

# **SOUTHWEST SECTION of the WASHINGTON CHAPTER of the AMERICAN PLANNING ASSOCIATION BYLAWS**

(Adopted January 1, 2005; Amended October 26, 2007; October 22, 2010; December 30, 2014; July 18, 2018)

## **ARTICLE I: NAME**

The name of this organization shall be the "SOUTHWEST SECTION" that is a Section of the Washington Chapter of the American Planning Association. Hereinafter referred to as the "SOUTHWEST SECTION."

## **ARTICLE II: PURPOSE**

The SOUTHWEST SECTION is committed to promoting sound planning practices based on ethical principles to help the community improve its quality of life, realize its goals, and secure its future. The SOUTHWEST SECTION will:

- a) Perform as a Section of the Washington Chapter pursuant to the Chapter bylaws;
- b) Promote ongoing professional education and awareness of planning and community issues by convening conferences, workshops, and discussion groups;
- c) Advocate proactive planning for issues of local and regional importance;
- d) Encourage opportunities for networking and social gatherings within the region to improve professional communications;
- e) Be actively involved in community service and coordinate with governmental entities, allied professions and other planning/environmentally concerned groups; and
- f) Provide input to city, county or regional governmental entities on planning issues of unique interest to SOUTHWEST SECTION membership.

## **ARTICLE III: GENERAL**

### **A. Area**

The area served by the SOUTHWEST SECTION is comprised of the following counties in Washington: Clark, Cowlitz and Skamania.

### **B. Address of Record**

The address of record for the SOUTHWEST SECTION shall be as designated by the SOUTHWEST SECTION Executive Board at any given time.

### **C. Parliamentary Procedure**

At meetings of the membership and of the SOUTHWEST SECTION Executive Board, parliamentary procedures shall be governed by "Robert's Rules of Order".

## ARTICLE IV: MEMBERSHIP

### **A. Eligibility**

All Washington Chapter members of APA whose work or home addresses of record are within the SOUTHWEST SECTION area shall automatically be members of the SOUTHWEST SECTION. Any non-area members of APA, including Oregon residents, whose work addresses of record are in Washington may become SOUTHWEST SECTION members upon payment of chapter dues to the Washington Chapter of APA.

### **B. Annual Meeting**

There shall be an annual meeting of the SOUTHWEST SECTION membership held each calendar year. The SOUTHWEST SECTION Executive Board shall determine the location within the SOUTHWEST SECTION area and the date and time of such meeting.

### **C. Notice of Annual Meeting**

The Secretary shall notify the membership of the place, date, time and agenda of the annual meeting, which notice shall be mailed or emailed to each member of the SOUTHWEST SECTION at least thirty (30) days before the meeting.

### **D. Special Meetings**

A special meeting of the members may be called by the SOUTHWEST SECTION President, by the SOUTHWEST SECTION Executive Board, or by a petition signed by at least five percent (5%) of the membership of the SOUTHWEST SECTION. The place, date and time shall be set by the SOUTHWEST SECTION President provided that the location shall be within the SOUTHWEST SECTION area. Notice of the special meeting shall be given to members as in Article IV (C) and shall include a statement of the purpose of the special meeting.

### **E. Quorum Requirements**

At annual and special meetings and mail-in<sup>1</sup> ballots, except ballots for election of officers, a quorum shall be five percent (5%) of the SOUTHWEST SECTION membership as of record at the last time a membership roster was issued but in no case less than fifteen (15) members, or as otherwise established by the SOUTHWEST SECTION Executive Board.

### **F. Termination and Reinstatement**

SOUTHWEST SECTION membership will be terminated upon termination of APA membership or when a member's address of record is no longer within the area served by the SOUTHWEST SECTION. SOUTHWEST SECTION membership also may be terminated for failure to pay Washington Chapter dues or non-Washington Chapter SOUTHWEST SECTION dues and any SOUTHWEST SECTION dues established as in Article

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<sup>1</sup> "Mail-in" term includes electronic voting methods.

IV. SOUTHWEST SECTION membership may be reinstated, subject to such conditions as may be established by the SOUTHWEST SECTION Executive Board.

### **G. Membership Fees**

The SOUTHWEST SECTION may collect membership fees. Such fees, if any, shall be established by a majority vote of the SOUTHWEST SECTION membership.

## **ARTICLE V: ELECTED OFFICERS**

### **A. Officers Duties and Terms**

The elected officers of the SOUTHWEST SECTION shall be the SOUTHWEST SECTION President, President-Elect, Secretary, and Treasurer. The terms of office shall be two (2) years, except for the section's first elective terms which shall extend to the end of 2006. The Secretary and Treasurer can serve up to two consecutive terms in office. The President and President-Elect can serve more than one term, but not more than one consecutive term.

