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# FLORIDA CHAPTER AMERICAN PLANNING ASSOCIATION

## ORGANIZATIONAL BYLAWS

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26 **ARTICLE I – CHAPTER NAME AND JURISDICTION**

27 The name of this Chapter shall be the Florida Chapter of the American Planning  
28 Association (APA Florida). The area served by the Chapter shall be the State of Florida.

29 **ARTICLE II – CHAPTER PURPOSES AND ACTIVITIES**

30 **1. Chapter Purposes**

31 The purposes of the Chapter are to facilitate the individual participation of members  
32 of the American Planning Association (APA) in the affairs of the Chapter and to further  
33 the mission of APA in the Chapter area. The ~~further~~ purposes of this Chapter shall  
34 ~~include~~ ~~be~~ ~~to~~:

- 35 a) Advancinge the art and science of planning within the Chapter area;
- 36 b) Encouraginge the exchange of information and experience in the Chapter area;
- 37 c) Representing and advance the interests and welfare of the Association, its  
38 members and the planning profession in the Chapter area;
- 39 d) Encouraginge and guidinge the newer members of the profession;
- 40 e) Providinge, through local Sections, an opportunity for fellowship among the  
41 members and an opportunity for professional growth and development;
- 42 f) Promotinge planning approaches in response to developmental and societal  
43 opportunities and challenges facing Florida and its communities;
- 44 g) Increasinge awareness of the planning process and the planning profession, as  
45 well as the benefits that both can bring to the State of Florida and its communities;
- 46 h) Providinge, through the Chapter and local Sections, opportunities for professional  
47 development with major emphasis on Certification Maintenance (CM)-approved  
48 programs, including the ethics and planning law requirements;
- 49 i) Working in concert with other organizations of like purpose to foster and achieve  
50 mutual goals and objectives, including the provision of CM-approved programs and  
51 opportunities.

52 **2. Chapter Activities**

- 53 a) Notwithstanding any other provision of these articles, the Chapter will not  
54 ~~participate in or conduct~~ ~~carry on~~ any other activities not permitted ~~to be carried~~  
55 ~~on~~ by an organization exempt from Federal income tax under section 501 (c)(3)  
56 of the Internal Revenue Code of 1954, as amended, or the corresponding  
57 provision of any future United States Internal Revenue law, or not permitted ~~to~~  
58 ~~be carried on~~ by an organization, whose contributions to which are deductible under  
59 section 170 (c)(2) of the Internal Revenue Code of 1954, as amended, or any other  
60 corresponding provision of any future United States Internal Revenue law.
- 61 b) The Chapter is organized exclusively for charitable, education, and scientific  
62 purposes, including ~~for such purposes,~~ the making of distributions to  
63 organizations that qualify as exempt organizations under section 501 (c)(3) of the

- 64 Internal Revenue Code of 1954, as amended, (or the corresponding provision of  
65 any future United States Internal Revenue law).
- 66 c) The activities of the Chapter shall conform to the law, the bylaws of the APA,  
67 and the bylaws of the Chapter.

### 68 **ARTICLE III – DEFINITIONS**

- 69 1. *American Institute of Certified Planners (AICP)*. The national organization of certified  
70 professional planners, which is an institute of the APA.
- 71 2. *American Planning Association*. The national organization of which this Chapter is a  
72 part and which is referred to in these Bylaws as “APA.”
- 73 3. *Annual Membership Meeting*. The meeting held once each year at the Chapter’s  
74 annual conference.
- 75 4. *Budget*. An estimate of the income and expenditures for APA Florida for a set period  
76 *of time*.
- 77 5. *Chapter*. The Florida Chapter of the American Planning Association (APA Florida).
- 78 6. *Chapter Newsletter*. Publication prepared to inform about the developments impacting  
79 the Chapter and relating to the planning industry. The Chapter newsletter is distributed  
80 as a monthly electronic newsletter or the quarterly Florida Planning newsletter.
- 81 ~~6.7.~~ *Chapter Office*. The office of the Chapter as designated by the Executive  
82 Committee.
- 83 ~~7.8.~~ *Chapter Officer*. Elected member of the Executive Committee charged with  
84 carrying out the day-to-day activities of the Chapter.
- 85 ~~8.9.~~ *Chapter Only Member*. A person who has paid the Chapter Only dues and who is  
86 not a member of APA.
- 87 ~~9.10.~~ *Chapter Publications*. Any publication, including electronic, that is transmitted to  
88 all Chapter members at their address of record or electronic mail address without  
89 special charge.
- 90 ~~10.11.~~ *Certification Maintenance (CM) Program*. The mandatory continuing education  
91 program required of All-all professional planners who are AICP members of APA’s  
92 professional institute, the American Institute of Certified Planners (AICP), are required  
93 to engage in mandatory continuing education. This program requires 32 CM credits  
94 over a two-year reporting period. The CM Program includes all education programs  
95 provided by the Chapter or its local Sections where CM credits are approved. The  
96 provision of CM credits for any event must be approved by APA.
- 97 ~~11.12.~~ *Executive Committee*. The Chapter officers, chair of each Section (or their  
98 designee), Faculty Liaison, Emerging Young Planners Group (EPG) Representative  
99 and Student Representative.
- 100 ~~12.13.~~ *Executive Director*. As defined in Article VIII.

- 101 ~~13-14.~~ *Full Member.* A person who has paid the annual dues of the APA and APA Florida.
- 102 ~~14-15.~~ *Members' Address of Record.* The primary residential address for each Chapter
- 103 member that is furnished to the Chapter by the APA.
- 104 ~~15-16.~~ *Section.* An affiliation of Chapter members approved by the Executive Committee
- 105 and formed to represent a specific and distinct geographical region of Florida to further
- 106 the purposes of the APA and the Chapter on behalf of the members in that region.
- 107 ~~16-17.~~ *Section Chair.* The person who has been elected to lead a Section of APA Florida
- 108 and to represent the Section on the APA Florida Executive Committee.
- 109 ~~17-18.~~ *Strategic Plan.* Document developed by the Executive Committee biannually that
- 110 envisions a desired future for the Chapter and translates the vision into broadly
- 111 defined goals, objectives, and a set of actions to achieve them.

## 112 **ARTICLE IV - CHAPTER SECTIONS**

### 113 **1. Section Purposes**

114 Sections shall serve to provide members with regional expression of the APA and the

115 Chapter mission and a vehicle to facilitate involvement in the affairs of the APA and the

116 Chapter.

### 117 **2. Section Membership Qualifications**

- 118 a) All members of the Chapter whose address of record is within the Section area
- 119 shall automatically be members of the Section, ~~except as otherwise provided for in~~
- 120 ~~Article IV (4).~~
- 121 b) Sections may create "Section Only" memberships, if approved by the Section's
- 122 Executive Committee as part of the Section bylaws. "Section Only" members may
- 123 not hold a Section or Chapter office or vote in Chapter elections.

### 124 **3. Section Creation and Organization**

- 125 a) Sections representing specific and distinct geographic regions of the State of
- 126 Florida may be created upon petition of two-thirds of those Chapter members (as
- 127 defined in Article III) whose address of record is in the territory proposed ~~in the~~
- 128 ~~petition~~ for Section status, following action and approval of the Executive
- 129 Committee. The Executive Committee is responsible for reviewing and amending,
- 130 as necessary, Section boundaries so as to ensure reasonable representation from
- 131 all portions of the State. The territory of a Section shall be a reasonably coherent
- 132 unit. A map of the Sections shall be made available on the Chapter website. ~~shall~~
- 133 ~~be attached to the bylaws for reference.~~
- 134 b) Sections shall adopt bylaws to govern Section affairs which shall be adopted by
- 135 the majority of the Section members casting ballots.
- 136 ~~c) Sections shall adopt bylaws to govern Section affairs and the bylaws shall be~~
- 137 ~~adopted by the majority of the Section members casting ballots.~~ Section Bylaws
- 138 shall provide for the election of officers, their terms and duties, the preparation of

139 an annual activities program, the adoption of a budget, the collection, expenditure  
140 and accounting of funds, and the holding of meetings and other gatherings, and  
141 such other activities that the Section may wish to address.

142 d) The terms of the Section Chairs shall be for two years, ~~beginning with the Chapter's~~  
143 ~~Annual Membership meeting in odd-numbered years~~ beginning on January 1<sup>st</sup> of  
144 ~~even-numbered years.~~ The Section Chairs shall serve as members of the Chapter  
145 Executive Committee.

146 b)e) \_\_\_\_\_ Section Bylaws shall not conflict with the Chapter Bylaws and Articles of  
147 Incorporation of the Chapter or the APA ~~Articles of Incorporation and Bylaws of~~  
148 APA. Section Bylaws shall be amended, as needed for consistency, within 90 days  
149 of adoption of Chapter Bylaws amendments. Draft revisions of Section Bylaws  
150 should be forwarded to the Chapter Bylaws Committee for courtesy review  
151 prior to adoption. Copies of Section Bylaws and Bylaw amendments shall be  
152 filed with the Chapter Secretary and the Chapter Office within 30 days of their  
153 adoption. Section Bylaws shall be hosted on the Chapter and Section webpages.

