

1 **FLORIDA CHAPTER**
2 **AMERICAN PLANNING ASSOCIATION**
3
4 **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 purposes of this Chapter shall include:

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

51 **2. Chapter Activities**

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

- 64 Internal Revenue law).
- 65 c) The activities of the Chapter shall conform to the law, the bylaws of the APA,
66 and the bylaws of the Chapter.

67 **ARTICLE III – DEFINITIONS**

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

- 100 16. *Section*. An affiliation of Chapter members approved by the Executive Committee and
101 formed to represent a specific and distinct geographical region of Florida to further the
102 purposes of the APA and the Chapter on behalf of the members in that region.
- 103 17. *Section Chair*. The person who has been elected to lead a Section of APA Florida and
104 to represent the Section on the APA Florida Executive Committee.
- 105 18. *Strategic Plan*. Document developed by the Executive Committee biannually that
106 envisions a desired future for the Chapter and translates the vision into broadly
107 defined goals, objectives, and a set of actions to achieve them.

108 **ARTICLE IV - CHAPTER SECTIONS**

109 **1. Section Purposes**

110 Sections shall serve to provide members with regional expression of the APA and the
111 Chapter mission and a vehicle to facilitate involvement in the affairs of the APA and the
112 Chapter.

113 **2. Section Membership Qualifications**

- 114 a) All members of the Chapter whose address of record is within the Section area
115 shall automatically be members of the Section.
- 116 b) Sections may create "Section Only" memberships, if approved by the Section's
117 Executive Committee as part of the Section bylaws. "Section Only" members may
118 not hold a Section or Chapter office or vote in Chapter elections.

119 **3. Section Creation and Organization**

- 120 a) Sections representing specific and distinct geographic regions of the State of
121 Florida may be created upon petition of two-thirds of those Chapter members (as
122 defined in Article III) whose address of record is in the territory proposed for
123 Section status, following action and approval of the Executive Committee. The
124 Executive Committee is responsible for reviewing and amending, as necessary,
125 Section boundaries so as to ensure reasonable representation from all portions of
126 the State. The territory of a Section shall be a reasonably coherent unit. A map of
127 the Sections shall be made available on the Chapter website.
- 128 b) Sections shall adopt bylaws to govern Section affairs which shall be adopted by
129 the majority of the Section members casting ballots.
- 130 c) Section Bylaws shall provide for the election of officers, their terms and duties, the
131 preparation of an annual activities program, the adoption of a budget, the
132 collection, expenditure and accounting of funds, and the holding of meetings and
133 other gatherings, and such other activities that the Section may wish to address.
- 134 d) The terms of the Section Chairs shall be for two years, beginning on January 1st of
135 even-numbered years. The Section Chairs shall serve as members of the Chapter
136 Executive Committee.
- 137 e) Section Bylaws shall not conflict with the Bylaws and Articles of Incorporation of
138 the Chapter or the APA. Section Bylaws shall be amended, as needed for

139 consistency, within 90 days of adoption of Chapter Bylaws amendments. Draft
140 revisions of Section Bylaws should be forwarded to the Chapter Bylaws
141 Committee for courtesy review prior to adoption. Copies of Section Bylaws
142 and Bylaw amendments shall be filed with the Chapter Secretary and the
143 Chapter Office within 30 days of their adoption. Section Bylaws shall be hosted on
144 the Chapter and Section webpages.

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

147 g) The Chapter Office shall maintain an active file on each Section, including annual
148 financial reports for the Section and current bylaws for each Section. Such
149 reports shall be available to the Executive Committee as needed.

150 h) Any Section not in reasonable compliance with these bylaws and not
151 demonstrating a commitment to comply in a reasonable timeframe will be offered
152 assistance by the Executive Committee in achieving compliance. Failure to
153 comply after an offer of assistance may be grounds for the Executive
154 Committee to withhold or escrow any Chapter funds budgeted for the Section
155 pending compliance, and may become the basis for the de-activation of the
156 Section by a majority vote of the Executive Committee.

157 **4. Authorization for Dues and Assessments**

158 Section dues and/or special assessments necessary for pursuing Section affairs may be
159 collected by the Section, when authorized by an affirmative vote of the Section
160 members, as specified in the Section Bylaws.

161 **5. Dissolution or Termination of Sections**

162 a) In the event of dissolution by action of a Section, the termination of a Section by
163 action of the Executive Committee, or the recognition by the Executive Committee
164 of the inactive status of a Section, the residual assets of the Section will be turned
165 over to the Chapter.

166 b) The Executive Committee, on behalf of the Chapter, shall assume control of any
167 Section funds when a Section becomes dissolved, inactive or terminated. The
168 Executive Committee, at its discretion, may escrow or otherwise set aside these
169 funds for future Section use, supplement them, or add them to Chapter funds as
170 revenue and therefore make them unavailable for future Section use. The
171 Executive Committee's decision regarding former Section funds shall be based on
172 its determination of the reasonable expectation of future Section reactivation,
173 recent history of the inactive Section, and the revenue condition and demands of
174 the Chapter and its functioning Sections. A decision to escrow funds does not
175 preclude a later decision to convert funds to Chapter revenue, nor does a decision
176 to convert funds to Chapter revenue preclude a future action to appropriate
177 Chapter funds to an escrow account as an incentive to Section reactivation.

178 c) Failure to comply with Section or Chapter bylaws (e.g. failure to hold timely
179 elections, failure to provide required reports, failure to convene regular meetings,

180 etc.) shall be reason for termination of the Section by the Executive Committee.

181 **ARTICLE V - CHAPTER MEMBERSHIP AND DUES**

182 **1. Membership Qualifications**

183 a) All members of APA whose address of record is within the Chapter area shall
184 automatically be Chapter members. APA members whose address of record is
185 outside the Chapter area may also become Chapter members upon payment of
186 any applicable dues and assessments.

187 b) Persons who are not members of APA may become Chapter Only members upon
188 payment of the established dues and are eligible to vote in Section and Chapter
189 elections.

190 c) APA members whose address of record is outside the Chapter area and Chapter
191 Only members may not hold office in the Chapter.

192 **2. Termination and Reinstatement**

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

196 **3. Annual Dues**

197 The Executive Committee shall, from time to time, evaluate and establish the rate of dues.
198 Dues of regular and student members shall be collected by the APA pursuant to the APA
199 Corporate Bylaws. Dues of other Chapter membership classifications may be collected
200 by APA or the Chapter. Members who become delinquent in their payment of dues shall
201 be subject to the delinquency and reinstatement rules of the APA. Those rules are hereby
202 approved and incorporated into these Bylaws by reference.

