



American Planning Association
National Capital Area Chapter

Making Great Communities Happen

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Approved Bylaws Effective 7/1/2017



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ARTICLE 1 GENERAL

- A. Organization: The organization regulated by these bylaws is the American Planning Association National Capital Area Chapter ("Chapter").
- B. Parent Organization: The national organization that the Chapter is part is the American Planning Association ("APA"), which dates to 1947, when it was originally founded as part of the American Institute of Planners. The current structure of APA was formed in 1978, when two separate professional planning organizations, the American Institute of Planners and the American Society of Planning Officials, were merged into a single organization. The American Institute of Certified Planners ("AICP") is the professional branch of APA.
- C. Area Served: The Chapter jurisdiction is the District of Columbia and Prince George's and Montgomery Counties in the State of Maryland. The Chapter works with the Virginia Chapter and the Maryland Chapter of APA to ensure that professional planning opportunities and challenges are effectively addressed throughout the entire Washington, DC metropolitan area. Planners and others in planning-related professions as well as interested citizens or associate members working on or concerned with planning questions in this metropolitan area are encouraged to join the Chapter, and may do so as specified in Article 2.
- D. Mission: The purpose of the Chapter is to provide a comprehensive and diverse vehicle for local fulfillment of the professional interests of APA members and of the planning profession generally. 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:
1. Advancing the art and science of the planning profession;
 2. Encouraging the exchange of information, ideas, and professional experience;
 3. Promoting interest in, and the welfare of, the planning profession as both a profession and an integral part of the public policy process, both locally and nationally;
 4. Sponsoring activities that advance the overall goals and objectives of APA and the planning profession;
 5. Encouraging the growth and enhancement of planning education and preparation, particularly, but not limited to, at the university and graduate levels;
 6. Fostering a professional community among members;
 7. Providing members with opportunities for professional growth and development; and
 8. Promoting and maintaining professional exchanges and cross-communication with planning-related professions.



9. Reflecting the diverse personal backgrounds of those in the planning profession as well as those impacted by the planning process.
- E. Activities: Chapter activities include:
1. Creating programs and events on planning-related topics for members and the public;
 2. Conducting regulatory review programs for federal, state, and local legislative measures relating to planning-related topics;
 3. Conducting a regular awards program;
 4. Producing a newsletter (electronic or hard copy) a minimum of three times per year and producing other professional and community outreach publications as desired; and
 5. Maintaining other communications with members and the public (such as by e-mail and website).
- F. Parliamentary Procedure: Parliamentary procedures at Regular Board Meetings shall be governed by Robert's Rules of Order (current edition) where they are not inconsistent with these bylaws. Chapter activities will be conducted in an open and democratic manner.
- G. Address of Record: A member's Address of Record is the address furnished to the Chapter by APA. It is each member's responsibility to notify APA of any change of address. If the Member is of a classification that does not require an Address of Record with APA, it is that member's responsibility to furnish an appropriate address to the Chapter.
- H. Chapter Publications: A Chapter Publication is any officially endorsed publication delivered to all Chapter members without special or additional charge.

ARTICLE 2 MEMBERSHIP QUALIFICATIONS

- A. Member: Any individual, firm, organization, or agency that falls into one of the qualifying membership classifications in B through F, below.
- B. Standard Members: All members of APA with an Address of Record that is within the Chapter's Area Served are Standard Members of the Chapter.
- C. Dual Members: APA members whose Address of Record is outside the Area Served, may become Chapter members upon payment of the appropriate Chapter dues to APA. Such Dual Members are entitled to full participation in all Chapter activities and receipt of Chapter Publications. Additionally, Dual Members may be elected to any position on the Chapter's Executive Board ("Board"), if the Dual Member does not hold a position on another regional chapter board. Chapter members are not precluded from becoming a member of more than one chapter.



- D. Chapter-Only Members: Persons who are not members of APA may become Chapter-Only Members upon payment of the established dues. Chapter-Only Members may participate and be elected to any position on the Board except President, President-Elect, Vice President for Professional Development and Vice President for Professional Development-Elect.
- E. Associate Members: Firms, organizations and agencies, which are not members of APA, may become members of the Chapter. Associate Members must submit the name of an individual within their organization to serve as point of contact for communication with the Chapter. Associate Members are entitled to all benefits provided by the Chapter, including voting rights.
- F. Student Members: Student Members of the Chapter, as certified by APA, shall be considered Standard Members of the Chapter so long as their national dues are current and remain in good standing with APA.
- G. Dues: The Board shall evaluate and establish the rate of dues. Dues of Standard and Student Members shall be collected by APA pursuant to the APA Corporate Bylaws. Dues of other Chapter membership classifications may be collected by APA or by the Chapter. Members who become delinquent in their payment of dues shall be subject to the delinquency and reinstatement rules of APA. Those rules are hereby approved and incorporated into these Bylaws by reference.
- H. Termination: Chapter membership shall be automatically terminated upon termination of APA membership or for failure to pay Chapter Dues and assessments. Once applicable dues are paid, Chapter membership is automatically reinstated.