154 f) Each Section shall send a representative to Executive Committee meetings; the  
155 Section representative shall be the Section Chair or their appointee.

156 e)g) \_\_\_\_\_ The Chapter Office shall maintain an active file on each Section, including  
157 annual financial reports for the Section and current bylaws for each Section.  
158 Such reports shall be available to the Executive Committee as needed.

159 d)h) \_\_\_\_\_ Any Section not in reasonable compliance with these bylaws and not  
160 demonstrating a commitment to comply in a reasonable timeframe will be offered  
161 assistance by the Executive Committee in achieving compliance. Failure to  
162 comply after an offer of assistance may be grounds for the Executive  
163 Committee to withhold or escrow any Chapter funds budgeted for the Section  
164 pending compliance, and may become the basis for the de-activation of the  
165 Section by a majority vote of the Executive Committee.

#### 166 **4. Authorization ~~f~~For Dues ~~a~~And Assessments**

167 Section dues and/or special assessments necessary for pursuing Section affairs may be  
168 collected by the Section, when authorized by an affirmative vote of the Section  
169 members, as specified in the Section ~~b~~Bylaws.

#### 170 **5. Dissolution or Termination of Sections**

171 a) In the event of dissolution by action of a Section, the termination of a Section by  
172 action of the Executive Committee, or the recognition by the Executive Committee  
173 of the inactive status of a Section, the residual assets of the Section will be turned  
174 over to the Chapter, ~~which is itself exempt as an organization described in Section~~  
175 ~~501 (c)(3) of the Internal Revenue Code of 1954, as amended.~~

176 b) The Executive Committee, on behalf of the Chapter, shall assume control of any  
177 Section funds when a Section becomes dissolved, inactive or terminated. The  
178 Executive Committee, at its discretion, may escrow or otherwise set aside these  
179 funds for future Section use, supplement them, or add them to Chapter funds as

180 revenue and therefore make them unavailable for future Section use. The  
181 Executive Committee's decision regarding former Section funds shall be based on  
182 its determination of the reasonable expectation of future Section reactivation,  
183 recent history of the inactive Section, and the revenue condition and demands of  
184 the Chapter and its functioning Sections. A decision to escrow funds does not  
185 preclude a later decision to convert funds to Chapter revenue, nor does a decision  
186 to convert funds to Chapter revenue preclude a future action to appropriate  
187 Chapter funds to an escrow account as an incentive to Section reactivation.

188 c) Failure to comply with Section or Chapter bylaws (e.g. failure to hold timely  
189 elections, failure to provide required reports, failure to convene regular meetings,  
190 etc.) shall be reason for termination of the Section by the Executive Committee.

## 191 **ARTICLE V - CHAPTER MEMBERSHIP AND DUES**

### 192 **1. Membership Qualifications**

- 193 a) All members of APA whose address of record is within the Chapter area shall  
194 automatically be Chapter members. APA members whose address of record is  
195 outside the Chapter area may also become Chapter members upon payment of  
196 any applicable dues and assessments.
- 197 b) Persons who are not members of APA may become Chapter ~~only~~ Only members  
198 upon payment of the established dues and are eligible to vote in Section and  
199 Chapter elections.
- 200 c) APA members whose address of record is outside the Chapter area and Chapter  
201 ~~only~~ Only members may not hold office in the Chapter.

### 202 **2. Termination and Reinstatement**

203 Chapter membership shall be automatically terminated upon termination of APA  
204 membership or for failure to pay Chapter dues and assessments. Once applicable dues  
205 are paid, Chapter membership is automatically reinstated.

### 206 **3. Annual Dues**

207 The Executive Committee shall, from time to time, evaluate and establish the rate of dues.  
208 Dues of regular and student members shall be collected by the APA pursuant to the APA  
209 Corporate Bylaws. Dues of other Chapter membership classifications may be collected  
210 by APA or the Chapter. Members who become delinquent in their payment of dues shall  
211 be subject to the delinquency and reinstatement rules of the ~~APA American Planning~~  
212 ~~Association~~. Those rules are hereby approved and incorporated into these Bylaws by  
213 reference.

### 214 **4. Student Dues**

215 Student members of the Chapter, as certified by APA, shall be exempt from the  
216 payment of Florida Chapter dues but shall be considered full members of the Chapter as

217 long as their national dues are current and they remain in good standing with the ~~American~~  
218 ~~Planning Association~~APA.

219  
220 **ARTICLE VI – CHAPTER OFFICERS, EXECUTIVE COMMITTEE, AND TERMS OF**  
221 **SERVICE AND REMOVAL**

222 **1. Chapter Officers**

223 The Chapter shall have a President, Immediate Past President, a President-Elect, a Vice-  
224 President for Membership and Outreach Services, a Vice-President for Conference  
225 Services, a Vice-President for Professional Development, a Vice-President for Section  
226 Affairs, a Vice-President for Certification Maintenance, a Vice-President for  
227 Communications, a Secretary, ~~and~~ a Treasurer, and an EPG Representative. The  
228 Chapter Officers shall constitute the Executive Committee for APA Florida.

229 **2. Executive Committee**

230 The Committee shall consist of the Chapter Officers, the Chair of each Section, or their  
231 designee, the Faculty Liaison, the Emerging Planners Group Representative, and the  
232 Student Representative. The purpose of the Executive Committee shall be to govern and  
233 further the professional interests of the Chapter membership, in accordance with the  
234 mission and the Bylaws of APA and the Chapter. The Executive Committee shall meet at  
235 least four times a year, with parliamentary procedures governed by the current edition of  
236 Robert’s Rules of Order, unless otherwise amended by these Bylaws.

237 a) Duties of the Executive Committee shall include:

- 238 i. Considering and acting upon Chapter needs and business. In the event that  
239 Chapter business needs to be conducted between regularly scheduled  
240 Executive Committee meetings, it may do so either in person, through  
241 conference calls, or by email;
- 242 ii. Being the custodian of all Chapter property;
- 243 iii. Reviewing and amending, where appropriate, the recommended biennial  
244 Strategic Plan and budget as submitted by the President for a vote at the  
245 Annual Membership Meeting;
- 246 iv. Removing Chapter or Section officers from office for malfeasance,  
247 misfeasance, nonfeasance or incapacity per Article VI(4).
- 248 v. Filling vacant offices pursuant to the provisions of Article VI(3).
- 249 vi. Annually selecting the next available conference venue and authorizing  
250 execution of a contract with the host Section.
- 251 vii. Approving minutes and/or summaries of each prior Executive Committee  
252 meeting, minutes of the Annual Membership Meeting and other minutes of  
253 general membership meetings.
- 254 viii. Reviewing and taking action on the recommendations of any standing or ad-

- 255 hoc committee;  
256 ix. Reviewing and taking timely action on the recommendations of the Bylaws  
257 Committee or any Bylaws petition presented in accord with the provisions of  
258 Article XII;  
259 x. Performing the fiduciary responsibilities of the Chapter; and  
260 xi. Carrying out such additional duties as may be necessary to assure the orderly  
261 operation of the Chapter not otherwise inconsistent with these Bylaws.  
262 b) The President and Executive Committee shall, within six (6) months of installation  
263 of new Chapter Officers, conduct a Biennial Chapter Leadership Retreat. This  
264 Retreat may serve as a called meeting of the Executive Committee. Participants  
265 in the Retreat shall advise the President on:  
266 i. Member feedback on the Chapter's performance;  
267 ii. Concerns and needs of the Sections;  
268 iii. Amendments to and methods for meeting the goals and objectives in the  
269 Chapter Strategic Plan;  
270 iv. Ideas for the Chapter's annual conference and professional development and  
271 training programs;  
272 v. Methods to conserve and spend resources wisely and otherwise meet the  
273 needs of the Chapter in accordance with the Chapter budget;  
274 vi. Potential changes to the Chapter Bylaws;  
275 vii. Any other issues for the good of the Membership, the Sections and the Chapter.  
276 c) A majority of the Executive Committee shall constitute a quorum for the transaction  
277 of business at meetings of the Committee.

### 278 **3. Terms of Office**

- 279 a) The terms of office of all Chapter Officers shall be two years. The terms of office  
280 shall begin ~~in the even on January 1<sup>st</sup> of odd-numbered years at the first Executive~~  
281 ~~Committee meeting following the receipt of the election results from APA, or~~  
282 ~~commencing fourteen (14) days after receipt of election results, whichever occurs~~  
283 ~~first.~~  
284 b) All elected officers shall remain in office until their elected successors are installed.  
285 c) With the exception of the offices of President and President-Elect, the Executive  
286 Committee shall, by appointment, fill vacancies in an office occurring between  
287 elections. Officers so appointed shall hold office for the balance of the current term,  
288 or until their successors are elected and installed. In the event a Section chair is  
289 vacated it shall be the responsibility of the Section to appoint a successor to serve  
290 until the next regular election cycle.  
291 d) When a vacancy occurs in the office of President-Elect, the Executive Committee  
292 shall schedule a special election within 90 days. If the vacancy occurs within six  
293 months of the regular election, no special election shall be held. Nominations and  
294 arrangements for the special election shall be by majority vote of the Executive



295 Committee. If the vacated term of the President-Elect ends before the special  
296 election determines the successor, the outgoing President will continue in office  
297 until the successor is elected. In this circumstance, the special election shall be for  
298 the office of President, and the electee shall take office immediately upon  
299 certification of the election results.