203 **4. Student Dues**

204 Student members of the Chapter, as certified by APA, shall be exempt from the
205 payment of Florida Chapter dues but shall be considered full members of the Chapter as
206 long as their national dues are current and they remain in good standing with the APA.

207 **ARTICLE VI – CHAPTER OFFICERS, EXECUTIVE COMMITTEE, TERMS OF**
208 **SERVICE AND REMOVAL**

209 **1. Chapter Officers**

210 The Chapter shall have a President, Immediate Past President, a President-Elect, a Vice-
211 President for Membership and Outreach Services, a Vice-President for Conference
212 Services, a Vice-President for Professional Development, a Vice-President for Section
213 Affairs, a Vice-President for Certification Maintenance, a Vice-President for
214 Communications, a Secretary, a Treasurer, and an EPG Representative. The Chapter
215 Officers shall constitute the Executive Committee for APA Florida.

216 **2. Executive Committee**

217 The Committee shall consist of the Chapter Officers, the Chair of each Section, or their
218 designee, the Faculty Liaison, the Emerging Planners Group Representative, and the
219 Student Representative. The purpose of the Executive Committee shall be to govern and
220 further the professional interests of the Chapter membership, in accordance with the
221 mission and the Bylaws of APA and the Chapter. The Executive Committee shall meet at
222 least four times a year, with parliamentary procedures governed by the current edition of
223 Robert's Rules of Order, unless otherwise amended by these Bylaws.

- 224 a) Duties of the Executive Committee shall include:
- 225 i. Considering and acting upon Chapter needs and business. In the event that
226 Chapter business needs to be conducted between regularly scheduled
227 Executive Committee meetings, it may do so either in person, through
228 conference calls, or by email;
 - 229 ii. Being the custodian of all Chapter property;
 - 230 iii. Reviewing and amending, where appropriate, the recommended biennial
231 Strategic Plan and budget as submitted by the President for a vote at the
232 Annual Membership Meeting;
 - 233 iv. Removing Chapter or Section officers from office for malfeasance,
234 misfeasance, nonfeasance or incapacity per Article VI(4).
 - 235 v. Filling vacant offices pursuant to the provisions of Article VI(3).
 - 236 vi. Annually selecting the next available conference venue and authorizing
237 execution of a contract with the host Section.
 - 238 vii. Approving minutes and/or summaries of each prior Executive Committee
239 meeting, minutes of the Annual Membership Meeting and other minutes of
240 general membership meetings.
 - 241 viii. Reviewing and taking action on the recommendations of any standing or ad-
242 hoc committee;
 - 243 ix. Reviewing and taking timely action on the recommendations of the Bylaws
244 Committee or any Bylaws petition presented in accord with the provisions of
245 Article XII;
 - 246 x. Performing the fiduciary responsibilities of the Chapter; and
 - 247 xi. Carrying out such additional duties as may be necessary to assure the orderly
248 operation of the Chapter not otherwise inconsistent with these Bylaws.
- 249 b) The President and Executive Committee shall, within six (6) months of installation
250 of new Chapter Officers, conduct a Biennial Chapter Leadership Retreat. This
251 Retreat may serve as a called meeting of the Executive Committee. Participants
252 in the Retreat shall advise the President on:
- 253 i. Member feedback on the Chapter's performance;
 - 254 ii. Concerns and needs of the Sections;
 - 255 iii. Amendments to and methods for meeting the goals and objectives in the

- 256 Chapter Strategic Plan;
- 257 iv. Ideas for the Chapter's annual conference and professional development and
- 258 training programs;
- 259 v. Methods to conserve and spend resources wisely and otherwise meet the
- 260 needs of the Chapter in accordance with the Chapter budget;
- 261 vi. Potential changes to the Chapter Bylaws;
- 262 vii. Any other issues for the good of the Membership, the Sections and the Chapter.
- 263 c) A majority of the Executive Committee shall constitute a quorum for the transaction
- 264 of business at meetings of the Committee.

265 **3. Terms of Office**

- 266 a) The terms of office of all Chapter Officers shall be two years. The terms of office
- 267 shall begin on January 1st of odd-numbered years.
- 268 b) All elected officers shall remain in office until their elected successors are installed.
- 269 c) With the exception of the offices of President and President-Elect, the Executive
- 270 Committee shall, by appointment, fill vacancies in an office occurring between
- 271 elections. Officers so appointed shall hold office for the balance of the current term,
- 272 or until their successors are elected and installed. In the event a Section chair is
- 273 vacated it shall be the responsibility of the Section to appoint a successor to serve
- 274 until the next regular election cycle.
- 275 d) When a vacancy occurs in the office of President-Elect, the Executive Committee
- 276 shall schedule a special election within 90 days. If the vacancy occurs within six
- 277 months of the regular election, no special election shall be held. Nominations and
- 278 arrangements for the special election shall be by majority vote of the Executive
- 279 Committee. If the vacated term of the President-Elect ends before the special
- 280 election determines the successor, the outgoing President will continue in office
- 281 until the successor is elected. In this circumstance, the special election shall be for
- 282 the office of President, and the electee shall take office immediately upon
- 283 certification of the election results.
- 284 e) No Chapter officer shall serve more than two consecutive two-year terms in the
- 285 same elected office, with the exception noted in paragraph f, below. A two-year
- 286 term is any period in which an office is held for more than one year.
- 287 f) Notwithstanding the preceding office vacancy provisions, when a vacancy in the
- 288 office of President occurs, the President-Elect shall immediately be the President
- 289 for the remaining term as well as for the following two-year period when the
- 290 President-Elect would normally have succeeded to the presidency. See paragraph
- 291 d, above, regarding a special election for President-Elect. Any duties of the
- 292 vacated President-Elect position may be assigned at the discretion of the President
- 293 to the Immediate Past President.
- 294 g) Should a duly elected Officer fail to take office, a Special Election must be
- 295 scheduled to occur no later than 90 days after the date the Officer should have
- 296 taken office, pursuant to the procedures established in these Bylaws.