ARTICLE 3 EXECUTIVE BOARD

- A. Composition: The Board consists of eight Officers, six at-large Directors, a Faculty Liaison and Student Representative from each graduate urban planning program in the Area Served if the program elects to participate on the Board, and the Immediate Past President. The Officers of the Chapter are the President, President-Elect, Vice President for Professional Development, Vice President for Professional Development-Elect, Vice President for Chapter Communications, Vice President for Diversity and Community Outreach, Secretary, and Treasurer.
- B. Qualifications: All Board members must be Chapter members during their term of office. Officers must have been APA members for at least the two years immediately prior to their service on the Board. Directors must have been APA members for at least a full year immediately prior to their service on the Board. The Student Representatives must be current Student Members. The Vice President for Professional Development and Vice President for Professional Development-Elect must also be AICP members. Chapter-Only Members may participate and be elected to any position of the Board, except President,



President-Elect, Vice President for Professional Development and Vice President for Professional Development-Elect.

- C. 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 Student Representatives and the Immediate Past President shall serve for one-year terms. All other Board members will serve a two-year term. Board terms begin on January 1, in odd-numbered years. Officers appointed to fill a vacancy during a term shall serve for the remainder of that term.
- D. Lifetime Term Limits: No Board member may serve for more than two consecutive terms in any one position.
- E. Duties of the Board: The Board manages the affairs of the Chapter, which include:
1. Reviewing and approving the annual program;
 2. Reviewing and approving the annual budget and all contracts (but may not incur liabilities exceeding the amount of unappropriated funds in the treasury);
 3. Approving proposed Chapter policies and disseminating these to the membership and the public;
 4. Establishing necessary procedures to assure efficient administration of Chapter affairs;
 5. Approving appointments to committees;
 6. Acting upon the votes of the members;
 7. Liaising with professional and educational programs in the region (such as schools, museums, or professional organizations);
 8. Reporting to the membership upon all business that it has considered or acted upon;
 9. Removing Officers and Directors for failure to execute duties properly;
 10. Filling vacancies on the Board occurring between elections, if deemed appropriate;
 11. Electing Officers in case of a tie during an election;
 12. Transmitting to the succeeding Board all relevant records of the Chapter and pertinent information on performing Board duties; and
 13. Performing other duties as are customary.
- F. Duties of Board Positions: The roles and responsibilities of each Board position are detailed below.



1. **President:**
 - a) Call and preside meetings of the Chapter and Board;
 - b) Appoint chairs and members of committees, with the consent of the Board;
 - c) Establish, appoint, and discharge special committees, or charge the responsibility to another officer;
 - d) Serve as a member of all committees (unless otherwise specified);
 - e) Attend meetings of the APA Chapter Presidents Council;
 - f) Prepare annually a report, program and budget;
 - g) Maintain oversight of Chapter programs; and
 - h) Perform other such duties as are customary to the office.

2. **President-Elect:**
 - a) Preside meetings of the Chapter and Board in the absence of the President;
 - b) In the event that the President resigns, assume the position of President;
 - c) Chair the Nominating Committee; and
 - d) Assist the President in fulfilling the responsibilities of that position, and other duties as directed by the President and the Board.

3. **Vice President for Professional Development:**
 - a) Advise members about AICP's purposes, qualification requirements, codes of professional ethics and social responsibilities, examinations, and programs;
 - b) Inform members about opportunities for continuing education and professional development;
 - c) Encourage new membership in AICP;
 - d) Assist university planning degree programs in the Area Served with the APA recognition process;
 - e) Preside meetings of the Chapter and Board in the absence of the President and President-Elect;
 - f) Report to APA on continuing education activities of the Chapter;
 - g) Increase training opportunities for elected and appointed planning officials;
 - h) Encourage planning officials to join APA; and
 - i) Involve planning officials in Chapter events, programs and decision-making.



4. Vice President for Professional Development-Elect:
 - a) Assist 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
 - b) In the event that the Vice-President of Professional Development resigns, assume the position of Vice President of Professional Development.