300 e) No Chapter officer shall serve more than two consecutive two-year terms in the  
301 same elected office, with the exception noted in paragraph f, below. A two-year  
302 term is any period in which an office is held for more than one year.

303 f) Notwithstanding the preceding office vacancy provisions, when a vacancy in the  
304 office of President occurs, the President-Elect shall immediately be the President  
305 for the remaining term as well as for the following two-year period when the  
306 President-Elect would normally have succeeded to the presidency. See paragraph  
307 d, above, regarding a special election for President-Elect. Any duties of the  
308 vacated President-Elect position may be assigned at the discretion of the President  
309 to the Immediate Past President.

310 g) Should a duly elected Officer fail to take office, a Special Election must be  
311 scheduled to occur no later than 90 days after the date the Officer should have  
312 taken office, pursuant to the procedures established in these Bylaws.

313 g)h) If vacancies occur among Chapter officers for which these bylaws do not  
314 provide a clear remedy, a majority of the remaining Executive Committee members  
315 with voting authority are empowered to create ad hoc rules to respond to the  
316 situation, including interim appointments, special elections or leaving the position  
317 vacant until the next election cycle.

#### 318 4. Removal from Office

319 An Officer or other appointed or elected representative may be removed from office for  
320 cause and after a hearing whenever, in the judgment of two-thirds (2/3rds) of the  
321 Executive Committee, the best interest of the Chapter will be served. Cause for removal  
322 from Office shall include, but not be limited to, commission of a breach of professional  
323 ethics, failure to adequately perform the duties of the Office or conviction of a felony. The  
324 removal hearing shall be conducted by the Executive Committee.

### 325 ARTICLE VII – DUTIES OF EXECUTIVE COMMITTEE MEMBERS

#### 326 1. President

327 The President shall serve as the head of the Florida Chapter of the American Planning  
328 Association and be responsible for representing the Chapter, chairing the Executive  
329 Committee, and managing the activities of the Executive Director. The duties of the  
330 President shall ~~encompass the following~~include:

331 a) Calling meetings of the Chapter and the Executive Committee;

332 b) ~~Preside-Attending and presiding over~~at these meetings;

333 c) Creating and, except as otherwise provided in these Bylaws, appointing,

- §34           discharginge, and servinge as a nonvoting, ex officio member of all committees;
- §35           d) Executing any contracts authorized by the Executive Committee;
- §36           e) ~~Prepare~~Preparing an annual report of Chapter accomplishments, particularly
- §37           related to the ~~s~~Strategic ~~operational~~operational ~~p~~Plan and budget, and presenting it to the
- §38           membership at the Annual Membership Meeting, and invitinge comments from the
- §39           membership on these activities and suggestions for other activities, and following
- §40           this, ensuring the annual report ~~shall is be~~ published ~~electronically~~ on the Chapter
- §41           website;
- §42           f) Establishing and ~~discharge~~discharging any committees as may be necessary
- §43           unless otherwise provided for in the Bylaws;
- §44           g) Overseeing the administration of the ~~s~~Strategic ~~operational~~operational ~~P~~Plan of the Chapter;
- §45           h) Overseeing the preparation of a draft annual ~~s~~Strategic ~~operational~~operational ~~p~~Plan and draft
- §46           budget and submitting same to the Executive Committee prior to the Annual
- §47           Membership Meeting;
- §48           i) Representing the Chapter on the APA Chapter Presidents Council;
- §49           j) Representing the Chapter before the APA and its Board of Directors and staff,
- §50           unless said President ~~shall~~ specifically delegates such authority for a particular
- §51           function(s) to a ~~Chapter member~~Member of the Executive Committee; and
- §52           k) Performing such other duties as are customary to the office.
- §53

## 354   **2. President-Elect**

§55   The President-Elect shall provide assistance to the President and Executive Director and

§56   fulfill the responsibilities of the President when needed. The duties of the President-Elect

§57   shall include:

- §58           a) Overseeing the Chapter's legislative affairs and advocacy program;
- §59           b) ~~Serve as Chairingman of~~ the Legislative Policy Committee and the Legislative
- §60           Leadership Team, and; serving on the Nominating and Financial Planning
- §61           Committees;
- §62           c) Overseeing the development and the annual update of the Chapter Administrative
- §63           Procedures and Policy Manual and presenting it to the Executive Committee for
- §64           action;
- §65           d) Assuminge the duties and responsibilities of President at such time as the office
- §66           becomes prematurely vacant as provided in Article VI (3)(f);
- §67           e) Attending all Executive Committee meetings; and
- §68           f) Carrying out any other duties assigned by the President.

## 369   **3. Immediate Past President**

370 The Immediate Past President supports and provides continuity to the President's work,  
371 serving as a source of information and guidance, as requested. The duties of the  
372 Immediate Past President shall include ~~the following~~:

- 373 a) Attending all Executive Committee meetings;
- 374 b) ~~Serve as Chairing for~~ the Nominating Committee ~~whose members shall be~~  
375 ~~appointed by the President; and serving on the Financial Planning Committee;~~
- 376 c) ~~Makes Making~~ recommendations to the President for committee appointments;
- 377 d) Mentoring and ~~being is~~ available to provide advice to elected and appointed  
378 volunteers; ~~and~~
- 379 ~~e) Identifyingies, cultivatinginges and recruiting future Chapter leaders; and-~~  
380 ~~e)f) Carrying out any other duties assigned by the President.~~

#### 381 4. Vice-President for Conference Services (**VCPSVPCS**)

382 The primary responsibility of the VPCS shall be to organize, supervise, and manage all  
383 aspects of the Chapter's annual conference. ~~The Duties of the VPCS~~ shall include ~~the~~  
384 ~~following~~:

- 385 a) Developing proposals and commitments from among the Sections with eligible  
386 venues, an inventory of successive conference locations at least two (2) to three  
387 (3) years beyond the current conference ~~year venue~~ and recommending the  
388 venues to the Executive Committee for action;
- 389 ~~b) Serving as Co-Chair on the Conference Committee;~~  
390 ~~b)c) \_\_\_\_\_~~ In coordination with the Host Section Conference Chair, VPCM and the  
391 VPPD, developing programming for the annual conference that is relevant, timely,  
392 and varied so as to appeal to the broadest spectrum of the membership;
- 393 ~~d) \_\_\_\_\_~~ In coordination with the Host Section Conference Chair and the Executive Director,  
394 developing and implementing a conference fundraising/sponsorship campaign;
- 395 ~~e)e) \_\_\_\_\_ Serving on the Professional Development Committee;~~  
396 ~~d)f) Attending~~ all Executive Committee meetings; ~~and~~
- 397 ~~e)g) \_\_\_\_\_~~ Carrying out any other duties assigned by the President.

#### 398 5. Vice-President for Membership **and Outreach** Services (**VPMOS**)

399 The primary responsibility of the VPMOS shall be to serve the needs of the Membership  
400 ~~and engage in Outreach~~ at both the Chapter and Section level. ~~The dDuties of the~~  
401 ~~VPMOS~~ shall include ~~the following~~:

- 402 a) Developing and coordinating activities to increase the number of new members  
403 and retain current members;
- 404 b) Assisting Sections with membership drive functions;
- 405 c) Preparing marketing materials that promote membership in and awareness of  
406 APA Florida;
- 407 ~~d) Developing~~ activities that promote advertising in APA Florida print and online

408 media;

409 e) Developing and cultivating the relationships with local and state-wide businesses  
410 and organizations;

411 f) Developing and engaging in community outreach strategies that are in line with  
412 APA Florida's mission and that benefit the community;

413 d)g) Serving on the Emerging Professionals Group (EPG) Committee;

414 e)h) Attending all Executive Committee meetings; and

415 f)j) Carrying out any other duties assigned by the President.

#### 416 **6. Vice-President for Professional Development (VPPD)**

417 The VPPD shall be a member of the American Institute of Certified Planners (AICP). The  
418 VPPD shall assist members directly and through their Sections in professional  
419 development and continuing education activities and shall be the principal liaison for such  
420 efforts between the Chapter and the APA. The VPPD shall be the Professional  
421 Development Officer (PDO) for the purposes of the APA and AICP. The duties of the  
422 VPPD's duties shall include ~~the following activities related to carrying out the professional~~  
423 ~~development function:~~

424 a) ~~Guide~~ Promoting the annual AICP exam process;

425 b) Assisting Sections to improve the relevancy of local exam preparation sessions,  
426 as needed;

427 c) ~~Ensure~~ Serving on the Conference Committee and ensuring the Chapter's annual  
428 conference includes a session on ethics and law;

429 d) Overseeing the development and conduct of other professional development  
430 activities, in conjunction with the VPCM;

431 e) ~~Serve~~ Serving as the Chapter's liaison to APA on ethics;

432 f) ~~Serve as~~ Chairing of the Chapter's Professional Development Committee;

433 g) ~~Coordinate~~ Coordinating with the AICP Commission and VPCM on relevant AICP  
434 exam preparation issues;

435 h) Attending and participateing in the Annual PDO Exchange at the APA National  
436 Conference;

437 i) Attending all Executive Committee meetings; and

438 j) ~~The VPPD shall also c~~ Carrying out any other duties assigned by the President.