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

302 **4. Removal from Office**

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

309 **ARTICLE VII – DUTIES OF EXECUTIVE COMMITTEE MEMBERS**

310 **1. President**

311 The President shall serve as the head of the Florida Chapter of the American Planning
312 Association and be responsible for representing the Chapter, chairing the Executive
313 Committee, and managing the activities of the Executive Director. The duties of the
314 President shall include:

- 315 a) Calling meetings of the Chapter and the Executive Committee;
- 316 b) Attending and presiding over these meetings;
- 317 c) Creating and, except as otherwise provided in these Bylaws, appointing,
318 discharging, and serving as a nonvoting, ex officio member of all committees;
- 319 d) Executing any contracts authorized by the Executive Committee;
- 320 e) Preparing an annual report of Chapter accomplishments, particularly related to the
321 Strategic Plan and budget, and presenting it to the membership at the Annual
322 Membership Meeting, and inviting comments from the membership on these
323 activities and suggestions for other activities, and following this, ensuring the
324 annual report is published on the Chapter website;
- 325 f) Establishing and discharging any committees as may be necessary unless
326 otherwise provided for in the Bylaws;
- 327 g) Overseeing the administration of the Strategic Plan of the Chapter;
- 328 h) Overseeing the preparation of a draft annual Strategic Plan and draft budget and
329 submitting same to the Executive Committee prior to the Annual Membership
330 Meeting;
- 331 i) Representing the Chapter on the APA Chapter Presidents Council;
- 332 j) Representing the Chapter before the APA and its Board of Directors and staff,
333 unless said President specifically delegates such authority for a particular
334 function(s) to a Member of the Executive Committee; and

335 k) Performing such other duties as are customary to the office.

336 **2. President-Elect**

337 The President-Elect shall provide assistance to the President and Executive Director and
338 fulfill the responsibilities of the President when needed. The duties of the President-Elect
339 shall include:

- 340 a) Overseeing the Chapter's legislative affairs and advocacy program;
- 341 b) Chairing the Legislative Policy Committee and the Legislative Leadership Team,
342 and serving on the Nominating and Financial Planning Committees;
- 343 c) Overseeing the development and the annual update of the Chapter Administrative
344 Procedures and Policy Manual and presenting it to the Executive Committee for
345 action;
- 346 d) Assuming the duties and responsibilities of President at such time as the office
347 becomes prematurely vacant as provided in Article VI (3)(f);
- 348 e) Attending all Executive Committee meetings; and
- 349 f) Carrying out any other duties assigned by the President.

350 **3. Immediate Past President**

351 The Immediate Past President supports and provides continuity to the President's work,
352 serving as a source of information and guidance, as requested. The duties of the
353 Immediate Past President shall include:

- 354 a) Attending all Executive Committee meetings;
- 355 b) Chairing the Nominating Committee and serving on the Financial Planning
356 Committee;
- 357 c) Making recommendations to the President for committee appointments;
- 358 d) Mentoring and being available to provide advice to elected and appointed
359 volunteers;
- 360 e) Identifying, cultivating and recruiting future Chapter leaders; and
- 361 f) Carrying out any other duties assigned by the President.

362 **4. Vice-President for Conference Services (VPCS)**

363 The primary responsibility of the VPCS shall be to organize, supervise, and manage all
364 aspects of the Chapter's annual conference. The duties of the VPCS shall include:

- 365 a) Developing proposals and commitments from among the Sections with eligible
366 venues, an inventory of successive conference locations at least two (2) to three
367 (3) years beyond the current conference year and recommending the venues to
368 the Executive Committee for action;
- 369 b) Serving as Co-Chair on the Conference Committee;
- 370 c) In coordination with the Host Section Conference Chair, VPCM and the VPPD,
371 developing programming for the annual conference that is relevant, timely, and

- 372 varied so as to appeal to the broadest spectrum of the membership;
373 d) In coordination with the Host Section Conference Chair and the Executive Director,
374 developing and implementing a conference fundraising/sponsorship campaign;
375 e) Serving on the Professional Development Committee;
376 f) Attending all Executive Committee meetings; and
377 g) Carrying out any other duties assigned by the President.

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

379 The primary responsibility of the VPMOS shall be to serve the needs of the Membership
380 and engage in Outreach at both the Chapter and Section level. The duties of the VPMOS
381 shall include:

- 382 a) Developing and coordinating activities to increase the number of new members
383 and retain current members;
384 b) Assisting Sections with membership drive functions;
385 c) Preparing marketing materials that promote membership in and awareness of APA
386 Florida;
387 d) Developing activities that promote advertising in APA Florida print and online
388 media;
389 e) Developing and cultivating the relationships with local and state-wide businesses
390 and organizations;
391 f) Developing and engaging in community outreach strategies that are in line with
392 APA Florida's mission and that benefit the community;
393 g) Serving on the Emerging Professionals Group (EPG) Committee;
394 h) Attending all Executive Committee meetings; and
395 i) Carrying out any other duties assigned by the President.

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

397 The VPPD shall be a member of the American Institute of Certified Planners (AICP). The
398 VPPD shall assist members directly and through their Sections in professional
399 development and continuing education activities and shall be the principal liaison for such
400 efforts between the Chapter and the APA. The VPPD shall be the Professional
401 Development Officer (PDO) for the purposes of the APA and AICP. The duties of the
402 VPPD shall include:

- 403 a) Promoting the annual AICP exam process;
404 b) Assisting Sections to improve the relevancy of local exam preparation sessions,
405 as needed;
406 c) Serving on the Conference Committee and ensuring the Chapter's annual
407 conference includes a session on ethics and law;
408 d) Overseeing the development and conduct of other professional development
409 activities, in conjunction with the VPCM;

- 410 e) Serving as the Chapter's liaison to APA on ethics;
- 411 f) Chairing the Chapter's Professional Development Committee;
- 412 g) Coordinating with the AICP Commission and VPCM on relevant AICP exam
- 413 preparation issues;
- 414 h) Attending and participating in the Annual PDO Exchange at the APA National
- 415 Conference;
- 416 i) Attending all Executive Committee meetings; and
- 417 j) Carrying out any other duties assigned by the President.

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

419 The VPSA shall serve as the Chapter liaison to all Sections. The duties of the VPSA shall
420 include:

- 421 a) Reporting on Section activities and concerns at each Executive Committee
- 422 meeting;
- 423 b) Periodically assessing the adequacy of the services provided to the Sections and
- 424 make recommendations for any changes to the Executive Committee;
- 425 c) Implementing the Section Grant Program;
- 426 d) Fostering inter-Section communications;
- 427 e) Chairing the Section Affairs Committee and serving on the Financial Planning
- 428 Committee;
- 429 f) Attending all Executive Committee meetings; and
- 430 g) Carrying out any other duties assigned by the President.