5. Vice President for Chapter Communications:
 - a) Supervise publications such as the newsletter, program announcements, and news releases;
 - b) Supervise electronic communications such as the Chapter website and e-mail announcements;
 - c) Encourage membership in APA and the Chapter;
 - d) Assist the President in coordinating Chapter programs;
 - e) Promote and strengthen the role of planning in the region;
 - f) Provide the current Bylaws to all new Chapter members; and
 - g) Forward to the Executive Director of APA at least one copy of each Chapter Publication.

6. Vice President for Diversity and Community Outreach:
 - a) Develop goals and a work program to promote diversity and community outreach in Board and Chapter activities;
 - b) Work with planning and planning-related organizations in communities throughout the Area Served 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;
 - c) Help recruit more minority students into the planning profession;
 - d) Create and improve planning education programs at secondary and university educational institutions, particularly but not limited to historically black colleges and universities in the Area Served; and
 - e) Contribute to and participate in related cross-professional programs and initiatives.

7. Secretary:
 - a) Prepare the minutes of Regular Board Meetings and the business portions of Annual Chapter Meetings and Other Chapter Meetings;
 - b) Notify the various Board positions of all Board meetings;
 - c) Transmit 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;
 - d) Submit to the Executive Director of APA an official copy of the Chapter Bylaws and all amendments; and
 - e) Perform other such duties as directed by the President and the Board.
8. Treasurer:
- a) Receive and disburse Chapter funds in accordance with the adopted budget;
 - b) Maintain an accurate record and account of all Chapter financial transactions;
 - c) Assist the Audit Committee with its work;
 - d) Prepare a financial statement as needed for Board meetings;
 - e) Assist the President in preparing an annual budget for review by the Board;
 - f) Chair the Finance Committee; and
 - g) Perform other such duties as directed by the President and Board.
9. Faculty Liaisons: A full-time or adjunct faculty member from each university graduate planning program within the Area Served will be appointed by the Board to serve as a Faculty Liaison, if the university elects to participate on the Board. The Faculty Liaisons 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. Faculty Liaisons are non-voting members of the Board.
10. Student Representatives: A planning student from each university graduate planning program within the Area Served will be appointed by the Board to serve as a Student Representative, if the university elects to participate on the Board. Student Representatives serve as a liaison between the Chapter and planning students, and coordinates and organizes programs for planning students. Student Representatives are non-voting members of the Board.
11. 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. The Immediate Past President shall exercise the powers and duties of the President during an absence or incapacity of the President and the President-Elect, and shall perform such duties as may be required by these Bylaws or as assigned by the Board.

12. **Directors:** The Directors are elected at-large, and will chair Topical Committees (as described in Article 4) and shall or perform other duties as determined by the Board.

- G. **Officer Reports:** Each officer, except the Immediate Past President, will prepare an annual written report to be presented to the Board, with a summary to appear in the Chapter newsletter.

- H. **Removal of Board Members:** A Board member may be terminated for failure to properly execute any of his or her designated or assigned duties, after written warning from the President or the Board, and upon a two-thirds vote of the Board to terminate his or her service. Failure to comply with the APA Code of Ethics is also grounds for termination. Any Board member (other than the Immediate Past President) who has had three consecutive unexplained absences from Board meetings or who has failed to comply with the APA Code of Ethics may be considered for termination.

- I. **Vacancies:** If the office of President becomes vacant, the President-Elect shall succeed to that office for the remainder of the term as well as for the following term. Vacancies in the office of President-Elect shall not be filled. If the office of President becomes vacant when there is no President-Elect, the Immediate Past President shall serve as President until the Board shall elect an acting President to serve for the balance of the term. If the office of President becomes vacant when there is neither a President-Elect nor an Immediate Past President, the Board shall internally elect an acting President to serve the balance of the term. If the seat held by the Immediate Past President shall fall vacant, it shall remain vacant until occupied by the incumbent President. In the event that any other position becomes vacant, the Board may appoint to fill the position.

ARTICLE 4 COMMITTEES

- A. **Types of Committees:** The Board may establish Standing Committees and Topical Committees.
 1. Standing Committees will be formed at the appropriate time and meet as needed to accomplish their designated task.



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2. Topical Committees will be formed at the appropriate time and meet as needed to accomplish their designated task.
3. In appointing a Topical Committee, the President and Board shall make a good faith effort to encourage and obtain broad participation by as many Chapter members as possible.