#### 439 **7. Vice-President for Section Affairs (VPSA)**

440 The VPSA shall serve as the Chapter liaison to all Sections. The d Duties of the VPSA  
441 shall include ~~the following:~~

442 a) Reporting on Section activities and concerns at each Executive Committee  
443 meeting;

444 b) Periodically assessing the adequacy of the services provided to the Sections and  
445 make recommendations for any changes to the Executive Committee;

- 446 c) Implementing the Section Grant Program;
- 447 d) Fostering inter-Section communications ~~at Executive Committee meetings;~~
- 448 ~~d)e) Chairing the Section Affairs Committee and serving on the Financial~~
- 449 ~~Planning Committee;~~
- 450 ~~e)f) Attending all Executive Committee meetings; and~~
- 451 ~~f)g) Carrying out any other duties assigned by the President.~~

#### 452 8. Vice-President for Certification Maintenance (VPCM)

453 The VPCM shall be a member of the American Institute of Certified Planners (AICP). The  
454 VPCM shall assist members directly and through their Sections in certification  
455 maintenance activities and shall be the principal liaison between the Chapter and the  
456 AICP Commission. The ~~VPCM's~~ duties of the VPCM shall include ~~the following activities~~  
457 ~~related to certification maintenance:~~

- 458 a) Administering and overseeing the Chapter-related CM activities, including  
459 submission of conference sessionss for CM credits;
- 460 b) Maintaining the Chapter's CM database;
- 461 c) Serving on the Professional Development Committee;
- 462 ~~e)d) Assisting Section PDO's in submiting professional development activities~~  
463 ~~for CM credits;~~
- 464 ~~d)e) Training Section PDO's on CM credit submittal requirements;~~
- 465 ~~e)f) Serve—Serving as a liaison between the Chapter and other~~  
466 ~~organizations/businesses that desire to partner with the Chapter to offer~~  
467 ~~professional development activities for CM credits;~~
- 468 ~~f)g) Assisting the VPPD, as needed, on professional development activities;~~
- 469 ~~g)h) Attending all Executive Committee meetings; and~~
- 470 ~~h)i) Carrying out other duties as assigned by the President.~~

#### 471 9. Vice-President for Communications (VPC)

472 The primary responsibility of the VPC shall be to ensure a consistent message and  
473 delivery in communications at both the Chapter and Section level. The ~~d~~Duties of the VPC  
474 shall include ~~the following:~~

- 475 a) Maintaining up-to-date, user friendly and visually interesting information on the  
476 Chapter website to better serve members;
- 477 b) ~~Prepare~~ Preparing best practices and templates for content and visual design of  
478 the website, social media, newsletters and other communication materials;
- 479 c) ~~Ensure~~ Ensuring ongoing communications maintain consistency of message;
- 480 d) ~~Ensure~~ Ensuring communications provide regular updates to members regarding  
481 Chapter activities;
- 482 e) ~~Coordinate~~ Coordinating with Chapter Office Communications staff regarding the

483 design, content and frequency of ongoing communications;

484 f) Attending all Executive Committee meetings;

485 g) Chairing the Editorial Committee; and

486 h) Carrying out other duties as assigned by the President.-

## 487 488 **10. Secretary**

489 The Secretary shall be responsible for official records of the Chapter, assisted by the  
490 Executive Director. ~~The d~~Duties of the Secretary shall include ~~the following~~:

491 a) Recording the proceedings of each Executive Committee meeting, and within thirty  
492 (30) days thereafter, prepare-preparing and submitting ~~to the Executive Committee~~  
493 ~~for approval, at the next Executive Committee, the~~ meeting minutes to the of each  
494 Executive Committee meeting for review and approval ~~within thirty (30) days of their~~  
495 ~~occurrence~~;

496 b) Seeing that the Executive Committee meeting minutes are posted on the Chapter  
497 website within thirty (30) days after of Executive Committee approval. The minutes  
498 may be published once reviewed and approved or reviewed and revised by the  
499 Executive Committee. Meeting minutes ~~and~~ may be limited to generalized  
500 statements of the agenda covered, the actual wording of any motions or  
501 resolutions made and the outcome of voting on each, the time each meeting began  
502 and ended, and who attended and who was absent;

503 c) Recording the official proceedings of the Annual Membership Meeting and other  
504 general membership meetings, and submitting minutes to the Executive  
505 Committee within thirty (30) days after of the meeting for approval ~~at the next~~  
506 ~~Executive Committee meeting~~;

507 d) Seeing that the Annual Membership Meeting and any general membership  
508 meeting minutes are posted on the Chapter website within thirty (30) days after of  
509 Executive Committee approval;

510 e) Serving as Chapter Parliamentarian;

511 f) Chairing the Chapter Bylaws Committee and serving on the Editorial Committee;  
512 and

513 g) Carrying out any other duties assigned by the President.

## 514 **11. Treasurer**

515 The Treasurer shall be responsible for ~~the~~ maintenance of the Chapter financial records.  
516 ~~The D~~duties of the Treasurer shall include ~~the following~~:

517 a) Assisting the President and Executive Director in preparing an annual budget;

518 b) ~~Provide-Providing~~ a quarterly financial report, to include a current balance sheet  
519 and an income statement reflecting Chapter financial operations;

520 c) ~~Coordinate-Coordinating~~ with the Executive Director on expenditures relating to  
521 the strategic operational plan and functions of the Chapter Office on a timely basis;

- d) ~~Coordinate~~ Coordinating, with the Executive Director, an inventory of all Chapter property;
- e) ~~Coordinate~~ Coordinating, with the Executive Director, the annual independent audit or compilation report of the Chapter's financial records;
- f) Seeing that the results and summaries of the Chapter's annual independent audit or compilation report are posted on the Chapter website within thirty (30) days ~~of~~ after review and approval by the Executive Committee;
- g) Developing and securing adoption and maintenance of the Chapter's financial procedures manual by the Executive Committee;
- h) ~~Ensure~~ Ensuring that financial documents are available and in order, so as to facilitate the preparation and filing of the Chapter's annual tax statements;
- i) ~~Serve as~~ Chairing of the Financial Planning Committee;
- j) Attending all Executive Committee meetings; and
- k) Carrying out any other duties assigned by the President.

## 12. ~~Young~~ Emerging Planners Group (EPG) Representative (~~YPG~~)

The Chair of the ~~YPG~~ EPG shall serve as the ~~YPG~~ EPG Representative, and full voting member, of the ~~APA-Florida~~ Executive Committee. The ~~YPG~~ EPG Representative shall serve a term of office of two years. The duties of the YPG-EPG Representative shall perform the following duties include:

- a) Acting as the liaison between the Chapter, the ~~YPG~~ EPG Committee, and the Chapter's ~~YPG~~ EPG members;
- b) ~~Coordinate~~ Coordinating with the Section ~~YPG~~ EPG Ambassadors to facilitate events targeted to young-new and emerging planning professionals;
- c) ~~Advise~~ Advising the Executive Committee on upcoming event programs provided by the ~~YPG~~ EPG;
- d) Working with the Student Representative and other Executive Committee members to increase participation of ~~YPG~~ EPG members at in the Chapter and the Section levels;
- e) ~~Coordinate~~ Coordinating the ~~Young Planners Group~~ EPG events, activities, and interests at the Chapter's Annual Conference, including an ~~an~~ YPG-EPG reception, ~~YPG~~ EPG annual meeting and other activities, as applicable;
- f) Maintaining and ~~update~~ updating the content of the ~~YPG~~ EPG page on the Chapter website;
- g) Maintaining a membership mailing list and confirming eligibility of its members; ~~and~~
- g) Serving on the Professional Development Committee;
- i) Overseeing and processing the appointment of EPG officers;
- j) Attending all Executive Committee meetings; and
- h) Carrying out any other duties as ~~needed or as~~ assigned by the President, ~~including serving on committees necessary to carry out the duties of APA and the~~

561 Chapter.

### 562 13. Student Representative

563 The Chapter Executive Committee shall determine the manner of nomination for and  
564 selection of a Student Representative. ~~Only provided no~~ student members ~~other than~~  
565 ~~those~~ enrolled in a full-time course of study at a Planning Accreditation Board (PAB)  
566 accredited program shall be eligible to ~~be selected~~ serve as Student Representative. The  
567 Executive Committee shall select a Student Representative from a different PAB-  
568 accredited program within the State on a rotating basis. The Student Representative shall  
569 serve a one (1) year term of office. The Student Representative shall have full voting  
570 rights on the Executive Committee and shall advise the Committee and the Chapter on  
571 the provision of services to students and the evolving nature of the planning profession.