431 **8. Vice-President for Certification Maintenance (VPCM)**

432 The VPCM shall be a member of the American Institute of Certified Planners (AICP). The
433 VPCM shall assist members directly and through their Sections in certification
434 maintenance activities and shall be the principal liaison between the Chapter and the
435 AICP Commission. The duties of the VPCM shall include:

- 436 a) Administering and overseeing the Chapter-related CM activities, including
- 437 submission of conference sessions for CM credits;
- 438 b) Maintaining the Chapter's CM database;
- 439 c) Serving on the Professional Development Committee;
- 440 d) Assisting Section PDO's in submitting professional development activities for CM
- 441 credits;
- 442 e) Training Section PDO's on CM credit submittal requirements;
- 443 f) Serving as a liaison between the Chapter and other organizations/businesses that
- 444 desire to partner with the Chapter to offer professional development activities for
- 445 CM credits;
- 446 g) Assisting the VPPD, as needed, on professional development activities;

- 447 h) Attending all Executive Committee meetings; and
- 448 i) Carrying out other duties as assigned by the President.

449 **9. Vice-President for Communications (VPC)**

450 The primary responsibility of the VPC shall be to ensure a consistent message and
451 delivery in communications at both the Chapter and Section level. The duties of the VPC
452 shall include:

- 453 a) Maintaining up-to-date, user friendly and visually interesting information on the
454 Chapter website to better serve members;
- 455 b) Preparing best practices and templates for content and visual design of the
456 website, social media, newsletters and other communication materials;
- 457 c) Ensuring ongoing communications maintain consistency of message;
- 458 d) Ensuring communications provide regular updates to members regarding Chapter
459 activities;
- 460 e) Coordinating with Chapter Office Communications staff regarding the design,
461 content and frequency of ongoing communications;
- 462 f) Attending all Executive Committee meetings;
- 463 g) Chairing the Editorial Committee; and
- 464 h) Carrying out other duties as assigned by the President.

465 **10. Secretary**

466 The Secretary shall be responsible for official records of the Chapter, assisted by the
467 Executive Director. The duties of the Secretary shall include:

- 468 a) Recording the proceedings of each Executive Committee meeting, and within thirty
469 (30) days thereafter, preparing and submitting the meeting minutes to the
470 Executive Committee for review and approval;
- 471 b) Seeing that the Executive Committee meeting minutes are posted on the Chapter
472 website within thirty (30) days after Executive Committee approval. The minutes
473 may be published once reviewed and approved or reviewed and revised by the
474 Executive Committee. Meeting minutes may be limited to generalized statements
475 of the agenda covered, the actual wording of any motions or resolutions made and
476 the outcome of voting on each, the time each meeting began and ended, and who
477 attended and who was absent;
- 478 c) Recording the official proceedings of the Annual Membership Meeting and other
479 general membership meetings, and submitting minutes to the Executive
480 Committee within thirty (30) days after the meeting for approval;
- 481 d) Seeing that the Annual Membership Meeting and any general membership
482 meeting minutes are posted on the Chapter website within thirty (30) days after
483 Executive Committee approval;
- 484 e) Serving as Chapter Parliamentarian;

- 485 f) Chairing the Chapter Bylaws Committee and serving on the Editorial Committee;
486 and
487 g) Carrying out any other duties assigned by the President.

488 **11. Treasurer**

489 The Treasurer shall be responsible for maintenance of the Chapter financial records. The
490 duties of the Treasurer shall include:

- 491 a) Assisting the President and Executive Director in preparing an annual budget;
492 b) Providing a quarterly financial report, to include a current balance sheet and an
493 income statement reflecting Chapter financial operations;
494 c) Coordinating with the Executive Director on expenditures relating to the strategic
495 operational plan and functions of the Chapter Office on a timely basis;
496 d) Coordinating, with the Executive Director, an inventory of all Chapter property;
497 e) Coordinating, with the Executive Director, the annual independent audit or
498 compilation report of the Chapter's financial records;
499 f) Seeing that the results and summaries of the Chapter's annual independent audit
500 or compilation report are posted on the Chapter website within thirty (30) days after
501 review and approval by the Executive Committee;
502 g) Developing and securing adoption and maintenance of the Chapter's financial
503 procedures manual by the Executive Committee;
504 h) Ensuring that financial documents are available and in order, so as to facilitate the
505 preparation and filing of the Chapter's annual tax statements;
506 i) Chairing the Financial Planning Committee;
507 j) Attending all Executive Committee meetings; and
508 k) Carrying out any other duties assigned by the President.

509 **12. Emerging Planners Group (EPG) Representative**

510 The Chair of the EPG shall serve as the EPG Representative, and full voting member, of
511 the Executive Committee. The EPG Representative shall serve a term of office of two
512 years. The duties of the EPG Representative shall include:

- 513 a) Acting as the liaison between the Chapter, the EPG Committee, and the Chapter's
514 EPG members;
515 b) Coordinating with the Section EPG Ambassadors to facilitate events targeted to
516 new and emerging planning professionals;
517 c) Advising the Executive Committee on upcoming event programs provided by the
518 EPG;
519 d) Working with the Student Representative and other Executive Committee
520 members to increase participation of EPG members at the Chapter and the Section
521 levels;
522 e) Coordinating the EPG events, activities, and interests at the Chapter's Annual

- 523 Conference, including an EPG reception, EPG annual meeting and other activities,
524 as applicable;
- 525 f) Maintaining and updating the content of the EPG page on the Chapter website;
 - 526 g) Maintaining a membership mailing list and confirming eligibility of its members;
 - 527 h) Serving on the Professional Development Committee;
 - 528 i) Overseeing and processing the appointment of EPG officers;
 - 529 j) Attending all Executive Committee meetings; and
 - 530 k) Carrying out any other duties as assigned by the President.

531 **13. Student Representative**

532 The Chapter Executive Committee shall determine the manner of nomination for and
533 selection of a Student Representative. Only student members enrolled in a full-time
534 course of study at a Planning Accreditation Board (PAB) accredited program shall be
535 eligible to serve as Student Representative. The Executive Committee shall select a
536 Student Representative from a different PAB-accredited program within the State on a
537 rotating basis. The Student Representative shall serve a one (1) year term of office. The
538 Student Representative shall have full voting rights on the Executive Committee and shall
539 advise the Committee and the Chapter on the provision of services to students and the
540 evolving nature of the planning profession.

