



Bylaws of the Oregon Chapter of the American Planning Association

SECTION 1 - CHAPTER NAME AND BOUNDARY

The name of the Chapter shall be the Oregon Chapter of the American Planning Association. The area served by the Chapter shall be the State of Oregon.

SECTION 2 - CHAPTER MISSION AND STRATEGIES

The Chapter's mission shall be to carry out the objectives of the American Planning Association (APA) and to:

- A. Promote the art and science of planning in Oregon.
- B. Help planning professionals in their profession.
- C. Advance the practice of planning and opportunities for planners.
- D. Emphasize the importance of achieving the final vision/goal over mere procedure.
- E. Protect the legacy of our state's natural environment.
- F. Nurture the improvement of our built environment.
- G. Foster social and environmental equity.
- H. Advocate for every citizen's opportunity to participate.

The Chapter shall pursue the strategies for achieving its mission as described in the Board's Strategic Plan. The Strategic Plan is organized based on three primary themes:

- I. Professional Needs and Development. The focus is on providing services and resources to members that they require for professional needs and development.
- J. Planning Advocacy. The focus is on outreach beyond the membership to promote planning and to advocate for legislative framework conducive to good planning.
- K. Organization Support. The focus is on providing the right services, using human and financial resources effectively, and promoting volunteerism in a manner that is rewarding and maintains momentum.

SECTION 3 - CHAPTER MEMBERSHIP

Chapter members shall be members of the National Association or members of only the Oregon Chapter.

- A. Association members shall automatically be members of the Oregon Chapter if they are members of the National APA and their addresses of record, as provided by them to the National office, are within the State of Oregon; they shall be considered "regular members" of the Oregon Chapter, and shall be subject to all Oregon Chapter membership requirements including payment of Chapter dues. National APA members whose address of record is outside the Chapter area may also become voting Chapter members upon payment of any applicable dues and assessments; these Chapter members may not hold office or represent the Chapter in National APA affairs but may serve on Chapter committees.

B. Chapter Only Members

Chapter Only Members shall be those who are otherwise eligible for Association membership but choose not to be and pay Chapter dues established by the Board approximating 50% of the National Association dues. Chapter Only Members may not participate in National APA elections or hold National APA office, however, such members may vote in Chapter elections, serve on Chapter committees, and be elected to or hold a Chapter office other than Chapter President Elect, President, Past President, Vice President, or Professional Development Officer. Members of the American Institute of Certified Planners (AICP) must retain membership in the National Association and therefore are “regular members” as defined above. Any full-time student enrolled in an accredited planning program at a college in Oregon may become a chapter-only member. No dues will be charged to such student members while they are enrolled as full-time students in such a program.

C. Termination and Reinstatement

- Chapter membership will be terminated upon termination of National APA membership.
- Chapter only membership will be terminated for failure to pay Chapter only dues.
- Chapter membership will be terminated when a member moves his/her address of record out of the Chapter area, unless the member requests to retain a non-resident membership and continues to pay Chapter dues.
- Chapter membership may be terminated if, after proper investigation and deliberation, the Board finds that the member has violated APA Code of Ethics and, for AICP members, the AICP Code of Ethics and Professional Responsibility.
- Chapter membership may be reinstated only to APA members, subject to such conditions as may be established by the Chapter.

SECTION 4 - FINANCES

The Oregon Chapter is non-profit. 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 individual, except that the Chapter may pay reasonable compensation for services rendered, and to make payments and/or distributions in furtherance of Chapter purposes.

Before the annual business meeting, the Treasurer shall prepare a tentative budget which shall then be reviewed by the Executive Board. The budget shall reflect program objectives established in the Chapter’s Strategic Plan which shall be revised annually. After further review and discussion at the annual business meeting, the Board shall adopt the budget. It may be modified from time to time by a majority vote of the Board. The original budget and subsequent modifications shall, after adoption, be published in the next edition of the Chapter’s newsletter or their mailing.