### **B. President**

The SOUTHWEST SECTION President hereinafter referred to as President, an officer, shall:

- a) Preside at the meetings of the Executive Board and of the membership;
- b) Provide leadership on the development of the SOUTHWEST SECTION policies and goals in coordination with the Executive Board;
- c) Prepare an annual budget for approval by the Executive Board.
- d) Have power to create, appoint and discharge all SOUTHWEST SECTION Committee Chairs unless otherwise provided in these bylaws.
- e) Represent the SOUTHWEST SECTION on the Washington Chapter of the APA Executive Board; and
- f) Call meetings and perform other duties prescribed by these bylaws.

In order to ensure continuity in the SOUTHWEST SECTION's leadership, the President-Elect shall assume the title "President" and not be elected President, following the next regular election of officers, unless he/she declines to aspire to this position, or is found to not be a member in good standing by the Board. In the case where the President-Elect does not assume the Presidency, the President will be elected as proscribed in Article VIII (G).

### **C. President-Elect**

The President-Elect, an officer, shall:

- a) Assist the President in the guidance and coordination of Committee activities;
- b) Assist the President in the guidance and coordination of organizing Section networking activities and social events as a benefit to members;

- c) Carry out other duties assigned by the President;
- d) In the absence of, or in the event of incapacity of the President, assume the duties of the President;
- e) Perform such other duties required by these bylaws

#### **D. Secretary**

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

- a) Maintain an accurate list of the membership of the SOUTHWEST SECTION;
- b) Notify members and Executive Board members of meeting, prepare and report brief complete written minutes of SOUTHWEST SECTION and Executive Board meetings;
- c) Transmit to the President a list of all SOUTHWEST SECTION officers (including their addresses and telephone numbers) within thirty (30) days of their election;
- d) Notify the President of the results of all SOUTHWEST SECTION voting, and in so doing specify the quorum and the number voting for each candidate or the "yes" and "no" on each issue; and
- e) Perform such other duties required by these bylaws.

#### **E. Treasurer**

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

- a) Receive and disperse SOUTHWEST SECTION funds;
- b) Collect such dues and assessments not collectible by the Washington Chapter or National office;
- c) Assist the President in preparing an annual budget for review by the Executive Board and the state chapter;
- d) Maintain accounts which shall be open to inspection by all SOUTHWEST SECTION members and the state chapter;
- e) Prepare for each meeting of the membership and of the Executive Board a brief financial report, which may be verbal, to include a current balance and an income/expense statement reflecting SOUTHWEST SECTION operations since the most recent report; and
- f) Perform such other duties as required by these bylaws.
- g) At direction of the President, up to \$100 may be dispersed and/or spent monthly by SOUTHWEST SECTION Executive Board members in support of SOUTHWEST SECTION Activities without a vote of the SOUTHWEST SECTION Executive Board.

## **ARTICLE VI: APPOINTED COUNTY REPRESENTATIVES**

### **A. Appointed, Voting Officers' Duties and Terms**

The appointed officers of the SOUTHWEST SECTION shall be the three (3) county representatives. The terms of office shall be two (2) years.

## **B. County Representatives**

The County Representatives are responsible for providing an active connection between APA members in their respective counties and the Board regarding the needs, concerns, and issues affecting these members.

- a) To provide a report regarding issues, events, and concerns for the SOUTHWEST SECTION members in their respective County at each regular Board meeting;
- b) To organize events targeted at planners in their respective County, including but not limited to brown bags, social nights, or any event or function that furthers communication between APA members or between APA members and members of related professions;
- c) To submit feature articles of a planning nature to the Communications Officer; and
- d) To work with the President-Elect to increase membership in the SOUTHWEST SECTION and the level of involvement of current members.

## **ARTICLE VII: OTHER APPOINTED OFFICERS**

### **A. Appointed Non-Voting Officers' Duties and Terms**

The other appointed officers of the SOUTHWEST SECTION shall be the Professional Development Officer, Communications Officer and the Legislative Liaison. The terms of office shall be two (2) years.

### **B. Professional Development Officer**

The President shall appoint one (1) member of the SOUTHWEST SECTION to the Executive Board who is a member of the American Institute of Certified Planners (AICP) to serve as the Professional Development Officer and to chair the Professional Development Committee. See Article XI (B). The Officer will also serve on the state chapter's Professional Development Committee.

### **C. Communications Officer**

The Communications Officer shall be appointed by the SOUTHWEST SECTION Board and perform the following duties:

- a) To invite and review articles for publishing online;
- b) To edit and manage Section communications;
- c) To maintain the SECTION internet communications; and
- d) To perform such other duties as required by the bylaws or determined by the Executive Board.

### **D. Legislative Liaison**

The Legislative Liaison shall be by the SOUTHWEST SECTION. The Legislative Liaison shall perform the following duties:

- a) Inform the board and Section members of any pending state legislation;
- b) Be the SECTION's representative to the Washington APA Chapter legislative committee;
- c) Inform the board of and local government about any proposed local government regulations.