541 In the event a Student Representative ceases to be a full-time student or cannot fulfill the
542 expectations of the position, the Executive Committee shall designate an eligible full-time
543 student from the same institution by the same process as the initial appointment to
544 complete the term of office. Duties of the Student Representative shall include:

- 545 a) Acting as the liaison between the Chapter and the students in the PAB-accredited
546 program;
- 547 b) Coordinating the student-related activities at the Chapter's Annual Conference,
548 including a student reception/meeting and job mart as applicable;
- 549 c) In coordination with the Faculty Liaison and the Chapter office, taking primary
550 responsibility for maintaining and updating the content of the Student Page on the
551 Chapter website;
- 552 d) Serving as student representative on the Legislative Policy and Professional
553 Development Committees;
- 554 e) Attending all Executive Committee meetings; and
- 555 f) Carrying out any other duties assigned by the President.

556 **14. Faculty Liaison**

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

560 position with an institution accredited by the PAB. The Faculty Liaison shall be appointed
561 at the first Executive Committee meeting following the installation of Chapter Officers.

562 If the appointed Faculty Liaison is not able to complete the two-year term or fulfill the
563 expectations of the position as determined by the majority of the Chapter Officers, the
564 remainder of the term shall be filled by a faculty member from the same institution and
565 appointed by the same process as for the initial appointment. The position of Faculty
566 Liaison shall be appointed from among PAB-accredited planning programs in Florida on
567 a rotating basis.

568 The duties of the Faculty Liaison shall include advising the Executive Committee and the
569 Chapter with respect to the following:

- 570 a) Improving communications between practicing planners and academic institutions;
- 571 b) Providing information about planning research activities of interest to the
572 profession;
- 573 c) Assisting with the program and arrangements for the Annual Conference;
- 574 d) Providing assistance with continuing education programs for the profession;
- 575 e) Providing other assistance as needed to coordinate academic and professional
576 interests;
- 577 f) Implementing the student minority scholarship program and the student project
578 award program;
- 579 g) Assisting with the maintenance and updating of appropriate pages on the Chapter
580 website to provide information of interest to students and new professional
581 planners;
- 582 h) Serving on the Professional Development Committee;
- 583 i) Attending all Executive Committee meetings; and
- 584 j) Carrying out any other duties assigned by the President.

585 **15. Section Chairs**

586 Each of the twelve (12) Section Chairs shall be a voting member of the Executive
587 Committee and shall represent the interests of the APA and the Chapter on behalf of the
588 members in their Section.

589 The duties of the Section Chair shall include:

- 590 a) Representing their Section membership at each Executive Committee meeting or
591 send a designee in their place if they are unable to attend the meeting;
- 592 b) Reporting on Section activities and concerns at each Executive Committee
593 meeting;
- 594 c) Serving on Committees as necessary to carry out the duties of the APA and the
595 Chapter;
- 596 d) Attending all Executive Committee meetings; and

597 e) Carrying out any other duties assigned by the President.

598 **ARTICLE VIII – ELECTIONS**

599 **1. Regular Elections**

- 600 a) Only members in good standing with the APA and the Florida Chapter of the APA
601 are eligible to hold Chapter office. The offices of VPPD and VPCM shall also be
602 members of the AICP.
- 603 b) By February 1 of each even-numbered year, the President shall appoint a
604 Nominating Committee consisting of a minimum of five (5) members, including the
605 Immediate Past President, who shall serve as the chair, the President-Elect, and
606 at least two (2) Section Chairs, with a goal to achieve geographic diversity.
- 607 c) Following a call for nominations in the Chapter Newsletter, the Nominating
608 Committee shall submit to the Executive Committee, by no later than May 1 of
609 each even-numbered year, a slate of nominees for Chapter officers for publication
610 to the entire Chapter membership. The Nominating Committee shall submit at least
611 two (2) nominees for each office to be filled, and shall confirm that such nominees
612 have agreed to submission of their names for office.
- 613 d) All Chapter Offices, except that of President, shall be presented to the membership
614 for vote. Upon completion of one (1) full term of office, the President-Elect may
615 succeed to the office of President without further electoral procedure.
- 616 e) Nominations for any office may be made by petition of five (5) percent of the
617 membership or twenty (20) members, whichever is less, provided such petition is
618 submitted to the Nominating Committee within thirty (30) days following the
619 publication of the recommended slate of officers.
- 620 f) Members may vote for any qualified candidate for any vacant office, whether or
621 not they are nominated by the Nominating Committee or by petition.
- 622 g) Ballots submitted to members for election of Chapter officers shall provide space
623 for write-in votes.
- 624 h) Ballots will be submitted to members for election of Chapter officers by APA in
625 accordance with the schedule of national election cycle.
- 626 i) The voting deadline and the procedures for the issuance and return of ballots shall
627 be transmitted with the ballots when the ballots are sent to the membership.
- 628 j) The nominee or write-in candidate for an office who receives the most votes shall
629 be the winner and be elected to that office. In the event of a tie, the Executive
630 Committee, by majority vote, shall choose the person who would best perform the
631 duties of the office from among the highest tied vote-getters and declare a winner
632 for that office.
- 633 k) For a regular election, the name of the person elected to each office shall be
634 published in the Chapter newsletter and on the Chapter website as soon as
635 practical.

636 **2. Special Elections**

637 The provisions in Article VIII (1), Regular Elections, apply to regularly scheduled elections
638 of Chapter Officers in even-numbered years. When vacancies occur in the offices of
639 Chapter Officers, special elections may be required to fill those vacancies. Article VI (3),
640 Terms of Office, describes the circumstances for vacancies for a Chapter officer and
641 when and whether a special election is required. It further provides for expeditious
642 nominations and the intervention of the Executive Committee to facilitate the timely filling
643 of vacant offices. The rules of election for filling vacancies in office by special election
644 supersede the provisions of Article VIII that apply only to regularly scheduled elections in
645 even-numbered years.