SECTION 5 - ANNUAL BUSINESS MEETING

The Chapter shall hold an annual business meeting in Oregon. At that meeting, the Chapter shall establish the approximate date and location of the next annual business meeting. Additional meetings and conferences may be held during the year as the Board deems necessary. Unless otherwise agreed to by a majority of the members present at the outset, *Roberts Rules of Order* shall be used at the annual business meeting

SECTION 6 - OFFICERS AND EXECUTIVE BOARD

The Chapter shall elect a President Elect, Vice-President, Secretary, Treasurer, and four at-large members to an Executive Board. Upon completion of one year term, the President Elect shall assume the position of President for a term of two years and the office of Past President for one year. The Chapter Officer duties shall be as follows:

1. The President shall:
 - a) call meetings of the Chapter and Executive Board;
 - b) preside at those meetings;
 - c) appoint and discharge all Chapter committees, with the consent of the Executive Board;
 - d) be a non-voting ex-officio member of all committees;
 - e) prepare an annual report;
 - f) serve on the Chapter President's Council;
 - g) sign contracts with the advice and consent of the Executive Board; and
 - h) perform other duties customary to the office.

2. The Vice-President shall act in the absence or incapacity of the President, serve as parliamentarian serve on the nominating committee, act as the communications coordinator between the Chapter and APA and carry out other duties as assigned by the President. Should the President resign, the Vice-President shall assume the office for the remainder of the term.

3. The Secretary shall:
 - a) keep minutes and be responsible for their timely transmission to the Executive Board;
 - b) serve on the nominating committee, prepare ballots and notify members of their elections to offices and appointments to committees;
 - c) within 30 days after elections, transmit to the Association's national office a list of Chapter officers with their addresses and telephone numbers; and
 - d) perform other duties customary to the office.

4. The Treasurer shall:
 - a) maintain the Chapter's general funds and accounts, which shall always be open for Executive Board inspection;
 - b) provide the Board with quarterly financial statements of income, expenditures, and the status of Chapter accounts;
 - c) prepare an annual financial statement of the Chapter's budget, including deficits or carryover;
 - d) submit dues rate changes to the national office;
 - e) provide for an audit not less than once every four years or as directed by the President; and
 - f) perform other duties as customary to the office.

5. The President Elect shall support the President in overseeing chapter functions and coordinating with standing committee chairs to provide continuous service to chapter members.
6. The Past President shall serve a one-year term immediately following service as President, shall serve as a mentor to the President and shall perform such duties as assigned by the President or Board.

B. Composition, duties, and meeting procedures of the Executive Board shall be as follows:

1. COMPOSITION. Unless otherwise noted all members of the Executive Board shall be voting members. The Executive Board shall consist of the following elected and appointed officers:

Elected Officers:

- a) President Elect/ Chapter President /Past President
- b) Vice-President
- c) Secretary
- d) Treasurer
- e) Four at-large members of the Chapter

Standing Committee Chairs:

- f) Professional Development Officer
- g) Legislative and Policy Affairs Chair
- h) Education and Outreach Committee Chair

Planning Commissioners:

- i) One City Planning Commissioners
- j) One County Planning Commissioner

University Representatives (ex officio):

- k) One student member selected from each of the accredited planning schools who shall serve as ex-officio, non-voting members of the Board.
- l) One faculty member selected from each of the accredited planning schools who shall serve as ex-officio, non-voting members of the Board.

2. DUTIES. Under the leadership of the President, the Executive Board shall:

- a) Initiate, review, adopt and revise as necessary the Chapter Strategic Plan;
- b) Adopt and revise, as necessary, the Chapter Strategic Plan;
- c) Review and adopt the biennial work program and annual budget;
- d) Set the annual Chapter dues and any special dues or assessments it deems necessary to carry out the Chapter Strategic Plan;
- e) Review and take action on all nominations for Chapter awards and Chapter nominations for national awards;
- f) Upon request, investigate alleged violations of the APA Code of Ethics or the AICP Code of Ethics and Professional Responsibility;
- g) Advise and consent to all contracts and agreements binding the Chapter;
- h) Advise and consent to committee chair appointments or discharges;
- i) Adopt and disseminate Chapter policies and positions;
- j) Attend and participate in Chapter Board meetings, and take a leadership role in the activities of the Chapter;
- k) Remove Chapter officers from office and committee members from that committee for malfeasance, misfeasance, nonfeasance, or incapacity;
- l) Perform such other functions as are delegated herein, by the President, or the Executive Board.