572 In the event a Student Representative ceases to be a full-time student or cannot fulfill the  
573 expectations of the position, the ~~Chapter~~ Executive Committee shall designate an eligible  
574 full-time student from the same institution by the same process as the initial appointment  
575 to complete the term of office.

576 ~~The Student Representative shall serve a one (1) year term of office and be selected on~~  
577 ~~a rotating basis by the Executive Committee;~~

578 ~~The Student Representative shall have full voting rights on the Executive Committee and~~  
579 ~~shall advise the Committee and the Chapter on the provision of services to students and~~  
580 ~~the evolving character of the planning profession;~~

581 Duties of the Student Representative shall include ~~the following~~:

- 582 a) Acting as the liaison between the Chapter and the students in the PAB-accredited  
583 program;
- 584 b) Coordinating the student-related activities at the Chapter's Annual Conference,  
585 including a student reception/meeting and job mart as applicable;
- 586 c) In coordination with the Faculty Liaison and the Chapter office, ~~have~~ taking primary  
587 responsibility for maintaining and updating the content of the Student Page on the  
588 Chapter website;
- 589 d) ~~Serve~~ Serving as student representative on the Legislative Policy and  
590 Professional Development Committees;
- 591 e) Attending all Executive Committee meetings; and
- 592 f) Carrying out any other duties assigned by the President.

### 593 14. Faculty Liaison

594 The President, with the approval of the Executive Committee, shall appoint a Faculty  
595 Liaison, skilled in the Planning Field, to serve as a full voting member of the Executive  
596 Committee for a term of two (2) years. The Faculty Liaison shall hold a full-time faculty



597 position with an institution accredited by the PAB, ~~and shall be established to support the~~  
598 ~~Chapter as described below:~~

599 ~~The Faculty Liaison shall be an individual with knowledge, experience, and education in~~  
600 ~~the field of planning.~~ The Faculty Liaison shall be appointed at the first Executive  
601 Committee meeting following the ~~APA Florida Annual Membership Meeting in even-~~  
602 ~~numbered years or as soon as possible after new Chapter Officers first assume~~  
603 ~~office~~installation of Chapter Officers.

604 ~~The Faculty Liaison shall serve a term of two (2) years.~~ If the appointed Faculty Liaison  
605 is not able to complete the two-year term or fulfill the expectations of the position as  
606 determined by the majority of the Chapter Officers, the ~~remainder of the term~~position shall  
607 be filled ~~for the remaining time~~ by a faculty member from the same institution and  
608 appointed by the same process as for the initial appointment. The position of Faculty  
609 Liaison shall be appointed from among PAB-accredited planning programs in Florida on  
610 a rotating basis.

611 The duties of the Faculty Liaison shall include advising

612 ~~The Faculty Liaison shall advise~~ the Executive Committee and the Chapter with respect  
613 to the following:

- 614 a) ~~improving~~Improving communications between practicing planners and academic  
615 institutions;
- 616 b) ~~providing~~Providing information about ~~as to~~ planning research activities of interest  
617 to the profession;
- 618 c) ~~assisting~~Assisting with the program and arrangements for the Annual Conference;
- 619 d) ~~providing~~Providing assistance with continuing education programs for the  
620 profession;
- 621 e) ~~providing~~Providing other assistance as needed to coordinate academic and  
622 professional interests;
- 623 f) ~~implementing~~Implementing the student minority scholarship program and the  
624 student project award program;
- 625 g) ~~assisting~~Assisting with the maintenance and updating of appropriate pages on the  
626 Chapter website to provide information of interest to students and new professional  
627 planners;
- 628 g)h) Serving on the Professional Development Committee;
- 629 i) Attending all Executive Committee meetings; and
- 630 h)j) Carrying out any other duties assigned by the President.

## 631 **15. Section Chairs**

§32 Each of the twelve (12) Section Chairs shall be a voting member ~~on~~of the Executive  
§33 Committee and shall represent the interests of the APA and the Chapter on behalf of the  
§34 members in their Section.

§35 The duties of the Section Chair shall include ~~the following~~:

- §36 a) Representing their Section membership at each Executive Committee meeting or  
§37 send a designee in their place if they are unable to attend the meeting;
- §38 b) Reporting on Section activities and concerns at each Executive Committee  
§39 meeting;
- §40 c) ~~Serve~~Serving on Committees as necessary to carry out the duties of the APA and  
§41 the Chapter;
- §42 d) Attending all Executive Committee meetings; and
- §43 ~~d)e)~~e) Carrying out any other duties assigned by the President.

## §44 **ARTICLE VIII – ELECTIONS**

### §45 **1. Regular Elections**

- §46 a) Only members in good standing with the APA and the Florida Chapter of the  
§47 ~~American Planning Association~~APA are eligible to hold Chapter office. The offices  
§48 of ~~President, President-Elect, and the Vice-President for Professional~~  
§49 ~~Development (VPPD) must also be members of National APA, and the VPPD and~~  
§50 ~~VPCM shall also be a members~~ of the ~~American Institute of Certified Planners~~  
§51 ~~(AICP.)~~
- §52 b) By February 1 of each even-numbered year, the President shall appoint a  
§53 Nominating Committee consisting of a minimum of five (5) members, including the  
§54 Immediate Past President-Elect, who shall serve as the chair, the President-Elect,  
§55 and at least two (2) Section Chairs, with a goal to achieve geographic diversity.
- §56 c) Following a call for nominations in the Chapter Newsletter, the Nominating  
§57 Committee shall submit to the Executive Committee, by no later than May 1 of  
§58 each even-numbered year, a slate of nominees for Chapter officers for publication  
§59 to the entire Chapter membership. The Nominating Committee shall submit at least  
§60 two (2) nominees for each office to be filled, and shall confirm that such nominees  
§61 have agreed to submission of their names for office.
- §62 d) All Chapter Offices, except that of President, shall be presented to the membership  
§63 for vote. Upon completion of one (1) full term of office, the President-Elect may  
§64 succeed to the office of President without further electoral procedure.
- §65 e) Nominations for any office may be made by petition of five (5) percent of the  
§66 membership or twenty (20) members, whichever is less, provided such petition is  
§67 submitted to the Nominating Committee within thirty (30) days following the  
§68 publication of the recommended slate of officers.
- §69 f) Members may vote for any qualified candidate for any vacant office, whether or  
§70 not they are nominated by the Nominating Committee or by petition.

- 671 g) Ballots submitted to members for election of Chapter officers shall provide space  
672 for write-in votes.
- 673 h) Ballots will be submitted to members for election of Chapter officers by APA in  
674 accordance with the schedule of national election cycle.
- 675 i) The voting deadline and the procedures for the issuance and return of ballots shall  
676 be transmitted with the ballots when the ballots are sent to the membership.
- 677 j) The nominee or write-in candidate for an office who receives the most votes shall  
678 be the winner and be elected to that office. In the event of a tie ~~among the highest~~  
679 ~~vote-getters nominated or written in for any office~~, the Executive Committee, by  
680 majority vote, shall choose ~~make a choice of~~ the person who would best perform  
681 the duties of the office from among the highest tied vote-getters and declare ~~make~~  
682 ~~a declaration of~~ a winner ~~and that person shall be elected to~~ for that office.
- 683 k) For a regular election, the name of the person elected to each office shall be  
684 published in the Chapter newsletter and on the Chapter website as soon as  
685 practical.

## 686 2. Special Elections

687 The provisions in Article VIII (1), Regular Elections, apply to regularly scheduled elections  
688 of Chapter Officers in even-numbered years. When vacancies occur in the offices of  
689 Chapter Officers, special elections may be required to fill those vacancies. Article VI (3),  
690 Terms of Office, describes the circumstances for vacancies for a Chapter officer and  
691 when and whether a special election is required. It further provides for expeditious  
692 nominations and the intervention of the Executive Committee to facilitate the timely filling  
693 of vacant offices. The rules of election ~~for governing the~~ filling ~~of these~~ vacancies in office  
694 by special election supersede the provisions of Article VIII that apply only to regularly  
695 scheduled elections in even-numbered years.

## 696 3. Teller Committee

697 A Teller Committee, appointed by the President, shall consist of at least three (3) Chapter  
698 members, one of whom may shall be the Executive Director, who shall be responsible for  
699 tabulation of votes, or verification of tabulation if online voting is used, for the Special  
700 Election of Officers of the Chapter and ~~bylaw~~ amendments to the Chapter Bylaws.

## 701 ARTICLE IX – COMMITTEES

702 The President may appoint committees to address matters of Chapter concern. In  
703 addition to the Executive Committee, there shall be other standing committees of the  
704 Chapter. The President shall appoint members to standing committees within 60 days of  
705 assuming office ~~by December 1st of the even-numbered years~~. Standing Committee  
706 members shall be APA members in good standing. A quorum for committee business  
707 shall be a majority of the members of that committee. Appointments to each Committee  
708 shall be made with a goal of achieving geographic diversity from across the State.