646 **3. Teller Committee**

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

651 **ARTICLE IX – COMMITTEES**

652 The President may appoint committees to address matters of Chapter concern. In
653 addition to the Executive Committee, there shall be other standing committees of the
654 Chapter. The President shall appoint members to standing committees within 60 days of
655 assuming office. Standing Committee members shall be APA members in good standing.
656 A quorum for committee business shall be a majority of the members of that committee.
657 Appointments to each Committee shall be made with a goal of achieving geographic
658 diversity from across the State.

659 **1. Nominating Committee**

660 Function outlined in Article VIII.

661 **2. Bylaws Committee**

- 662 a) The Bylaws Committee shall be chaired by the Chapter Secretary, and shall
663 contain a minimum of five (5) Chapter members from across the state, who maybe
664 appointed by the President.
- 665 b) By May 1 of each odd-numbered year, the Committee shall present the Executive
666 Committee with recommendations, if any, for changes in the Bylaws.
- 667 c) The Committee may report or offer other recommendations to the Executive
668 Committee on a more frequent basis as the needs of the Chapter warrant.
669 Members of the Chapter may submit ideas and proposals to the Committee at any
670 time.
- 671 d) The Bylaws Committee shall review Section Bylaws for consistency with the
672 Chapter Bylaws.

673 **3. Conference Committee**

- 674 a) The Conference Committee shall consist of the Vice President for Conference
675 Services, the Vice President for Professional Development, the Chair of the host
676 Section Conference Committee, the previous-year's Host Conference Committee
677 Chair, the Executive Director, and other members as may be appointed by the
678 President.
- 679 b) The Chair of the Section or designee hosting the conference and the Vice
680 President for Conference Services shall be the Conference Co-Chairs.
- 681 c) The Section host committee, the Chapter office, and the Conference Committee
682 shall plan and prepare the annual conference.

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

- 684 a) The Committee shall consist of the President-Elect, who serves as the LPC Chair,
685 a representative selected by each Section Chair, at least twelve at-large members
686 adequately representing the range of interests reflective of the Membership, and
687 the Student Representative. The President shall appoint the members-at-large, in
688 consultation with the President-Elect.
- 689 b) The Committee shall convene on a periodic basis to prepare legislative priorities
690 for action by the Executive Committee and, as needed, by the Chapter
691 membership.
- 692 c) The Committee shall serve to assist the Chapter in implementation of its legislative
693 priorities.

694 **5. Legislative Leadership Team**

- 695 a) The Legislative Leadership Team shall consist of the President-Elect, who serves
696 as the committee chair, the President, Legislative Representative, Executive
697 Director, and an LPC expert on the subject matter.
- 698 b) The purpose of the Legislative Leadership Team shall be to provide guidance to
699 the Executive Director and the Legislative Representative on matters pertaining to
700 proposed legislation, the Chapters legislative platform and position on said
701 legislation, where a quick response is necessary or has been requested from a
702 legislative representative.
- 703 c) The Legislative Leadership Team shall convene on an as needed basis,
704 particularly during the legislative session, to discuss and respond to legislative
705 items, questions, and proposed bills when immediate direction is needed.

706 **6. Professional Development Committee**

- 707 a) The Committee shall consist of the Vice-President of Professional Development,
708 who shall serve as committee chair, Vice-President for Conference Services, EPG
709 Chair, Faculty Liaison, Vice-President for Certification Maintenance, Section
710 Professional Development Officers, four at-large members adequately
711 representing the range of interests reflective of the Membership, and the Student
712 Representative. The President shall appoint the members-at-large, in consultation

- 713 with the VPPD.
- 714 b) The Committee shall convene on a periodic basis but, prior to the Executive
715 Committee meetings to assist in the provision of professional development
716 opportunities and to assist in AICP Exam Preparation activities.
- 717 c) The Committee shall serve to assist the Chapter in development and
718 implementation of its professional development opportunities, including AICP
719 exam prep courses.

720 **7. Emerging Planners Group (EPG)**

721 The purpose of APA Florida's EPG is to add value to APA membership for emerging
722 planners and tap into the energy, enthusiasm, and fresh ideas of emerging planners and
723 professionals to further the goals of the Chapter.

- 724 a) The EPG committee will engage in the following activities to create opportunities
725 for emerging planners' involvement at the national, chapter, and section level:
- 726 i. Connecting emerging planners with more experienced planners for mentorship;
727 and
- 728 ii. Fostering social and professional relationships with peers and experienced
729 planning professionals through career building programs, social events, and
730 mentoring opportunities.
- 731 b) The EPG will be led by a Committee consisting of a Chair, Co-Chair, EPG
732 Secretary, EPG Treasurer, and Student Representative, and supported by Section
733 Ambassadors. The Vice President of Membership and Outreach Services shall
734 also be a member. The EPG Committee will meet quarterly. The Chair shall serve
735 as the EPG Representative on the Executive Committee.
- 736 c) The committee shall plan and prepare an annual work plan, budget, and other
737 corresponding activities that further the professional interests of the Chapter's EPG
738 membership in accordance with the mission of APA and the Chapter. The
739 documents shall be submitted to the Executive Committee for final approval.
- 740 d) All members of APA Florida are automatically EPG members so long as they meet
741 one of the following EPG criteria: 1) have fewer than 5 years of "experience" in the
742 field, or 2) be a student currently enrolled in a planning or planning-related
743 program. The EPG Committee shall maintain a membership list and be responsible
744 for confirming eligibility of its members.
- 745 e) The EPG Committee shall conduct an Annual Meeting for its membership in each
746 calendar year and shall determine the meeting location. The EPG Secretary shall
747 notify the membership of the place, date and time of the Annual Meeting in a notice
748 or publication of the EPG, or by another means of communication, such as the
749 EPG website, email, and/or mail to each member at least one (1) month before the
750 meeting.
- 751 f) The terms for the EPG Chair, Vice Chair, Secretary, and Treasurer shall be two
752 (2) years. The terms of the EPG Committee members shall be on the same cycle

753 as the Chapter Officers. At the end of the term of an EPG Committee member,
754 the EPG Committee member shall remain on the EPG Committee until a new
755 person is appointed to the position. The EPG Committee shall solicit from
756 members a list of candidates every even year for EPG Chair, and forward this list
757 to the Chapter President by September 1 for final selection by the final Executive
758 Committee meeting of the year. The incoming EPG Chair shall then appoint a Vice
759 Chair, Secretary, and Treasurer to commence their terms at the beginning of every
760 odd year. The terms for Section Ambassadors shall be defined by each respective
761 Section's bylaws.