3. MEETINGS

- a) **QUORUM.** The action of a majority of the voting members of the Board, duly assembled at any meeting is valid as a corporate act if there is a quorum (seven voting members) present when the vote is taken.
- b) **PROCEDURES.** Board members may participate in a regular or special meeting by, or conduct the meeting through, use of any means of communication by which all Board members participating may simultaneously hear and/or see written transcript of each other during the meeting.

SECTION 7 - CHAPTER ELECTIONS, TERMS OF OFFICE, AND VACANCIES

- A. **PURPOSE.** This section's purpose is to prescribe the procedures for election of Chapter officers, at-large Board members, other voting procedures as may be required, terms of office, filling of vacancies, and similar matters.
- B. **TERMS OF OFFICE.** Officers and at-large Board members shall begin their terms of office on April 1. The President Elect and shall be elected in odd years and shall hold office for the year immediately prior to serving as President. The President shall hold office for two years. The Past President shall hold office for one year following service as President. The Vice President, Secretary and Treasurer shall be elected in even years, for overlapping two-year terms with the President. At-large Board members shall be elected for overlapping two-year terms, two in odd years and two in even years. No officer, standing committee chair or at large Board member may serve more than two full consecutive terms in the same office.

- C. **ELIGIBILITY TO RUN FOR AND HOLD CHAPTER OFFICES.** Candidates for all positions on the OAPA board must be chapter members in good standing at the time of their nomination and must have their primary place of residence, primary place of work, or both in Oregon. Chapter officers and members of the board must continue to maintain chapter membership in good standing throughout the term of their office.
- D. **VOTING ELEGIBILITY.** All Chapter members in good standing shall be eligible to vote for Chapter officers and at-large Board members.
- E. **NOMINATION AND VOTING PROCEDURES.**
1. On or before the November 1, the President shall appoint a nominating committee consisting of the Vice President (who shall act as chair), Secretary, and at least two chapter members who are not on the Executive Board.
 2. On or before December 1, the Secretary shall notify the chapter membership via email that any eligible chapter member may be nominated for a Board position. The nominating committee shall convene and start contacting potential candidates. The committee will strive to develop nominees that reflect the geographic and demographic diversity of the chapter membership.
 3. On or before January 15, the Nominating committee shall submit to the President and Board a list of eligible nominees for each Board position up for election. The Board shall ratify the list to ensure that efforts have been made to nominate at least two candidates for each position, and to seek:
 - diversity of gender, ethnicity, and age among the candidates;
 - candidates from a variety of public, private, and not-for-profit planning organizations;
 - broad geographic representation from throughout the state.
 4. On or before February 5, the Secretary shall email to each Chapter member a ballot containing the names and profiles of the candidates submitted by the Nominating Committee and approved by the Board. The emailed ballots shall specify a return date of no later than February 25. Ballots received after the date specified shall not be counted.
 5. The secretary and nominating committee chair shall tally the ballots no later than March 7.
- D. **ELECTION.** With the exception of the President, officers and at-large members shall be elected by the affirmative, written or electronic medium ballots of a plurality of all members voting. The Secretary shall enter ballot results into the Board's minutes. In case of a tie, the Board shall elect one of the tied candidates. On or before March 10, the secretary shall notify elected candidates. The Secretary shall send the results of the election via email to chapter members prior to April 1 and election results shall be included in the next edition of the Chapter newsletter or other membership communication. The April Board meeting will be the first meeting to include the newly elected board members.
- E. **VACANCIES.** The Board may fill at-large Board and Chapter officer vacancies that occur between elections. Persons so elected by the Board shall hold the office until the next regularly scheduled Chapter election. At that time, the members shall vote for a candidate to fill the unexpired term. Persons temporarily elected by the board may be nominated to fill unexpired terms. In the event the Vice-President becomes unable or unwilling to assume the position of President, members shall vote for a candidate for President at the next regularly scheduled Chapter election.

SECTION 8 - CHAPTER PUBLICATIONS

At least one copy of all formal publications of the Chapter, including the President's annual report, adopted Chapter committee reports, newsletters, rosters, and other similar materials shall be filed with the Executive Director of APA at the time they are distributed to the Chapter membership.

