

**BY-LAWS OF THE PENINSULA SECTION  
WASHINGTON CHAPTER  
AMERICAN PLANNING ASSOCIATION (APA)  
Adopted April 4, 2006; Updated December 18, 2014**

*ARTICLE I – NAME*

The name of this organization shall be the Peninsula Section of the Washington Chapter of the American Planning Association, hereinafter referred to as the “Section”.

*ARTICLE II – PURPOSE*

It is the purpose of the Section to: (1) perform as a Section of the Chapter pursuant to Chapter Bylaws; (2) provide members local/regional expression of APA purposes and objectives; (3) provide a local/regional vehicle for APA members involvement in the affairs of the APA; (4) advance the art and science of planning; (5) encourage the exchange of planning information and experience; (6) generally function as a professional planners organization; and (7) coordinate and cooperate with governmental entities, allied professions, other planning/environmentally concerned groups.

*ARTICLE III – GENERAL*

A. Area

The area served by the Section shall be Clallam, Jefferson, Kitsap and Mason counties.

B. Address of Record

The address of record for the Section shall be as designated by the Section Executive Committee at any given time.

C. Parliamentary Procedure

Meetings of the Section membership and the Executive Committee shall be governed by Robert’s Rules of Order.

*ARTICLE IV – MEMBERSHIP*

A. Eligibility

All Washington Chapter members of the APA whose addresses of record are within the Section Area shall automatically be members of the Section. Any non-area members of APA shall be eligible to become members upon payment of any dues established for such members by the Executive Committee.

B. Annual Meeting

There shall be an annual meeting of the Section membership in each calendar year. The Section President shall determine the location of the annual meeting, which should preferably be within the Section area but which may also occur outside the Section area with the approval of the Executive Committee. The Section President shall also determine the date and time of such meeting.

C. Notice of Annual Meeting

The Secretary shall in a reasonable manner notify the membership of the place, date, time and agenda of the annual meeting at least 20 days before the meeting.

D. Special Meetings

Special meetings of the Section membership may be called by the Section President, a majority of the Executive Committee, or by a petition signed by at least 10 percent (10%) of the membership of the Section. The place, date and time of the special meeting shall be set by the Section President provided that the location shall be within the Section area. Notice of the special meeting shall be given to members as in Section C of this Article 4 and shall include a statement of the purpose of the special meeting.

E. Quorum Requirements

At annual and special meetings and in mail ballots, except mail ballots for election of officers, a quorum shall be ten percent (10%) of the Section membership as of record at the last time a membership roster was issued but in no case less than seven (7) members, or as otherwise established by the Section Executive Committee.

F. Termination and Reinstatement

Section membership shall terminate upon termination of APA membership, or when a member's address is no longer within the area served by the Section. Section membership also may be terminated for failure to pay Washington Chapter dues or any Section dues established in Section G below. Section membership may be terminated subject to such conditions as may be established by the Section Executive Committee.

G. Membership Fees

Membership fees may be established by the Section Executive Committee.

*ARTICLE V – OFFICERS*

A. Officers and Terms

The officers of the Section shall be elected and shall be the Section President, the President-Elect, the Treasurer, the Secretary and a County Representative of each county in the Section. The terms of office shall be two (2) years beginning November 1st of odd numbered years, except as provided in Section VI.G. The President Elect shall serve two years as President-Elect and two years as President. Wherever possible, no officer shall serve more than two (2) full consecutive terms in the same office.

B. Section President

The Section President, an officer, shall preside at the meetings of the Executive Committee and of the membership. The President shall provide leadership on the development of the Section policies and goals in coordination with the Executive Committee. The President shall prepare an annual budget for approval by the Executive Committee. The President shall have the power to create, appoint, and discharge all Section Committee Chairs unless otherwise provided in these bylaws. The President shall attend, when possible, the meetings of the State APA Board and represent the Section members.

C. President – Elect

The President-Elect, an officer, shall assist the President in the guidance and coordination of the Executive Committee activities. The President-Elect shall carry out other duties assigned by the President. In the absence of, or in the event of the incapacity of the President, the President-Elect shall assume the duties of the President. The President-Elect shall perform such duties as required by these bylaws or customary to the office. To assure continuity of leadership of the Section, the President-Elect shall assume the office of the President for the official year beginning after the regular election of officers.

D. Secretary

The Secretary, an officer, shall execute the following duties:

- a) Maintain an accurate list of the membership of the Section;
- b) Notify members and Executive Committee members of meetings, prepare and report brief written minutes of Section and Executive Committee meetings;
- c) Transmit to the President a list of all Section officers (including their addresses and telephone numbers) within thirty (30) days of their election;
- d) Notify the President, the results of all Section voting, and in so doing specify the quorum and the number voting of each candidate or the “yes” and “no” of each issue;
- e) Transmit to the President at least one (1) copy of each publication or notice of the Section;
- f) Submit to the President proposed by-law amendments as may be required by the bylaws of the Section; and
- g) Perform such other duties required by these bylaws or customary to the office.