762 **8. Editorial Committee**

- 763 a) The Editorial Committee shall consist of the Vice-President for Communications,
764 who shall serve as the committee Chair, the Secretary, and other members
765 appointed by the President with a goal to achieve geographic diversity.
- 766 b) The Committee shall establish the newsletter themes and articles and coordinate
767 with authors regarding the provision of articles.

768 **9. Section Affairs Committee**

- 769 a) The Committee shall consist of the Vice-President for Section Affairs, who shall
770 serve as the committee chair, and Section Chairs.
- 771 b) The Committee shall meet on a regular basis to address Section support services
772 and shall serve to assist the Chapter in developing and providing these services.

773 **10. Financial Planning Committee**

- 774 a) The Committee shall consist of the Treasurer, who shall serve as the committee
775 chair, President-Elect; Immediate Past President; Vice-President for Section
776 Affairs; and up to three (3) other members appointed by the President.
- 777 b) The Committee shall annually review the Budget and its correlation to the
778 Chapter's Strategic Plan to determine whether the targets are being achieved.
- 779 c) The Committee shall identify and recommend programs for ensuring the
780 organization's financial health for long-term existence and viability. The Committee
781 may consider such programs as a foundation, endowment, or other financial
782 management mechanism to ensure sustainability of the organization.
- 783 d) The Committee shall make recommendations to the Executive Committee on
784 financial matters.

785 **11. Teller Committee**

786 Function outlined in Article VIII (3).

787 **12. Ad Hoc Committees**

- 788 a) The President may create ad hoc committees to accomplish specific tasks
789 identified by the President.
- 790 b) An ad hoc committee shall consist of a committee chair, an officer and at least
791 three (3) additional members. Ad hoc committees may include non-APA members

- 792 with technical expertise or experience for the task.
- 793 c) All ad hoc committees shall dissolve at the discretion of the President or at the
- 794 expiration of the President's term.

795 **ARTICLE X – MEMBERSHIP MEETINGS**

796 **1. Meetings and Procedures**

797 At meetings of the membership, parliamentary procedures shall be governed by the

798 current edition of Robert's Rules of Order, unless otherwise amended by these Bylaws.

799 **2. Annual Membership Meeting**

800 The Chapter shall hold the Annual Membership Meeting of the general membership at

801 the annual conference of the Chapter. The meeting shall be held at a time and date

802 announced to all members in the preliminary conference program and published in the

803 Chapter newsletter and on the Chapter website. The agenda and means for voting by

804 mail or by proxy at the Annual Membership Meeting shall be published thirty (30) days

805 before the meeting in the Chapter newsletter and on the Chapter website. Supporting

806 documentation will be, at a minimum, noticed and summarized in the newsletter, and

807 posted in full on the Chapter's website. Action for the good of the membership and

808 consistent with these Bylaws may be taken at the Annual Membership Meeting, based on

809 approval by a majority vote of Chapter members voting. Items voted on at the Annual

810 Membership Meeting, either by mail or by proxy, are valid only for the exact language

811 contained in the mailed ballots or proxy statements. Alteration of language resulting from

812 amendments, made and duly passed during the Annual Membership Meeting, shall

813 negate the validity of mailed ballots or proxy statements on that amended item. A report

814 of the outcome of the vote shall be filed by the Secretary with the President and shall be

815 published in the next Chapter newsletter and posted on the Chapter website.

816 **3. Called Meetings**

- 817 a) The Executive Committee may call additional meetings of the general membership
- 818 as needed upon majority vote of the Executive Committee.
- 819 b) Notice of any such called meeting shall be provided by e-mail to all members or in
- 820 the Chapter newsletter and on the Chapter website at least thirty (30) days prior to
- 821 such meeting.
- 822 c) Action for the good of the membership and consistent with these Bylaws may be
- 823 taken at called meetings.

824 **ARTICLE XI – FINANCIAL MANAGEMENT**

825 **1. Budget and Strategic Operating Plan**

- 826 a) The fiscal year shall be the same as the calendar year, from January 1st through
- 827 December 31.
- 828 b) The President shall oversee the preparation of the biennial Strategic Plan, which

829 sets forth the general strategies the Chapter will pursue in achieving its goals for
830 the year and is directly related to the budget. The draft Strategic Plan shall be
831 submitted to the Executive Committee for its consideration and recommendation
832 prior to the Annual Membership Meeting.

833 c) The President and Executive Director, with the assistance of the Treasurer and
834 Financial Planning Committee, shall prepare the annual budget. The draft annual
835 budget shall be submitted to the Executive Committee for its consideration and
836 recommendation prior to the Annual Membership Meeting.

837 d) The Strategic Plan and budget shall be noticed and summarized in the Chapter
838 Newsletter and posted in full on the website prior to the Annual Membership
839 Meeting. The Strategic Plan and budget shall be presented to the membership at
840 the Annual Membership Meeting for approval.

841 e) The Strategic Operational Plan and budget as adopted pursuant to these Bylaws
842 shall serve as the basis for the financial management of the Chapter and may be
843 amended from time to time by majority vote of the Executive Committee.
844 Amendments to the budget will be posted to the Chapter website.

845 **2. Chapter Financial Management**

846 a) For the purpose of ensuring fiscal responsibility, the Executive Committee shall
847 adopt a financial procedures manual prescribing the duties, budget formats,
848 timetables, standards and procedures for managing the Chapter's finances.

849 b) The Executive Committee shall assure that an annual independent audit is
850 conducted for even-numbered fiscal years and an independent compilation is
851 conducted in odd-numbered years. A summary of the audit or compilation shall be
852 posted on the Chapter website within thirty (30) days of approval by the Executive
853 Committee. The audit or compilation summary will be published online and made
854 available to the membership via mail (by request) and at the Annual Membership
855 Meeting. The availability to view or obtain a copy shall be posted online and noted
856 in the next edition of the Chapter Newsletter.

857 c) Chapter accounts shall at all times be open to inspection by the membership, and
858 requests for record inspection shall be coordinated through the Treasurer.

859 **3. Financial Reports**

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

863 **4. Section Funds**

864 a) The Chapter shall be responsible for the bookkeeping and accounting
865 responsibilities associated with Section funds. Each Section will be treated as a
866 separate class in the Chapter financial statements. Each section's treasurer shall
867 also monitor the availability of the respective section funds, expenditures, and
868 revenues for the section.

