrying out the duties of the office.
4. Perform other duties required by these Bylaws or customary to the office.

4.2.3 Secretary (Recording & Correspondence)

The Secretary of the Chapter shall:

1. Maintain, with the assistance of APA, an accurate and complete list of the members of the Chapter (APA and Chapter Only), their addresses, telephone numbers and other relevant information, and assist the Treasurer in distributing dues and assessment notices and collecting same as necessary.
2. Notify members and the Executive Committee members of meetings.
3. Record, prepare, distribute and report minutes of Chapter and Executive Committee meetings.
4. Transmit to the Executive Director of APA, Chapter President and the Chapter President-Elect a list of all Chapter officers (including their addresses and telephone numbers) within 10 days of their election.
5. Notify the Executive Director of APA and the Chapter President of the results of Chapter voting, and in so doing, specify the quorum and the number voting for each candidate or "aye" or "nay" on each issue.
6. Transmit at least five (5) copies of Chapter publication to the Executive Director of APA per APA guidance material.

7. Coordinate with the President to submit to the Executive Director of APA proposed Bylaws or Amendments as required by the Bylaws of APA National.
8. Be responsible for the maintenance of Chapter correspondence files, including assistance to other officers and committee chairpersons in the preparation and distribution of Chapter correspondence and publications.
9. Maintain membership records and mailing lists (including electronic lists) for the purposes of carrying out Chapter programs and activities; these lists may augment those provided by National APA.
10. Perform such other duties required by these Bylaws, or assigned by the President or Executive Committee, or customary to the office.

4.2.4 Treasurer

The Treasurer of the Chapter shall:

1. Receive and disburse Chapter funds and record such transactions according to generally accepted accounting principles and practices (GAAP).
2. Collect chapter dues and assessments not collected by the National APA office and maintain individual membership dues records.
3. Assist the President and Vice President in the preparing an annual report, budget and work program for review by the Executive Committee.
4. Recommend the establishment or modification of a fiscal year for financial reporting purposes.
5. Prepare appropriate and relevant financial reports and budget reports (including a balance sheet and income statement) for business meetings of the membership and of the Executive Committee reflecting the current, comparative and projected financial and budgetary position of the Chapter and its programs.
6. Maintain and manage accounts and financial records of the Chapter, which shall be open to inspection by Officers and the Executive Committee and shall be audited at the close of each treasurer's term by either an outside CPA approved by the Executive Committee or an audit committee established by the President.
7. Provide financial information to the offices of National APA as required for Federal non-profit corporation reporting on a quarterly basis.

8. On an annual basis, in conjunction with the Chapter's Executive Director, file the required paperwork to the Internal Revenue Service to maintain the Chapter's non-profit status.
9. Assist the Secretary in maintaining a current list of the membership.
10. Perform such other duties as required by these Bylaws, or as assigned by the President or the Executive Committee or as is customary to the office.

4.2.5 Immediate Past President

The Immediate Past President of the Chapter shall:

1. Assist in preparing the President Elect to assume the responsibilities and duties of the office.
2. Serve as an informational resource to the President and the Executive Committee in transitioning to new leadership.
3. Perform other such duties as requested by the current President.

4.2.6 Professional Development Officer (PDO)

The Professional Development Officer shall:

1. Be a member of the American Institute of Certified Planners (AICP).
2. Promote professional development, continuing education and training opportunities for Chapter members.
3. Serve as a liaison to the AICP.
4. Coordinate AICP exam preparation opportunities.
5. Serve as a liaison to the National Planning Accreditation Board and to accredited planning programs.
6. Notify the Executive Committee of opportunities for cooperative endeavors.
7. Work with the President and Executive Committee to program AICP Certification Maintenance activities for the Chapter and the biannual conference.
8. Serve as a member of the Meetings and Events Committee. The PDO may serve as the chair of this committee at the discretion of the President. The Meetings and Events Committee has the responsibility of designing programs and activities for

all chapter members, lay and professional. Primary goals of this committee will be to encourage chapter members to participate in AICP certification, and to assist AICP certified chapter members in retaining their certification.

4.3 Vacancies of Elected Positions

In the event of a vacancy in the office of President, the Vice President shall assume the duties and title of President. In the event of both offices becoming vacant unexpectedly, the Immediate Past President shall assume the duties and title of President until the next election. The general membership shall elect a new President and Vice President during the next election.

In the event of a vacancy in the offices of Vice President, Secretary or Treasurer, such offices shall be filled by a majority vote of the Executive Committee for the period of time remaining in the terms of the offices that are vacant.

4.4 Removal from Office

Three unexcused absences from consecutive Executive Committee or business meetings of the Chapter by an officer holder shall be considered a de facto resignation from the office held by said individual. In addition, the Chapter may make and amend rules and procedures for the removal of officers for nonfeasance, misfeasance or malfeasance or for the conviction of a felony. Such rules shall provide for fairness, adequate due process and self-defense and shall include an appeal process.