E. Treasurer

The Treasurer, an officer, shall perform the following duties:

- a) Receive and disperse Section funds;
- b) Collect Section dues and assessments not collected by the Washington Chapter or National Office;
- c) Assist the President in preparing an annual budget for review by the Executive Committee;
- d) Maintain accounts which shall be open to inspection by the officers;
- e) Prepare for each meeting of the membership and the Executive Committee a brief financial report, which may be verbal, to include a current balance and an income/expense statement reflecting Section operations since the most previous report; and
- f) Perform such other duties as required by these bylaws or customary to the office.

F. County Representatives

The County Representative, an officer, elected from each county (Clallam, Jefferson, Kitsap and Mason) shall assist with the Executive Committee activities and represent other members from their county.

*ARTICLE VI – EXECUTIVE COMMITTEE*

A. Composition

The Executive Committee, composed of APA members, shall consist of the Section officers.

B. Duties

The Executive Committee shall:

- a) Manage the affairs of the Section;
- b) Adopt a budget for the Section;
- c) Report to the membership upon all business which it has considered or acted upon between Section meetings;
- d) Implement actions and policies approved by the Section;
- e) Authorize expenditures consistent with the budget; and
- f) Perform such duties as are delegated herein or by the members of the Section.

C. Meetings and Quorums

Meetings of the Executive Committee shall be called by the President or by a majority of the Executive Committee members. There shall be at least three (3) meetings of the Executive Committee in each official year. Four (4) voting members of the Executive Committee shall constitute a quorum for the transaction of business. Meetings may be held by teleconference.

D. Acting Without Meeting

An action may be taken by the Executive Committee without a meeting if consent is provided by a quorum of the Executive Committee and as long as the respondents constitute a majority.

E. Attendance

Any member of the Executive Committee who has (2) unexcused absences shall be deemed to have resigned and shall be replaced by a majority vote of the balance of the Executive Committee. Exemptions may be granted by a majority vote of the Executive Committee.

F. Vacancy

Any vacancies in office occurring during a term may be filled by action of the Executive Committee. Officers so appointed shall serve the un-expired term of their predecessor in office.

G. Voting and Elections

Section elections shall be consolidated with Chapter and National elections on a timetable established by National and following procedures established by National. Until such time as this occurs, the provisions below shall apply.

The elections shall be held on odd years.

The Executive Committee shall notify members by May 1 that an election will take place that year. Those interested in being candidates for an officer position shall notify the President in writing by May 31.

In the case of no member applying for a vacant Executive Committee position seat, that officer shall be elected by a majority agreement of the Executive Committee within 15 working days of a member notifying the President in writing that they are interested.

Those eligible to vote shall be members in good standing with the Section. Voting for Section Executive Committee members shall be by mail secret ballot or by electronic means. The Secretary shall mail a ballot by regular mail or provide electronic means to vote to all members eligible to vote, on or before June 30. The ballot shall provide space for write-in candidates and shall specify the date by which the ballot must be returned, provided that such date for return be at least fifteen (15) working days later than the mailing of the ballots. The Executive Committee may adopt such other rules as may be necessary to administer and carry out an election. For the purpose of counting and verifying the votes, the President shall appoint a Tally Committee consisting of three (3) members of the Section, at least one (1) of whom shall be a member of the Executive Committee. The Candidate for each office receiving the largest number of votes shall be declared elected. There shall be no quorum necessary of mailed in ballots. The results shall be announced in a newsletter or electronic means to members. If the election is delayed beyond October 31, the current officers shall continue in office until the election is held. As soon as the results of the election are known, the elected

officers shall assume their offices for the balance of the terms. New officers shall start their terms on November 1.

H. Official Year

For budget purposes, the official year of the Section shall be the calendar year.

*ARTICLE VII – COMMITTEES*

A. Nominating Committee

The President shall appoint a Nominating Committee on or before the fifteenth day of April. The President shall designate the Chair for the Committee. It shall be the responsibility of the Committee to present a slate of candidates to the Section President by May 31.

B. Other Committees

The President shall have the authority to establish other working committees as deemed appropriate and approved by the Executive Committee. Such committees may include but are not limited to a Professional Committee, Membership Committee, Technology Committee and a Continuing Education Committee.

*ARTICLE VIII – BY-LAW AMENDMENTS*

Bylaw amendments may be proposed by the Executive Committee or by a petition signed by at least ten percent (10%) of the Section membership. A summary of proposed bylaw amendments shall be published in the next regular newsletter, or special mailing, for membership comment at least ten (10) days prior to the Executive Committee meeting scheduled for taking action on proposed amendments. The Executive Committee may amend the bylaws by a majority vote of those Executive Committee members present at the meeting, with a quorum requirement as specified in Article VI, section C.