

**BYLAWS OF THE
ALASKA CHAPTER OF THE
AMERICAN PLANNING ASSOCIATION**

**ARTICLE I
ESTABLISHMENT**

Section 1: The name of this organization is the Alaska Chapter of the American Planning Association.

Section 2: The area served by the Chapter is the State of Alaska.

Section 3: The Alaska Chapter of the American Planning Association is a nonprofit organization. Its income shall be used only for Chapter purposes and no part of any net earnings shall inure to the benefit of any member or other individual. However, the Chapter may pay reasonable compensation for services rendered and may make payments and/or distributions in furtherance of Chapter purposes.

**ARTICLE II
PURPOSE AND GOALS**

Section 1: The purposes of the Chapter are to facilitate the individual participation of members of the American Planning Association and to further the purposes of the Association in the Chapter area.

Section 2: The goals of the Chapter are:

1. To promote increased knowledge of planning techniques and experience;
2. To foster intercommunication among the various planning disciplines;
3. To serve as a public forum for planning issues of general interest;
4. To foster standards of conduct among those practicing planning;
5. To facilitate public education and information about planning and to foster citizen involvement;
6. To promote and facilitate rural/urban interregional communication
7. To promote social, economic, and racial equity in planning practice.

**ARTICLE III
MEMBERSHIP AND MEETINGS**

Section 1: All members of APA whose address of record is within the Chapter area and have paid chapter dues and assessments shall automatically be Chapter members. APA members whose address of record is outside the Chapter area may also become Chapter members upon payment of any applicable dues and assessments.

Persons who are not members of APA are not eligible for Chapter membership, except that Planning Commissioners may become affiliates of the Chapter upon payment of any applicable dues and assessments.

Section 2: There shall be an annual meeting of the Chapter membership in each calendar year. The meeting shall be held at a location within the Chapter area. The Chapter Board of Directors shall determine the specific location, date and time of each Annual Meeting.

Section 3: Written notice stating the place, day and hour of the meeting and the purpose for which the meeting is called, shall, unless otherwise prescribed, be delivered to each member not less than 30 nor more than 50 days before the date of the meeting, either personally, by fax, email, or by U.S. Mail, at the direction of the President, the Secretary, or the persons calling the meeting

Section 4: A Special Meeting of the members may be called by the President, Board of Directors, or by at least five percent of the members of the Chapter. The place, date and time shall be set by the President or by the Board of Directors, provided that the location shall be within the Chapter area. Notice of a Special Meeting shall be given to members as in Section 3 and shall include a statement of the purpose of the Special Meeting.

Section 5: At Annual and Special Meetings, a quorum shall be 10 percent of the Chapter membership.

Section 6: Each member shall be entitled to one vote on each matter submitted to a vote at a meeting of members.

Section 7: Certain actions are eligible for mail vote procedures. The action to be voted upon must be stated on the mail ballot and distributed to the membership at least 30 days in advance of the meeting. In order to be counted, votes must be received by the Secretary no later than 5 p.m. the day of the meeting. The action on a mail ballot may not be changed or amended by a subsequent voice vote at the meeting by members able to attend in person. The Board of Directors shall determine which actions are appropriate for mail, fax, or email voting procedures. The Board of Directors may obtain the views of members via e-mail polls on policy issues and chapter business.

Section 8: Chapter membership will be terminated upon termination of APA membership. Chapter membership also may be terminated for failure to pay Chapter dues and assessments. Chapter membership may be reinstated only to APA members, subject to such conditions as established by the Chapter.

ARTICLE IV

BOARD OF DIRECTORS

Section 1: The Board of Directors of the Chapter shall be a President, a Vice President, a Secretary, a Treasurer, a Planning Commissioner Representative, a Professional Development Officer, three regional Vice Presidents, and the immediate past President. Terms of office shall be two years.

Section 2: The President shall preside at meetings of the Board of Directors and the membership, as well as provide leadership on the development of Chapter policies in coordination with the Board of Directors. The President shall also: a) prepare an annual budget for approval by the Board of Directors; b) recommend creation, appointment, and discharge all Chapter committees unless otherwise provided in these Bylaws; c) represent the Chapter on the APA Chapter Presidents Council; d) have signatory authority for disbursement of Chapter funds upon approval of a majority of the Board of Directors; e) Appoint, subject to approval of the Board of Directors, an eligible Chapter member to complete the term of any office, other than that of President, if the office becomes vacant between elections; f) Act as spokesperson for the Chapter; and g) call meetings and perform other duties required by these Bylaws.

Section 3: The Chapter Vice President shall: a) assist the President in the guidance and coordination of committee activities; b) assume the duties of the President in the absence or incapacity of the President; c) coordinate the activities of the Regional Vice Presidents and report to the Board of Directors on their activities; and d) perform other duties as required by these Bylaws or customary to the office.