709 **1. Nominating Committee**

710 Function outlined in Article VIII.

711 **2. Bylaws Committee**

712 a) The Bylaws Committee shall ~~be appointed by the President by December 1st of t~~  
713 ~~even-numbered years, and shall consist of~~ be chaired by the Chapter Secretary,  
714 ~~who shall serve as Chair, and any other~~ and shall contain a minimum of five (5)  
715 Chapter members from across the state, who may ~~as may~~ be appointed by the  
716 President.

717 b) By April-May 1 of each odd-numbered year, the Committee shall present the  
718 Executive Committee with recommendations, if any, for changes in the Bylaws.

719 c) The Committee may report or offer other recommendations to the Executive  
720 Committee on a more frequent basis ~~where~~ as the needs of the Chapter warrant.  
721 Members of the Chapter may submit ideas and proposals to the Committee at any  
722 time.

723 d) The Bylaws Committee shall review Section Bylaws for consistency with the  
724 Chapter Bylaws.

725 **3. Conference Committee**

726 a) The Conference Committee shall consist of the Vice President for Conference  
727 Services, the Vice President for Professional Development, the Chair of the host  
728 Section Conference Committee, the previous-year's Host Conference Committee  
729 Chair, the Executive Director, and other members as may be appointed by the  
730 President.

731 b) The Chair of the Section or designee hosting the conference and the Vice  
732 President for Conference Services shall be the Conference Co-Chairs.

733 c) ~~The Committee shall plan and prepare the annual conference with the assistance~~  
734 ~~of the~~ Section host committee, ~~and the Chapter office,~~ and the Conference  
735 Committee shall plan and prepare the annual conference.

736 **4. Legislative Policy Committee (LPC)**

737 a) The Committee shall consist of the President-Elect, who serves as the LPC Chair,  
738 a representative selected by each Section Chair, at least twelve at-large members  
739 adequately representing the range of interests reflective of the Membership, and  
740 the a student-Student representative ~~Representative~~. The President shall appoint  
741 the members-at-large, in consultation with the President-Elect.

742 ~~b) The President-Elect shall serve as Chair.~~

743 ~~e)b)~~ \_\_\_\_\_ The Committee shall convene on a periodic basis to prepare legislative  
744 priorities for action by the Executive Committee and, as needed, by the Chapter  
745 membership.

746 ~~d)c)~~ \_\_\_\_\_ The Committee shall serve to assist the Chapter in implementation of its  
747 legislative priorities.

748 **5. Legislative Leadership Team**

- 749 a) The Legislative Leadership Team shall consist of the President-Elect, who serves  
750 as the committee chair, the President, Legislative Representative, Executive  
751 Director, and an LPC expert on the subject matter.
- 752 b) The purpose of the Legislative Leadership Team shall be to provide guidance to  
753 the Executive Director and the Legislative Representative on matters pertaining to  
754 proposed legislation, the Chapters legislative platform and position on said  
755 legislation, where a quick response is necessary or has been requested from a  
756 legislative representative.
- 757 ~~c) The President Elect serves as Chair;~~
- 758 ~~d)c)~~        The Legislative Leadership Team shall convene on an as needed basis,  
759 particularly during the legislative session, to discuss and respond to legislative  
760 items, questions, and proposed bills when immediate direction is needed.

761 ~~6. Executive Committee~~

- 762 ~~7. The Committee shall consist of the Chapter Officers, the Chair of each Section, or~~  
763 ~~their designee, the Faculty Liaison, the Young Planners Group Representative, and~~  
764 ~~the Student Representative.~~
- 765 ~~8. The purpose of the Executive Committee shall be to govern and further the~~  
766 ~~professional interests of the Chapter membership, in accordance with the mission and~~  
767 ~~the Bylaws of APA and the Chapter.~~
- 768 ~~9. Duties of the Executive Committee shall encompass the following:~~
- 769 ~~10. Meet at least four times a year, with parliamentary procedures governed by the current~~  
770 ~~edition of Robert's Rules of Order, unless otherwise amended by these Bylaws;~~
- 771 ~~11. Consider and act upon Chapter needs and business. In the event that Chapter~~  
772 ~~business needs to be conducted between regularly scheduled Executive Committee~~  
773 ~~meetings, it may do so either in person, through conference calls, or by email;~~
- 774 ~~12. Be the custodian of all Chapter property;~~
- 775 ~~13. Review and amend, where appropriate, the recommended biennial Strategic~~  
776 ~~operational Plan and budget as submitted by the President for a vote at the Annual~~  
777 ~~Membership Meeting;~~
- 778 ~~14. Remove Chapter or Section officers from office for malfeasance, misfeasance,~~  
779 ~~nonfeasance or incapacity per Article VI(4).~~
- 780 ~~15. Upon vacancy in any of the offices, fill vacant offices said position pursuant to the~~  
781 ~~provisions of Article VI(3).~~
- 782 ~~16. Annually select the next available conference venue and authorize execution of a~~  
783 ~~contract with the host Section.~~
- 784 ~~17. Approve minutes and/or summaries of each prior Executive Committee meeting,~~  
785 ~~minutes of the Annual Membership Meeting and other minutes of general membership~~  
786 ~~meetings.~~
- 787 ~~18. Review and take action on the recommendations of any standing or ad hoc~~

788 committee;

789 ~~19. Review and take timely action on the recommendations of the Bylaws Committee or~~  
790 ~~any Bylaws petition presented in accord with the provisions of Article XII; and~~

791 ~~20. Carry out such additional duties as may be necessary to assure the orderly operation~~  
792 ~~of the Chapter not otherwise inconsistent with these Bylaws.~~

793 ~~21. Conduct a Biennial Leadership Retreat. The President and Executive Committee~~  
794 ~~shall, within six (6) months of installation of new Chapter Officers, conduct a Biennial~~  
795 ~~Chapter Leadership Retreat. This Retreat may serve as a called meeting of the~~  
796 ~~Executive Committee. Participants in the Retreat shall advise the President on:~~

797 ~~22. Member Feedback on the Chapter's performance;~~

798 ~~23. Concerns and needs of the Sections;~~

799 ~~24. Amendments to and methods for meeting the goals and objectives in the Chapter~~  
800 ~~Strategic Operational Plan;~~

801 ~~25. Ideas for the Chapter's annual conference and professional development and training~~  
802 ~~programs;~~

803 ~~26. Methods to conserve and spend resources wisely and otherwise meet the needs of~~  
804 ~~the Chapter and in accordance with the Chapter budget;~~

805 ~~27. Potential changes to the Chapter Bylaws;~~

806 ~~28. Any other issues for the good of the Membership, the Sections and the Chapter.~~

807 ~~29. A majority of the Executive Committee shall constitute a quorum for the transaction of~~  
808 ~~business at meetings of the Committee.~~

809 ~~30. Carry out such additional duties as may be necessary to assure the orderly operation~~  
§10 ~~of the Chapter not otherwise inconsistent with these Bylaws.~~

### 811 **31.6. Professional Development Committee**

812 a) The Committee shall consist of the Vice-President of Professional Development,  
§13 who shall serve as committee chair, Vice-President for Conference Services, NPG  
§14 EPG Chair ~~YPG Representative~~, Faculty Liaison, Vice-President for Certification  
815 Maintenance, Section Professional Development Officers, four at-large members  
816 adequately representing the range of interests reflective of the Membership, and  
§17 ~~a~~ the sStudent ~~r~~Representative. The President shall appoint the members-at-large,  
818 in consultation with the VPPD.

819 ~~b) The Vice-President of Professional Development shall serve as Chair.~~

820 ~~e~~ b) \_\_\_\_\_ The Committee shall convene on a periodic basis but, prior to the Executive  
821 Committee meetings to assist in the provision of professional development  
822 opportunities and to assist in AICP Exam Preparation activities.

823 ~~d~~ c) \_\_\_\_\_ The Committee shall serve to assist the Chapter in development and  
824 implementation of its professional development opportunities, including AICP  
825 exam prep courses.

### 826 **32.7. Young Emerging Planners Group (EYPG)**

§27 The purpose of APA Florida's YPG-EPG will is to add value to APA membership for young  
§28 emerging planners and tap into the energy, enthusiasm, and fresh ideas of young  
§29 emerging planners and ~~emerging~~ professionals to further the goals of APA Florida  
§30 Chapter.