B. Standing Committees

1. **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-Elect. Members of the Nominating Committee will be appointed approximately 3 months before the election.
2. **Finance Committee:** The Finance Committee provides oversight of the fiscal operation of the Chapter. It serves to advise the Board in fulfilling its fiduciary responsibilities, including but not limited to preparing the budget, filing taxes, implementing an investment policy, and overseeing audits. The Finance Committee consist of at least two Chapter members in addition to the Treasurer, who serves as chair unless an alternate is appointed by the Board.
3. **Awards Committee:** The Chapter will give awards regularly to outstanding projects, people, and organizations for exemplary achievement in the planning field. The Committee will elicit applications for APA awards, select an awards jury to review entrees, and organize an awards event. In addition, the President (with approval of the Board) may confer awards upon members who have made outstanding contributions to the Chapter or the planning profession.
4. **Conference Committee:** The Chapter will convene an annual meeting for members to exchange information, ideas, and professional experiences. The Committee will organize conference logistics and elicit speakers, sessions, and mobile workshops. This committee consists of four Chapter members in addition to the Vice President for Professional Development, who serves as chair unless an alternate is appointed by the Board.

C. Topical Committees:

1. Each Board may establish Topical Committees, and will designate a chair of each.
2. Whenever deemed desirable, the Board may also establish additional Topical Committees or change the topic of existing committees whenever that is deemed desirable, prudent, or in the best interests of the Chapter. These Topical Committees will reflect the areas of particular planning



- interest or concern to the Chapter at that time.
3. The work of Topical Committees may include (but is not limited to):
 - a) Advising the Board on taking positions concerning planning issues (including written or oral comments to outside bodies, with the consent of the Board);
 - b) Obtaining information on, and developing analysis of, planning issues;
 - c) Communicating such information and analysis to the Chapter members (in coordination with the Vice President for Chapter Communications); and
 - d) Arranging programs and events for the Chapter.

ARTICLE 5 ELECTION PROCEDURES

- A. Nomination Process: The Nominating Committee will nominate a slate with at least one candidate for all Officer and Director positions (as specified in Article 3). The Nominating Committee will inform the Board and all considered candidates of its proposed slate, and compile the bios and position statements. Candidates for Officers and Directors may also be nominated by petition. Petitions must indicate the position being petitioned for, be signed by 25 Chapter members, and must be received by the President-Elect before the nomination deadline.
- B. Voting: A ballot containing the names of all candidates will be mailed or transmitted electronically to Chapter members. The results of the election will be made available immediately to the Board 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 Topical Committees (whether existing or proposed) that they would be interested in serving on or chairing. In case of a tie, the outgoing Board will meet within two calendar weeks of the election to select the winner for a Board position from among the top vote getters.

ARTICLE 6 MEETINGS

- A. Types of Meetings: The Chapter will conduct Regular Board Meetings, an Annual Chapter Meeting, and Other Chapter Meetings as need be.
- B. Regular Board Meetings:
 1. The President, or a majority of Board members, may call a Regular Board Meeting. The Board shall meet at least six times each year.
 2. A majority of the voting members of the Board, either physically present or available by conference call, constitutes a quorum for the transaction of business.
 3. Regular Board Meetings are open to all Chapter members.
 4. A time-sensitive action may be taken by the Board, without calling a



Regular Board Meeting, if the number of Board members contacted by telephone, mail, or e-mail constitutes a quorum.

- C. Annual Chapter Meeting: The Chapter will hold an Annual Chapter Meeting, which may be held in conjunction with another Chapter event. Ten percent of all Chapter members constitute a quorum at the Annual Chapter Meeting.
- D. Other Chapter Meetings: Other Chapter Meetings, aside from the Annual Chapter Meeting, 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. Ten percent of all Chapter members constitute a quorum at Other Chapter Meetings.
- E. Notices of Meetings: Members will be notified of all meetings at least seven 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.
- F. Voting: A majority vote of all voting members of the Board constituting a quorum is required for an action at a Regular Board Meeting. A majority vote of all Chapter members constituting a quorum is required for an action at an Annual Meeting or any Other Chapter Meeting.

ARTICLE 7 AMENDMENTS

- A. 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 at least thirty (30) calendar days to comment, the Board will vote on any the proposed amendments. The Board shall vote to either adopt or reject any amendment that satisfies the provisions herein. The Board shall publish in the newsletter, or issue by e-mail to the Chapter membership, its reasons for any vote taken to reject an amendment to these by-laws. The final approved version of the Bylaws, once amended, shall be made available to Chapter members upon request within fifteen (15) calendar days of the vote(s) taken on the amendments.