SECTION 9 – PLANNING COMMISSIONERS AND STANDING COMMITTEES

The President, with the advice and consent of the Board, shall appoint committees and committee chairs as necessary to carry out Chapter purposes. Except as provided in Section 7, these committees and their respective chairs shall continue after expiration of the President's term unless they are otherwise discharged by the President with the advice and consent of the Board.

Planning Commissioners The President, with the advice and consent of the Board, shall appoint two Planning Commissioners, one each from a city and a county, who shall be responsible for building and promoting the relationship of the Chapter with the appointed planning officials in the state.

Legislative and Policy Affairs Committee (LPAC). The President, with the advice and consent of the Board, shall appoint a Chair of the Legislative and Policy Affairs Committee. The members of the Committee shall all be current members of the Oregon Chapter of the American Planning Association. The committee shall be responsible for developing and implementing the Chapter's legislative and policy action program, subject to review by the Executive Board. The Legislative Chair shall represent the Executive Board and Chapter on legislative and planning policy matters consistent with adopted Board policy. The President and two appointed Board members shall serve as an on the Legislative Policy Review Sub-Committee to determine the Chapter's position on proposed legislation and policy when the Executive Board is unable to define the Chapter position in a timely manner.

Professional Development Committee (PDC). The President, with the advice and consent of the Board, shall appoint a Professional Development Officer (PDO), **Ethics Training Officer**, Certification Maintenance Officer (CMO), and a Professional Development Committee with a least one member from each of the four regions described in Section 10. All **officers** of the PDC shall be members of the American Institute of Certified Planners (AICP). The PDO shall serve as committee chair and the CMO as Vice Chair. The committee shall be responsible for providing AICP membership information and other professional development programs and activities on behalf of the Chapter.

Education and Outreach Committee (EOC) The President, with the advice and consent of the Board, shall appoint an Education and Outreach Committee Chair. The Committee shall serve as ambassadors for the planning profession, and shall be responsible for education and outreach about planning to public officials, allied professions, students, educators, interest groups, the media, and the public at large.

SECTION 10 - GEOGRAPHIC REGIONS

The following four regions of the state are recognized:

- Portland Metro Region (Clackamas, Washington and Multnomah Counties);
- East Region (Generally east of the Cascade Range);
- Southwest Region (Douglas, Josephine, Jackson, Klamath, Coos and Curry Counties);
- North-central Region (Lane, Marion, Linn, Benton, Yamhill, Columbia, Clatsop, Lincoln and Tillamook Counties).

SECTION 11 - CHAPTER AWARDS

- A. The Chapter shall develop and maintain an awards program to recognize excellent service by individuals and groups significantly contributing to the advancement of the art and science of planning in the Chapter area. Awards may be made to individuals or groups, to members or non-members of APA, and to professional planners, citizen planners, elected officials or students.
- B. The Chapter President shall appoint an awards committee who shall be responsible for developing and maintaining the awards program. The Committee shall describe the specific purposes and characteristics of the awards program, solicit, receive and review nominations, and recommend program policies to the Executive Board.

- C. The Executive Board shall review and approve the general plan for the awards program, as well as nominations for awards.
- D. Members of the Executive Board may be considered eligible for an award, as may the agencies or firms with which they are associated, however, Board members are responsible to announce any such associations and remove themselves from voting, as appropriate.
- E. The awards shall be formally announced at the Chapter annual meeting.

SECTION 12 - AMENDMENTS

Bylaw amendments may be proposed by the Executive Board or by petition signed by at least 10% of the Chapter membership. The proposed amendments shall be submitted in writing to the Chapter members in written or electronic medium with a ballot and the recommendations of the Executive Board. The election may occur at the same time as that for electing chapter officers or by special election provided that Chapter members are provided at least ten working days to vote. Vote shall be by plurality of members voting.

These by-laws were adopted by a vote of the membership in January 1989. Sections of the by-laws were revised by a vote of the membership in March 1993, September 1997, March 1999, March 2001, March 2004, February 2006, December 2008 and March 2009 and March 2011.