- §31 a) The YPG-EPG committee will engage in the following activities to create  
§32 opportunities for young-emerging planners' involvement at the national, chapter,  
§33 and section level:
- §34 i. Connecting young-emerging planners with more experienced planners for  
§35 mentorship; and
  - §36 ii. Fostering social and professional relationships with peers and experienced  
§37 planning professionals through career building programs, social events, and  
§38 mentoring opportunities.
- §39 b) YPG-The EPG will be led by a Committee consisting of a Chair, Co-Chair, YPG  
§40 EPG Secretary, YPG-EPG Treasurer, and Student Representative, and supported  
§41 by Section Ambassadors. The Vice President of Membership and Outreach  
§42 Services shall also be a member. The YPG-EPG Committee will meet quarterly.  
§43 The Chair shall serve as the YPG-EPG Representative on the ~~APA Florida~~  
§44 Executive Committee.
- §45 c) The committee shall plan and prepare an annual work plan, budget, and other  
§46 corresponding activities that further the professional interests of the Chapter's YPG  
§47 EPG membership in accordance with the mission of APA and the Chapter. The  
§48 documents shall be submitted to the Executive Committee for final approval.
- §49 d) All members of APA Florida are automatically YPG-EPG members so long as they  
§50 meet one of the ~~three~~ following YPG-EPG criteria: 1) ~~be under thirty-five (35) years~~  
§51 ~~of age,~~ 2) have fewer less than 5 years of "experience" in the field, or ~~3~~ 2) be a  
§52 student currently enrolled in a planning or planning-related program. The YPG  
§53 EPG Committee shall maintain a membership list and be responsible for  
§54 confirming eligibility of its members.
- §55 e) The YPG-EPG Committee shall conduct an Annual Meeting for ~~its the~~ membership  
§56 in each calendar year and shall determine the meeting location. The YPG-EPG  
§57 Secretary shall notify the membership of the place, date and time of the Annual  
§58 Meeting in a notice or publication of the YPG-EPG, or by another means of  
§59 communication, such as ~~posting to the YPG-EPG website,~~ emailed, and/or mailed  
§60 ~~via postal services~~ to each member at least one (1) month before the meeting.
- §61 f) The terms for the YPG-EPG Chair, Vice Chair, Secretary, and Treasurer shall be  
§62 two (2) years. ~~The terms for Section Representatives (Young Planner~~  
§63 ~~Ambassadors) shall be defined by each respective section's bylaws. The Terms~~  
§64 ~~terms of the EPG Committee members shall begin on the same cycle as the~~  
§65 ~~Chapter Officers. September 1, and shall end upon appointment of a new person~~  
§66 ~~to the position. At the end of the term of an EPG Committee member, the EPG~~  
§67 ~~Committee member shall remain on the EPG Committee until a new person is~~  
§68 ~~appointed to the position. The YPG-EPG~~ Committee shall solicit from members a

list of candidates every even year for YPG-EPG Chair, and forward this list to the Chapter President by September 1 for final selection by the final Executive Committee meeting of the year. The YPG-incoming EPG Chair shall then appoint a Co-Vice Chair, Secretary, and Treasurer to commence their terms at the beginning of every odd year. The terms for Section Ambassadors shall be defined by each respective Section's bylaws.

### **33-8. Editorial Committee**

a) The Editorial Committee shall consist of the Vice-President for Communications, who shall serve as the committee Chair, the Secretary, and other members appointed by the President with a goal to achieve geographic diversity.

~~b) The Vice-President of Communications shall serve as Chair.~~

~~e)b)~~ The Committee shall establish the newsletter themes and articles and coordinate with authors regarding the provision of articles.

### **34-9. Section Affairs Committee**

a) The Committee shall consist of the Vice-President for Section Affairs, who shall serve as the committee chair, and Section Chairs.

~~b) The Vice-President for Section Affairs shall serve as Chair.~~

~~e)b)~~ The Committee shall meet ~~to address~~ on a regular basis to address section Section support services and shall serve to assist the Chapter in developing and providing these services.

### **35-10. Financial Planning Committee**

a) The Committee shall consist of the Treasurer, who shall serve as the committee chair, President-Elect; Immediate Past President; Vice-President for Section Affairs; ~~Treasurer~~, and up to three (3) other members appointed by the President.

~~b) The Treasurer shall serve as Chair.~~

~~e)b)~~ The Committee shall annually review the Budget and its correlation to the Chapter's Strategic ~~Operational~~ Plan to determine whether the targets are being achieved.

~~c)~~ The Committee shall identify and recommend programs for ensuring the organization's financial health for long-term existence and viability. The Committee may consider such programs as a foundation, endowment, or other financial management mechanism to ensure sustainability of the organization.

d) The Committee shall make recommendations to the Executive Committee on financial matters.

### **11. Teller Committee**

Function outlined in Article VIII (3).

### **36-12. Ad Hoc Committees**

a) The President may create ad hoc committees ~~for the purpose of facilitating the~~ to accomplish ~~ments of~~ specific tasks identified by the President.



- 908 b) An ad hoc committee shall consist of a committee chair, an officer and at least  
909 three (3) additional members. Ad hoc committees may include non-APA members  
910 with technical expertise or experience for the task.  
911 c) All ad hoc committees shall dissolve at the discretion of the President or at the  
912 expiration of the President's term.

## 913 **ARTICLE X – MEMBERSHIP MEETINGS**

### 914 **1. Meetings and Procedures**

915 At meetings of the membership, parliamentary procedures shall be governed by the  
916 current edition of Robert's Rules of Order, unless otherwise amended by these Bylaws.

### 917 **2. Annual Membership Meeting**

918 The Chapter shall hold ~~an~~the Annual Membership Meeting of the general membership  
919 at the annual conference of the Chapter. The meeting shall be held at a time and ~~on a~~  
920 date ~~which shall be~~ announced to all members in the preliminary conference program and  
921 published in the Chapter newsletter and on the Chapter website. The agenda and means  
922 for voting by mail or by proxy at the Annual Membership Meeting shall be published thirty  
923 (30) days before the meeting in the Chapter newsletter and on the Chapter's website.  
924 Supporting documentation will be, at a minimum, noticed and summarized in the  
925 newsletter, and posted in full on the Chapter's website. Action for the good of the  
926 membership and consistent with these Bylaws may be taken at the Annual Membership  
927 Meeting, based on approval by a majority vote of Chapter members ~~voting that vote on~~  
928 ~~Annual Membership Meeting agenda items~~. Items voted on at the Annual Membership  
929 Meeting, either by mail or by proxy, are valid only for the exact language contained in the  
930 mailed ballots or proxy statements. Alteration of language resulting from amendments,  
931 made and duly passed during the Annual Membership Meeting, shall negate the validity  
932 of mailed ballots or proxy statements on that amended item. A report of the outcome of  
933 the vote shall be filed by the Secretary with the President ~~of the Chapter~~ and shall be  
934 published in the next Chapter newsletter and posted on the Chapter website.

### 935 **3. Called Meetings**

- 936 a) The Executive Committee may call additional meetings of the general membership  
937 as needed upon majority vote of the Executive Committee.  
938 b) Notice of any such called meeting shall be provided by ~~electronic~~ mail to all  
939 members or in the Chapter newsletter and on the Chapter website at least thirty  
940 (30) days prior to such meeting.  
941 c) Action for the good of the membership and consistent with these Bylaws may be  
942 taken at ~~such~~ called meetings.

## 943 **ARTICLE XI – FINANCIAL MANAGEMENT**

### 944 **1. Budget and Strategic Operating Plan**

- 945 a) The fiscal year shall be the same as the calendar year, from January 1st through

946 ~~until the following~~ December 31st.

- 947 b) The President shall oversee the preparation of the biennial Strategic ~~Operational~~  
948 Plan, which sets forth the general strategies the Chapter will pursue in achieving  
949 its goals for the year and is directly related to the budget. The draft Strategic  
950 ~~Operational~~ Plan shall be submitted to the Executive Committee for ~~its~~ ~~their~~  
951 consideration and recommendation prior to the Annual Membership Meeting.
- 952 c) The President and Executive Director, with the assistance of the Treasurer ~~and~~  
953 ~~Financial Planning Committee~~, shall prepare the annual budget. The draft annual  
954 budget shall be submitted to the Executive Committee for ~~its~~ ~~their~~ consideration  
955 and recommendation prior to the Annual Membership Meeting.
- 956 d) d) The Strategic ~~Operational~~ Plan and budget shall, ~~at a minimum~~, be noticed and  
957 summarized in the Chapter Newsletter and posted in full on the website prior to  
958 the Annual Membership Meeting. The Strategic ~~Operational~~ Plan and budget shall  
959 be presented to the membership at the Annual Membership Meeting for ~~their~~  
960 ~~consideration and~~ approval.
- 961 e) The Strategic Operational Plan and budget as adopted pursuant to these ByLaws  
962 shall serve as the basis for the financial management of the Chapter and may be  
963 amended from time to time by majority vote of the Executive Committee.  
964 Amendments to the budget will be posted to the Chapter website.