4.5 EXECUTIVE COMMITTEE

4.5.1 Duties

The Executive Committee shall manage the affairs of the Chapter, which shall include:

1. Assisting the President in developing a mission statement which defines the chapter's core function(s) and purpose(s). Said plan will be submitted to APA National periodically.
2. Assist the President in preparing and maintaining a long-range development plan (Strategic Plan). Said plan will be submitted to APA National every four years.
3. Assist the President in preparing an annual work plan which identifies outcome based goals for the coming year(s). Such plan shall be based on the Chapter's mission statement and long range development plan (Strategic Plan). This plan maybe formatted as a listing of goals and objectives. This plan will be submitted to APA National periodically as required.

4. Assist the President in updating Chapter Bylaws no less than once every four years. These Bylaws shall be submitted to APA National for review and approval as consistent with National APA Bylaws as required.
5. Assist the President and the Treasurer as required in preparing financial reports which shall include required IRS forms (such as IRS form 990) for the most recent fiscal years. These forms shall be submitted to APA National annually. These reports shall include the identification of all sources of income and expenditures.
6. Assist the President in holding an Annual Meeting, either as a physical gathering of the membership or via electronic communications.
7. Facilitate either the President or Chapter proxy to attend at least one of the two APA National leadership meetings in any given calendar year.
8. Prepare or contribute to the preparation of a newsletter which shall be delivered three times annually either by hard copy or electronically to the Chapter membership. This communication shall give current information and concerns relevant to the chapter.
9. Adhere to the APA branding requirements for logos, letterheads and newsletter mastheads for all Chapter work products and publications.
10. Maintain a current list of all Chapter officers which shall be supplied to APA National staff.
11. Author expenditures consistent with the approved budget.
12. Put into effect the votes of the Chapter.
13. Approve any contract, legal agreement or borrowing of money on behalf of the Chapter greater than \$100.
14. Review the quality of Chapter investments.
15. Review reports of committees that may be transmitted to the Executive Committee by the President and request further study, information, or clarification as may seem desirable and, as appropriate, either taking action on the report(s) or transmitting such reports, with or without recommendation to the Chapter.
16. Review public policy and legislative issues and assisting, advising and guiding the President and Advocacy, Public Policy and Public Engagement Committee in developing Chapter positions on public issues of interest to the chapter.

17. Reporting to the membership upon business which the Executive Committee has considered or acted upon between Chapter meetings.
18. Upon request of the Executive Director of APA, assisting in the investigation of alleged violations of the APA or AICP code of ethics.
19. Perform such other tasks or functions as are delegated herein or by the members of the Chapter.

4.5.2 Meetings and Quorums

Meetings of the Executive Committee shall be called by the President, who shall prepare or designate the preparation of an agenda for such meetings, or by a majority of the Committee members. There shall be, in each year, at least six meetings of the Executive Committee in person or by teleconference. A majority of the Executive Committee shall constitute a quorum for the transaction of business at meetings of the Committee. The Secretary shall keep minutes of the meetings; these minutes shall be made available to the membership of the Delaware chapter via the Chapter website.

4.5.3 Acting without Physical Meeting

An action may be taken by the Executive Committee without a meeting through mail or email. The proposed action must be clearly described in the mail or email correspondence, and the members of the Executive Committee shall vote either "FOR" or "AGAINST" the action by return mail or email to the Secretary. A simple majority is necessary to approve actions which are proposed through this method. The Secretary shall tally the votes, and inform the Executive Committee of the results.

4.5.4 Executive Director Position

This is a professional position with the responsibility of assisting APA Delaware, under guidance of the Executive Committee, with its efforts to better inform and promote the Chapter to its current and prospective members. The APA Delaware Executive Director shall be appointed by a majority vote of the Executive Committee and will serve as a non-voting member of the Executive Committee. Compensation may be provided, if appropriate.

Duties will be determined by the Executive Committee and may include:

1. Maintaining the APA Delaware website.
2. Assisting with the Chapter's proposed annual work program.

3. Assisting with preparation and dissemination of correspondence on behalf of APA Delaware and/or the Executive Committee, including but not limited to newsletters, meeting announcements, etc.
4. Attending Executive Committee meetings, providing administrative support as appropriate.
5. Maintaining membership records and mailing lists for the purposes of carrying out Chapter programs and activities.
6. Performing other duties required by these Bylaws, or assigned by the President or Executive Committee, or customary to the office.

5 FUNCTIONAL COMMITTEES

There will be five regular committees and one special committee as follows. The President may form or disband these committees at his/her discretion. The President is also given the authority to form other special committees at his/her discretion.