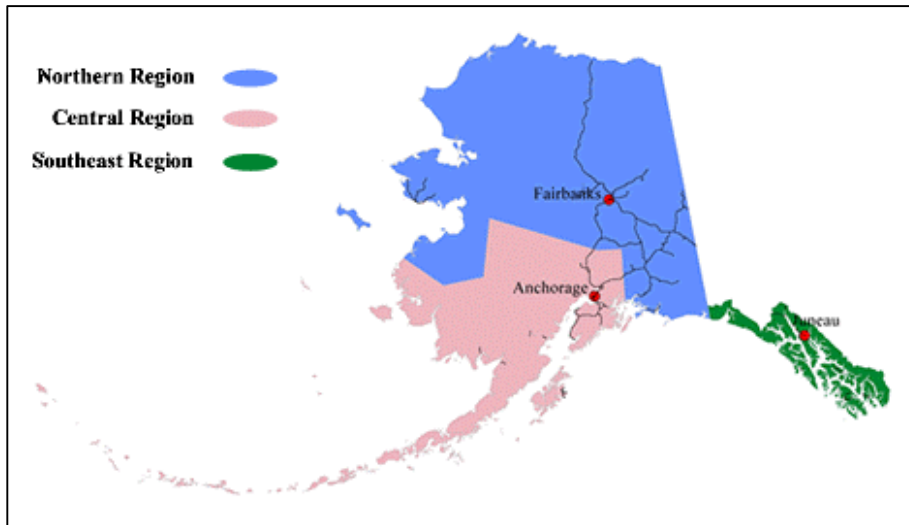
Section 4: The Secretary shall: a) maintain an accurate list of the members of the Chapter; b) notify members and the Board of Directors of meetings, prepare and report minutes of Chapter and Board of Directors meetings; c) Handle all Chapter correspondence and perform election-related duties. d) transmit to the Executive Director of APA a list of all Chapter officers (including their addresses and telephone numbers) within 30 days of their election; d) notify the Executive Director of APA of the results of all Chapter voting, and, in so doing, specify the quorum and the number voting for each candidate or “aye” and “nay” on each issue; f) transmit to the Executive Director of APA at least one copy of each publication of the Chapter; g) submit to the Executive Director of APA proposed Bylaws or Amendments as required by the Bylaws of APA; and h) perform such other duties required by these Bylaws or customary to the office.

Section 5: The Treasurer shall: a) shall have signatory authority to receive and disburse Chapter funds with approval of a majority of the Board of Directors; b) collect Chapter dues and assessments not collected by the National Office; c) assist the President in preparing an annual budget for review by the Board of Directors; d) maintain accounts which shall be open to inspection by officers and subject to audit; e) prepare for each meeting of the membership and of the Board of Directors a financial report to include a current balance sheet and an income statement reflecting the preceding 12

months of Chapter operations; and f) perform such other duties as required by these Bylaws or customary to the office.

Section 6: The offices of Secretary and Treasurer may be combined at the discretion of the Board of Directors.

Section 7: Each Regional Vice President shall: a) serve as a representative of the Chapter in the regional area; b) coordinate regional activities with those of the Alaska Chapter and the APA; and c) further the purposes of the Chapter within the appropriate region. Regional Vice Presidents shall reside or be employed in the area they are representing. The following map illustrates the three regions.



Section 8: The Northern Region Vice President shall represent that portion of the state encompassing the “Northern” region of the state (corresponding with the regional boundaries in Section 7)

Section 9: The Southcentral Region Vice President shall represent that portion of the state encompassing the “Central” region of the state (corresponding with the regional boundaries in Section 7).

Section 10: The Southeast Region Vice President shall represent that portion of the state encompassing the “Southeast” region of the state (corresponding with the regional boundaries in Section 7).

Section 11: The Planning Commissioner Representative shall serve as a voting member on the Board of Directors and shall advise the Committee and the Chapter on the conduct of services to planning commissioners and the evolving character of the planning profession.

Section 12: The Professional Development Officer shall: a) promote professional development and continuing education; b) be an AICP; c) promote membership in AICP by oral/written communication with chapter membership at

conferences, workshops, etc., and through chapter newsletters and other such media; d) provide assistance to all chapter members interested in AICP membership by providing all necessary information about qualifications, examination schedules, the AICP Code of Ethics and Professional Conduct, etc.; e) provide assistance to national AICP office staff when called upon to meet with, or otherwise communicate with, members interested in AICP membership, to determine if they meet eligibility requirements; f) plan and implement chapter programs to assist candidates for AICP membership in any ways possible, including exam preparation alternatives; g) be responsible for assuring chapter input to the accreditation review of planning programs within the chapter area; h) encourage ongoing professional development and professional development.

Section 13: The Board of Directors shall: a) manage the affairs of the Chapter; b) approve a budget for the Chapter; c) report to the membership upon all business which it has considered or acted upon between Chapter meetings; d) put into effect the votes of the Chapter; e) authorize expenditures consistent with the budget; and f) perform such other functions as are delegated herein or by the members of the Chapter.