## 965 2. Chapter Financial Management

- 966 a) For the purpose of ensuring fiscal responsibility, the Executive Committee shall  
967 adopt a financial procedures manual prescribing the duties, budget formats,  
968 timetables, standards and procedures for managing the Chapter's finances.
- 969 b) The Executive Committee shall assure that an annual independent audit is  
970 conducted for even-numbered fiscal years and an independent compilation is  
971 conducted in odd-numbered years. ~~A and that a~~ summary of the audit or  
972 compilation ~~shall be is~~ posted on the Chapter website within thirty (30) days of  
973 ~~review and~~ approval by the Executive Committee. The audit or compilation  
974 summary will ~~also~~ be published online ~~and made available to the membership via~~  
975 ~~mail (by request) and at the Annual Membership Meeting.~~ ~~and t~~ The availability to  
976 view ~~the audit or obtain a copy shall be posted~~ online ~~will be and~~ noted in the next  
977 edition of the Chapter Newsletter. ~~and will be available at the Annual Membership~~  
978 ~~Meeting. APA Florida members may also request a copy of the audit or compilation~~  
979 ~~summary by mail.~~
- 980 c) Chapter accounts shall at all times be open to inspection by the membership, and  
981 requests for record inspection shall be coordinated through the Treasurer.  
982

## 983 3. Financial Reports

984 In addition to overseeing the annual independent audit or compilation, the Treasurer will  
985 also oversee the preparation of annual and quarterly financial reports for review and  
986 approval by the Executive Committee.

987 **4. Section Funds**

- 988 a) The Chapter shall be responsible for the bookkeeping and accounting  
989 responsibilities associated with Section funds. Each Section will be treated as a  
990 separate class in the Chapter financial statements. Each section's treasurer shall  
991 also monitor the availability of the respective section funds, expenditures, and  
992 revenues for the section.
- 993 b) ~~At a minimum of quarterly,~~ The Chapter shall submit to each section at least once  
994 per quarter a financial report showing expenditure and revenue activity no later  
995 than thirty (30) days after the end of each quarterly ~~the~~ reporting period.

996 **5. Dissolution of Florida Chapter**

997 In the event of dissolution, the residual assets of the organization will be turned over to  
998 APA, which is itself exempt as an organization described in sections 501(c)(3) and  
999 170(c)(2) of the Internal Revenue Code of 1954, as amended, or corresponding sections  
1000 of any prior or future law, or to the Federal, State, or local government for exclusive public  
1001 purpose.

1002 **ARTICLE XII – CHAPTER BYLAWS**

1003 **1. General**

1004 Bylaws represent the basic governing document of the Chapter, articulating how the  
1005 membership and its officers interact, the assignment of duties and responsibilities,  
1006 specification of policies and procedures, and how the Chapter governs itself as an  
1007 organization body.

1008 **2. Bylaw Amendments**

1009 The Bylaws shall be periodically evaluated for needed updates and other changes as set  
1010 forth in ARTICLE IX. Bylaw amendments may be proposed by the Executive Committee  
1011 or by a petition signed by five (5) percent of the Chapter membership.

- 1012 a) The Chapter may amend these Bylaws in whole or in part by a majority vote of  
1013 those members returning ballots provided that the amendments were published by  
1014 ~~in a publication of~~ the Chapter at least one (1) month prior to the ballots being  
1015 made available as described below.
- 1016 b) The Bylaws Committee shall ensure that a ballot is transmitted via USPS or online  
1017 voting service ~~such as through APA~~ to all members eligible to vote in regular  
1018 elections no sooner than one (1) month after ~~publication of~~ the proposed bylaw  
1019 amendments have been published.
- 1020 c) The voting deadline and the procedures for the issuance and return of ballots shall  
1021 be promulgated by the Executive Committee and shall be transmitted with the  
1022 ballots when the ballots are sent to the membership. Ballots shall be tabulated  
1023 and/or verified by a teller committee as provided for in Article VIII (3).
- 1024 d) Chapter Bylaws shall be consistent with APA Bylaws and cannot bind APA or its

1025 officers in any respect ~~if ever in the event that~~ these bylaws are found to be  
1026 inconsistent.

1027 e) Petitioned Bylaws amendments shall be filed by a Sponsor(s) with the Secretary,  
1028 and a copy shall be forwarded by the Sponsor(s) to the Chapter office. The name,  
1029 address, email and telephone number of the Sponsor(s) shall be included along  
1030 with the petition.

1031 f) Proposed Bylaw amendments shall be submitted to the Executive Director of APA  
1032 for a determination of consistency with APA's Bylaws prior to adoption by the  
1033 Chapter.

1034 g) A copy of these Bylaws and all subsequent amendments shall be filed by the  
1035 President with the Executive Director of APA within thirty (30) days after adoption  
1036 by the Chapter.

1037 h) The Chapter Bylaws shall be published and maintained on the Chapter website.  
1038 The Secretary shall ensure that amendments to these Bylaws are published on the  
1039 Chapter website within ninety (90) days of membership approval.

### 1040 **3. Bylaws Amendment Sponsor**

1041 a) Each proposed Chapter Bylaws amendment shall have a primary "Sponsor" listed  
1042 as the individual who may be contacted for questions about the proposed  
1043 amendment. The Executive Committee may be listed as the Sponsor.

1044 b) A Bylaws petition may be withdrawn by the Sponsor at any time prior to the time  
1045 the proposed Bylaws amendment ballot is sent to the printers or emailed to the  
1046 members for a vote. In the event the Sponsor withdraws the amendment(s), the  
1047 Sponsor shall notify, in writing, all members who signed the petition supporting the  
1048 proposed Bylaws amendment, with a copy to the Chapter office.

### 1049 **ARTICLE XIII – EXECUTIVE DIRECTOR**

1050 The Chapter may hire or contract with an Executive Director to manage the affairs of the  
1051 Chapter. The Executive Director serves at the pleasure and direction of the Executive  
1052 Committee, in accordance with these ~~bylaws~~Bylaws, and any contractual documents  
1053 approved by the Executive Committee. The duties of the Executive Director shall include,  
1054 ~~but are not limited to:~~

1055 1. Managing Chapter office staff, maintaining the ~~central~~ Chapter office, providing for  
1056 consistency in operations, and workings to ensure the Chapter's continued fiscal  
1057 viability;

1058 2. Assisting with the preparation, review and amendment of all operational manuals,  
1059 plans and work programs, and assuring the implementation thereof;

1060 3. Overseeing the receipt and disbursement of funds consistent with the adopted  
1061 Chapter budget;

1062 4. Assisting the President and Treasurer in all matters related to the financial  
1063 management of the Chapter;

- 1064 5. Providinge support to the President, the Executive Committee and all other  
1065 cCommittees, and to the Membership;
- 1066 6. Providinge logistical and contractual support for the Annual Conference and Public  
1067 Policy Conference as well as to the Chapter's committees, as the need arises;
- 1068 7. Provideing membership and support services to meet the professional and  
1069 educational needs of the Membership;
- 1070 8. Carrying out other duties as assigned by the President or a majority vote of the  
1071 Executive Committee, or as specified in the Executive Director's contract or  
1072 employment agreement.

1073 **ARTICLE XIV – LEGISLATIVE REPRESENTATIVE**

1074 The Chapter may hire or contract with a Legislative Representative to coordinate with the  
1075 Florida Legislature or other elected bodies on issues pertaining to the planning profession  
1076 and the Chapter's adopted legislative platform and positions. The Legislative  
1077 Representative serves at the direction of the Executive Committee, in accordance with  
1078 these ~~bylaws~~Bylaws and any contractual documents approved by the Executive  
1079 Committee. The duties of the Legislative Representative shall include, ~~but are not limited~~  
1080 ~~to~~:

- 1081 1. Representing the Chapter and its position on various pieces of legislation to various  
1082 elected officials;
- 1083 2. Keeping the Legislative Leadership Team and the Legislative Policy Committee  
1084 informed of proposed legislation dealing with the planning profession, the status of  
1085 said legislation, and any requests ~~on for~~APA Florida's position on such legislation;
- 1086 3. Assisting the President-Elect and Legislative Policy Committee in matters related to  
1087 ~~the~~proposed legislation that has an effect on planning in the State of Florida;
- 1088 4. Providinge support to the President, the Executive Committee and all other  
1089 Committees, and to the Membership in matters pertaining to proposed legislation;
- 1090 5. Providinge updates to the Executive Committee, and other committees at regularly  
1091 scheduled meetings;
- 1092 6. Carrying out other duties as assigned by the President or a majority vote of the  
1093 Executive Committee or as specified in the Legislative Representatives contract or  
1094 employment agreement.

1095 **ARTICLE XV – OTHER STAFF**

1096 The Chapter may hire or contract with other staff, or direct the Executive Director to do  
1097 so on their behalf, as appropriate to support the activities and goals of the ~~chapter~~Chapter.  
1098 Such staff ~~would~~ serve at the direction of the Executive Committee, or the Executive  
1099 Director as delegated, in accordance with these ~~bylaws~~Bylaws and any ~~executed~~  
1100 contractual ~~documents~~documents ~~approved by the Executive Committee~~. The  
1101 ~~contemplated~~ duties of such staff shall include, but are not limited to:

- 1102 1. Bookkeeping and accounting services;  
1103 2. Newsletter publication and editing services;  
1104 3. Website hosting, maintenance or other graphic design services;  
1105 4. Communication services; and  
1106 4.5. Other services as may be directed by the Executive Director or as specified in the  
1107 personnel's employment contract or agreement.

***NOTE: Approved by APA Florida Members in September 2017.***

***The APA Florida Bylaws were last amended September 8, 2015***

***DRAFT Bylaw Revisions, May 2019***