Committee	Regular or Special	How Appointed	Members
Advocacy, Public Policy and Public Engagement	Regular	President appoints chair, confirmed by officers; President appoints members or delegates to chair	Minimum of 1, additional chapter members at discretion of President or chair, plus President and VP as ex-officio members
Meetings and Events	Regular	President appoints chair, confirmed by officers; President appoints members or delegates to chair; the PDO may serve as the chair	Chapter PDO, additional chapter members at discretion of President or chair, plus President and VP as ex-officio members
Membership	Regular	President appoints chair, confirmed by officers; President appoints members or delegates to chair	Minimum of 1, additional chapter members at discretion of President or chair, plus President and VP as ex-officio members

Website and Communications	Regular	President appoints chair, confirmed by officers; President appoints members or delegates to chair	Minimum of 1, additional chapter members at discretion of President or chair, plus President and VP as ex-officio members
Management and Finance	Regular	President serves as chair. Other members as specified. President may appoint additional members at his/her discretion.	President is the chair, other members include Vice President, Secretary, Treasurer and Chapter Executive Director if applicable. Other members if appointed by President.
Nominating	Special; every other year at least 20 days prior to scheduled biannual election	President appoints members, confirmed by Executive Committee	Minimum of 3 chapter members; Chair to be an appointed member of the Executive Committee

1. In general, the President of the Chapter shall have authority to create regular and special committees and to appoint members to said committees. The President also may delegate the authority to appoint committee members to individual committee chairpersons.
2. The President and Vice President are ex-officio members of all committees except the nominating committee. This will allow the Nominating Committee to perform its task independently.
3. All committees report to Executive Committee, which shall be consider all reports and recommendations and take any necessary actions by majority vote.
4. The President may appoint / reappoint all committee chairs and members at his / her convenience after taking office.
5. The President may form other special committees at his/her discretion to address topics of importance to the chapter and its membership. Committee chairs for these committees must be chapter members.
6. Nothing is to prevent the chair of a regular committee or of the Nominating Committee from serving as the chair or as an appointed member of a special committee as well.
7. Committee Chairs may form sub-committees at their discretion to enable the completion of committee business.

5.1 Regular Committees

5.1.1 Advocacy, Public Policy, and Public Engagement Committee

An Advocacy, Public Policy and Public Engagement Committee shall develop, coordinate and implement research and advisement for the Chapter regarding issues of public policy and legislative affairs.

5.1.2 Meetings and Events Committee

The Meetings and Events Committee will have the responsibility of designing programs and activities for all Chapter members, lay and professional. The PDO will serve as a member of this committee, and may serve as the chair at the discretion of the President. Primary goals of this committee will be to encourage Chapter members to participate in AICP certification, and to assist AICP certified chapter members in retaining their certification.

Events should be consistent with the mission statement as expressed in these Bylaws and in the Chapter's Strategic Plan.

5.1.3 Membership Committee

The Membership Committee will work with the President, Secretary, Treasurer and the National APA to:

1. Check current Chapter roster.
2. Recruit new members and retain current members.
3. Develop and implement strategies to increase the diversity of Chapter membership. Diversity shall include race, gender, ethnic background, sexual orientation, physical abilities and economic status.
4. Report to the Executive Committee regarding membership recruitment and retention periodically and annually.

5.1.4 Website and Communications Committee

Within the limits of the Chapter budget and Chapter Development Plan, the Website and Communications Committee shall have the responsibility for implementing the Chapter's communications strategy. This may include maintaining the Chapter's website, preparing and distributing Chapter newsletters and news bulletins and other similar periodical publications budgeted and authorized by the Chapter. This committee is empowered to investigate any and

all emerging communication strategies, including social media and other electronic forms of communication. Proposals for how to implement these emerging strategies and technologies for the benefit of Chapter members and the planning community in general shall be reviewed and approved by the Executive Committee.

5.1.5 Management and Finance Committee

The Management and Finance Committee is responsible for preparing Chapter budgets, managing Chapter finances, and reviewing and implementing management practices that are in the best interest of the Chapter and its membership.

5.2 Special Committee

5.2.1 Nominating Committee

Prior to each biannual election of officers, the President shall appoint a Nominating Committee to identify a slate of potential officers to the President and full Executive Committee. The Nominating Committee shall consist of at least three members of the Chapter, at least one of whom shall be a member of the Executive Committee, but not an officer of the Chapter. The Executive Committee member shall serve as the chair of the committee. The Nominating Committee shall be appointed by the President assisted by the Executive Committee and shall have at least 20 days to prepare ballots for distribution to the membership either physically or electronically. The Nominating Committee shall also serve as the Teller Committee to count the ballots and announce the newly elected officers.