## ARTICLE VIII: SOUTHWEST SECTION EXECUTIVE BOARD

### **A. Composition**

The Executive Board composed of APA members shall consist of the four (4) elected officers, (see Article V), three (3) SOUTHWEST SECTION members appointed to represent each county in the SOUTHWEST SECTION (see Article VI), , the Professional Development Officer, the Legislative Liaison and the Communications Officer (see Article VII).

### **B. Duties**

The Executive Board shall:

- a) Manage the affairs of the SOUTHWEST SECTION;
- b) Adopt a budget for the SOUTHWEST SECTION;
- c) Report to the membership upon all business which it has considered or acted upon between SOUTHWEST SECTION meetings;
- d) Put into effect the votes of the SOUTHWEST SECTION;
- e) Authorize expenditures consistent with the budget;
- f) Perform such other functions as are delegated herein or as directed by the members of the SOUTHWEST SECTION; and
- g) Have a working knowledge of the bylaws and operate by the bylaws and make them available to the general membership.

### **C. Meetings and Quorums**

Meetings of the Executive Board shall be called by the President or by a majority of the Board members. There shall be in each year, at least six (6) meetings of the Executive Board. Five (5) voting members of the Executive Board shall constitute a quorum for the transaction of business. The SOUTHWEST SECTION President and/or a majority of the Board shall have the authority to call an emergency meeting, in which case the 14-day requirement will not apply.

### **D. Acting Without Meeting**

An action may be taken by the Executive Board without a meeting if consent is provided by each member of the Board, as long as the respondents constitute a quorum.

## **E. Attendance**

Any member of the Executive Board who misses one-half of the board meetings in a twelve (12) month period shall be deemed to have resigned and shall be replaced by a majority of the balance of the Executive Board. Exemptions may be granted by a majority vote of the Executive Board. The Executive Board, by majority vote, may replace any appointed non-voting member for three unexcused absences in a twelve (12) month period.

## **F. Vacancy**

Any vacancies in office occurring during a term may be filled by action of the Executive Board until the next election, unless it is an appointed position. Officers shall serve the unexpired term of their predecessor in office. If a vacancy occurs within an appointed position, then the position may be filled by the President as prescribed in Article V.

## **G. Voting and Elections**

Those eligible to vote shall be members in good standing with the SOUTHWEST SECTION. Voting for SOUTHWEST SECTION Executive Board members shall be by secret ballot, which may include an electronic or online survey ballot. The positions to be voted on are the President-Elect, Treasurer and Secretary. Ballots will be sent to each member eligible to vote during the summer of the last year of the term of officers to be elected. Elections of officers will occur during the summer, and will be consolidated with Chapter and National Elections, on a time frame established by National APA. The candidate for each office receiving the largest number of votes shall be declared elected. There shall be no quorum necessary for election ballots.

## **H. Official Year**

The term of office for members of the Executive Board shall begin the first day of November.

# **ARTICLE IX: COMMITTEES**

## **A. Nominating Committee**

The President shall appoint, in the spring of an election year, a nominating committee consisting of: 1) three (3) SOUTHWEST SECTION members not on the Executive Board; 2) and one member of the Executive Board. The President shall designate the Chairman for the Committee. The Committee shall present a slate of candidates to the President on or before the first of June.

## **B. Professional Development**

The President shall appoint the Professional Development Officer (PDO) and such other members necessary and requested by the PDO to the Professional Development Committee. The responsibilities of the PDO and such Committee as may be operational shall be:

a) To advise prospective members of the AICP as to the qualifications, purposes, and programs of the Institute, the Institute's code of professional responsibility, the

guidelines for social responsibility of the planner and the rules of reference to Institute membership;

b) To advise members of the AICP concerning opportunities and/or requirements for professional development;

c) To act as an extension of the Chapter Professional Development Committee, particularly coordinating and working as liaison with regard to APA members who wish to become a member of the AICP, including assistance in preparing for the AICP exam; and d) To coordinate and promote continuing education opportunities for members of the SOUTHWEST SECTION.

### **C. Working Committees**

The President shall have the authority to establish other working committees as deemed appropriate and approved by the Board. Such committees may include but are not limited to a nominating committee, a membership committee, an ethics committee, a professional development committee, a fund raising committee, a legislative liaison committee, and a continuing education committee.

## **ARTICLE X: BYLAW AMENDMENTS**

Bylaw amendments may be proposed by the Executive Board or by a petition signed by five percent (5%) of the SOUTHWEST SECTION membership. The membership may amend these bylaws by a majority vote at a general meeting, or by electronic voting. If electronic voting, then a quorum of the membership must approve the amendments. Copies of the bylaws with proposed changes will be made available to the members and state chapter thirty (30) days prior to effective date of amendments.