869 b) The Chapter shall submit to each section at least once per quarter a financial report
870 showing expenditure and revenue activity no later than thirty (30) days after the
871 end of each quarterly reporting period.

872 **5. Dissolution of Florida Chapter**

873 In the event of dissolution, the residual assets of the organization will be turned over to
874 APA, which is itself exempt as an organization described in sections 501(c)(3) and
875 170(c)(2) of the Internal Revenue Code of 1954, as amended, or corresponding sections
876 of any prior or future law, or to the Federal, State, or local government for exclusive public
877 purpose.

878 **ARTICLE XII – CHAPTER BYLAWS**

879 **1. General**

880 Bylaws represent the basic governing document of the Chapter, articulating how the
881 membership and its officers interact, the assignment of duties and responsibilities,
882 specification of policies and procedures, and how the Chapter governs itself as an
883 organization.

884 **2. Bylaw Amendments**

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

888 a) The Chapter may amend these Bylaws in whole or in part by a majority vote of
889 those members returning ballots provided that the amendments were published by
890 the Chapter at least one (1) month prior to the ballots being made available as
891 described below.

892 b) The Bylaws Committee shall ensure that a ballot is transmitted via USPS or online
893 voting service to all members eligible to vote in regular elections no sooner than
894 one (1) month after the proposed bylaw amendments have been published.

895 c) The voting deadline and the procedures for the issuance and return of ballots shall
896 be promulgated by the Executive Committee and shall be transmitted with the
897 ballots when the ballots are sent to the membership. Ballots shall be tabulated
898 and/or verified by a teller committee as provided for in Article VIII (3).

899 d) Chapter Bylaws shall be consistent with APA Bylaws and cannot bind APA or its
900 officers in any respect if ever these bylaws are found to be inconsistent.

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

905 f) Proposed Bylaw amendments shall be submitted to the Executive Director of APA
906 for a determination of consistency with APA's Bylaws prior to adoption by the

- 907 Chapter.
- 908 g) A copy of these Bylaws and all subsequent amendments shall be filed by the
909 President with the Executive Director of APA within thirty (30) days after adoption
910 by the Chapter.
- 911 h) The Chapter Bylaws shall be published and maintained on the Chapter website.
912 The Secretary shall ensure that amendments to these Bylaws are published on the
913 Chapter website within ninety (90) days of membership approval.

914 **3. Bylaws Amendment Sponsor**

- 915 a) Each proposed Chapter Bylaws amendment shall have a primary “Sponsor” listed
916 as the individual who may be contacted for questions about the proposed
917 amendment. The Executive Committee may be listed as the Sponsor.
- 918 b) A Bylaws petition may be withdrawn by the Sponsor at any time prior to the time
919 the proposed Bylaws amendment ballot is sent to the printers or emailed to the
920 members for a vote. In the event the Sponsor withdraws the amendment(s), the
921 Sponsor shall notify, in writing, all members who signed the petition supporting the
922 proposed Bylaws amendment, with a copy to the Chapter office.

923 **ARTICLE XIII – EXECUTIVE DIRECTOR**

924 The Chapter may hire or contract with an Executive Director to manage the affairs of the
925 Chapter. The Executive Director serves at the pleasure and direction of the Executive
926 Committee, in accordance with these Bylaws, and any contractual documents approved
927 by the Executive Committee. The duties of the Executive Director shall include:

- 928 1. Managing Chapter office staff, maintaining the Chapter office, providing for
929 consistency in operations, and working to ensure the Chapter’s continued fiscal
930 viability;
- 931 2. Assisting with the preparation, review and amendment of all operational manuals,
932 plans and work programs, and assuring the implementation thereof;
- 933 3. Overseeing the receipt and disbursement of funds consistent with the adopted
934 Chapter budget;
- 935 4. Assisting the President and Treasurer in all matters related to the financial
936 management of the Chapter;
- 937 5. Providing support to the President, the Executive Committee and all other committees,
938 and to the Membership;
- 939 6. Providing logistical and contractual support for the Annual Conference and Public
940 Policy Conference as well as to the Chapter’s committees, as the need arises;
- 941 7. Providing membership and support services to meet the professional and educational
942 needs of the Membership;
- 943 8. Carrying out other duties as assigned by the President or a majority vote of the
944 Executive Committee, or as specified in the Executive Director’s contract or

945 employment agreement.

946 **ARTICLE XIV – LEGISLATIVE REPRESENTATIVE**

947 The Chapter may hire or contract with a Legislative Representative to coordinate with the
948 Florida Legislature or other elected bodies on issues pertaining to the planning profession
949 and the Chapter's adopted legislative platform and positions. The Legislative
950 Representative serves at the direction of the Executive Committee, in accordance with
951 these Bylaws and any contractual documents approved by the Executive Committee. The
952 duties of the Legislative Representative shall include:

- 953 1. Representing the Chapter and its position on various pieces of legislation to various
954 elected officials;
- 955 2. Keeping the Legislative Leadership Team and the Legislative Policy Committee
956 informed of proposed legislation dealing with the planning profession, the status of
957 said legislation, and any requests for APA Florida's position on such legislation;
- 958 3. Assisting the President-Elect and Legislative Policy Committee in matters related to
959 proposed legislation that has an effect on planning in the State of Florida;
- 960 4. Providing support to the President, the Executive Committee and all other
961 Committees, and to the Membership in matters pertaining to proposed legislation;
- 962 5. Providing updates to the Executive Committee, and other committees at regularly
963 scheduled meetings;
- 964 6. Carrying out other duties as assigned by the President or a majority vote of the
965 Executive Committee or as specified in the Legislative Representatives contract or
966 employment agreement.

967 **ARTICLE XV – OTHER STAFF**

968 The Chapter may hire or contract with other staff, or direct the Executive Director to do
969 so on their behalf, as appropriate to support the activities and goals of the Chapter. Such
970 staff serve at the direction of the Executive Committee, or the Executive Director as
971 delegated, in accordance with these Bylaws and any executed contractual documents.
972 The duties of such staff shall include, but are not limited to:

- 973 1. Bookkeeping and accounting services;
- 974 2. Newsletter publication and editing services;
- 975 3. Website hosting, maintenance or other graphic design services;
- 976 4. Communication services; and
- 977 5. Other services as may be directed by the Executive Director or as specified in the
978 personnel's employment contract or agreement.

NOTE: Approved by APA Florida Members October 2019.