6 ELECTIONS

6.1 Nominations

Nominations for Chapter Officers will be made by the Nominating Committee. The Committee may solicit interest, suggestions and recommendations from the Chapter Membership, with the goal of getting two candidates for each office. The Nominating Committee shall prepare a ballot to be mailed or transmitted electronically for voting by the membership.

6.2 Election Procedures

A ballot containing the names of all candidates and an attached qualifications and position statements sheet(s) shall be mailed or transmitted electronically (e.g., through e-mail or by posting to the Chapter's website) to all Chapter members within 14 days of either the Annual Meeting or the Special Election Date and returned to the Chapter Secretary no later than 7 days before the Annual Meeting or by the Special Election Date in the case of a Special Election. The Secretary will deliver the ballots for counting to the Nominating Committee and assist the committee in verifying the authenticity of ballots.

6.3 Tallying of Ballots

Ballots for the election of Chapter officers shall be tallied by the Nominating Committee (who also serve as the Teller Committee) and the results announced at the Annual Meeting. Election shall be by a majority of eligible members casting ballots for a particular office. In the event that no candidate receives such a majority, a run-off election shall be held between the two candidates receiving the largest number of votes for that particular office. Rules governing such a special election will be formulated by the Nomination Committee. The results of any Chapter election shall be made known to all members in an e-mail within 14 days of the election or by mail sent within 14 days of the election.

6.4 Special Elections

If for any reason a Special Election is required, the Nominations Committee shall nominate at least two Chapter members to fill the post(s) and establish a Ballot Date and an Election Date. The Election Date may be no less than 15 days and no more than 45 days from the Ballot Date. A ballot shall be mailed or transmitted electronically to the Chapter members with information regarding the candidates. The ballots shall be returned to the Secretary and counted by the Nominating Committee and results announced to the membership at a business meeting and in a Chapter publication or e-publication.

7 FINANCES

7.1 The Budget

The Chapter financial activities and Chapter programs shall be guided by a budget which shall be programmatic in nature. The budget shall include an estimate of revenues; by source by each program area, as well as the allocation of allowable maximum levels of expenditures by general type. In regard to revenue sources, the budget will indicate any anticipated fund account transfers needed to support each program area. Information regarding previous revenues and expenditure patterns by program area for at least the previous and current budget years shall be in a narrative which shall accompany the budget.

The budget period shall be 12 calendar months, the period of which shall be determined by the Executive Committee.

Under the direction of the President, and with the assistance of the Treasurer and the Executive Director, the Vice President shall prepare and present a proposed program budget to the Executive Committee for review. The President and Vice President may solicit input from officers, committee chairpersons and other members.

The Executive Committee will vote upon the proposed budget so that it may be in effect the beginning of the Chapter's fiscal year.

7.2 Control of Chapter Funds

All disbursement of funds will be made by the Chapter Treasurer by check or by electronic transfer.

The primary fund account of the Chapter shall be known as the General Fund which will be the prime source funds for supporting administrative and general program activities which cannot be supported by fees, registrations, user or participant charges, or earmarked moneys. All membership dues, general, assessments, and APA rebates shall be deposited into the General Fund. In addition, revenues from general fundraising events and activities shall be placed in the General Fund, with the exception of the bi-annual conference monies. The General Fund can be used to make transfers, advancements, and/or seed-loans to other fund accounts with the approval of the President and Treasurer.

With the concurrence of the Executive Committee and based on the activities and programs pursued by the Chapter, the Treasurer may establish other separate fund accounts found necessary or advantageous to the Chapter.

8 AMENDMENT AND ADOPTION OF BYLAWS

8.1 Amendment

Bylaw amendments may be proposed by the Executive Committee or by a petition signed by five percent of the Chapter membership.

Methodology

1. The membership may amend the Bylaws by a majority vote of Chapter members, if by ballot or e-ballot, OR

2. By - Law amendments may also be adopted by a majority vote of the Chapter membership present at an Annual Meeting or Special Meeting, provided that the amendments were either mailed or emailed to the membership, published in a publication of the chapter, or posted to the Chapter's website at least two weeks prior to the Meeting and that a quorum is present at the time of the vote on the amendment. The notice of the meeting shall state that among its purposes is the consideration of the proposed By-Law amendment (s).

In adopting and amending Chapter Bylaws at a business meeting, a quorum shall consist of 15 % of Chapter APA membership.

8.2 Adoption

Adoption of these Bylaws shall be accomplished in accordance with the provisions specified in Section 8.3 of National APA Bylaws which state that Chapter Bylaws shall not conflict with the provisions of the Articles of Incorporation or the Bylaws of National APA and that proposed Bylaws, or Amendments, shall be filed with the Executive Director of APA for a determination of any such conflicts. A copy of the Bylaws or Bylaw Amendments shall be filed with the Executive Director of APA by the Chapter President promptly upon their adoption.