Section 14: Each member of the Board of Directors, except the President of the Chapter, shall be entitled to vote on all questions, orders, resolutions, and matters coming before the Committee. The President shall have no vote unless the Committee is equally divided.

Seat 15: Seat designations are as follows:

- Seat 1: President
- Seat 2: Vice President
- Seat 3: Secretary (-Treasurer)
- Seat 4: Professional Development Officer
- Seat 5: Immediate Past President
- Seat 6: Planning Commissioner Representative
- Seat 7: Regional Vice President for Northern Alaska
- Seat 8: Regional Vice President for Southcentral Alaska
- Seat 9: Regional Vice President for Southeast Alaska

Section 16: Terms for the even-numbered seats shall expire on December 31 in the even-numbered years. Terms for the odd-numbered seats shall expire on December 31 in the odd-numbered years.

Section 17: Meetings of the Board of Directors shall be called by the President or by a majority of the Board members. There shall be, in each year, at least three meetings of the Board of Directors. One-third of the membership of the Board of Directors shall constitute a quorum for the transaction of business at meetings of the committee.

Section 18: An action may be taken by the Board of Directors without a meeting if a written consent, setting forth the action taken, is signed by each member of

the Board. Actions may also be taken through an oral vote during conference calls and via e-mail review and approval of proposals.

Section 19: The Board of Directors can submit motions for action by the membership, utilizing mail, fax, or e-mail. Ballots are circulated to all members stating the motion, its maker and seconder, and a synopsis of the intent of the motion.

Section 20: By a two-thirds vote, the Board of Directors may remove an officer of the Board for malfeasance. When an officer or Area Representative has been removed for malfeasance, the President shall appoint a replacement, subject to the approval of the Board of Directors.

Section 21: A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by an appointment of the President, subject to approval of the Board of Directors until the next annual membership meeting or election, whichever occurs sooner.

Section 22: Each member of the Board of Directors is expected to attend all meetings. Board members must notify the President and Secretary in they cannot attend. Three non-excused absences will result in vacation of the seat and re-election during the next election cycle.

ARTICLE VI **ELECTIONS**

Section 1: The Secretary shall initiate a call for the nomination of candidates for the Board of Directors election to the general membership no later than September 15. Any member in good standing may forward a nomination to the Secretary no later than October 15.

Section 2: All members in good standing will be eligible to nominate candidates for all offices except that nomination of Regional Vice Presidents will be limited to the electorate of the applicable region.

Section 3: The Secretary shall verify the eligibility and interest of the nominees to hold the relevant seat, and will forward the ballot nominations to all members in good standing. The ballot for each seat shall include a space for write-in votes.

Section 5: All members in good standing will be eligible to vote for all offices except that voting for Regional Vice Presidents will be limited to the electorate of the applicable region.

Section 6: Ballots shall be returned to the Chapter Secretary within thirty (30) days of the original postmark, or by a deadline established by the Secretary and printed

on the ballot. The deadline for receipt of the ballots constitutes the date of the election. The date of the elections will be no later than December 31st. Ballots will be provided via e-mail to those members that authorize both receipt and transmittal of ballots by that method, other ballots will be mailed.

Section 7: The Secretary shall act as Teller and report the results of the election to all Chapter members, as well as to the Executive Director of APA, within 30 days of the election. In the case of a tie vote, members of the retiring Board of Directors shall vote to break the tie.

Section 8: Ballots shall be retained for 90 days after the date of the election, and shall be open to inspection by any Chapter member.

ARTICLE VII **AD HOC COMMITTEES**

Section 1: Ad hoc committees may be designated by a resolution adopted by a majority of the Board of Directors present at a meeting at which a quorum is present. Members of each such committee may be removed by the Board of Directors whenever in their judgment the best interest of the Chapter shall be served by such removal.

Section 2: One member of each committee shall be appointed Chairperson by the Board of Directors. The Board of Directors may allow the members of the committee to elect the chairperson.

Section 3: Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 4: Each committee may adopt its own procedures as long as they are not inconsistent with these bylaws or with rules adopted by the Board of Directors. At meetings of the membership and of the Board of Directors, and all other committees, parliamentary procedures shall be governed by Robert's Rules of Order (the pertinent edition of which may be designated by the President).

Section 5: To encourage statewide participation, any committee may hold meetings via the statewide teleconference network or other telecommunications method, with the prior approval of the committee members.

ARTICLE VIII
FISCAL YEAR

Section 1: The fiscal year of the Chapter shall begin on the first day of January and end on the last day of December of each year.

ARTICLE IX
BYLAW AMENDMENTS

Section 1: Bylaw amendments may be proposed by the Board of Directors or by a petition signed by five percent of the Chapter membership. The membership may amend these bylaws by a majority vote. Bylaw amendments may also be effected by a two-thirds vote at Annual or Special Meetings of the membership, provided that the amendments were published in a publication or website of the Chapter membership at least one month prior to the meeting and that a quorum is present at the time of the vote.