

AMERICAN PLANNING ASSOCIATION

**CENTRAL COAST SECTION
CALIFORNIA CHAPTER**

BYLAWS

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Amended: June 7, 1996
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Amended: July 22, 2009
Amended: February 28, 2013
Amended: October 15, 2014
Amended: February 2017



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ARTICLE I: NAME AND AREA SERVED

This organization shall be known as the Central Coast Section of the California Chapter of the American Planning Association. The area served by the Section shall encompass Santa Barbara, San Luis Obispo and Ventura Counties. The Section shall be a not-for-profit entity under the auspices of the California Chapter.

ARTICLE II: PURPOSES

2.1 Statement of Purposes

The purpose of this organization is to carry out the objectives of the American Planning Association and the following Section goals to:

- (a) Provide local expression of Association purposes and objectives;
- (b) Provide maximum membership awareness and involvement in Association, Chapter, and Section affairs;
- (c) Communicate and exchange information among those interested in planning and related activities;
- (d) Provide a forum for the discussion of issues and pending legislation vital to the planning process;
- (e) Promote solutions to local urban and regional problems through a legislative agenda;
- (f) Increase the public's awareness of the importance of planning;
- (g) Maintain a liaison with other planning related organizations;
- (h) Promote the highest standards of professional planning;
- (i) Offer an educational resource to Section members; and
- (j) Provide adequate financial resources to support Section goals.

ARTICLE III: MEMBERSHIP

California Chapter members whose address of record, as provided by the members to the national or state chapter offices, is located in Santa Barbara, San Luis Obispo and Ventura Counties shall automatically be members of this Section.

ARTICLE IV: EXECUTIVE BOARD AND COMMITTEES

4.1 Executive Board-Duties

The Section Executive Board shall:

- (a) Establish policies, formulate programs and provide guidance in carrying out the Section's purposes;
- (b) Adopt an annual budget;
- (c) Authorize appointment of members and staff needed to carry out the Section's affairs;
- (d) Receive and consider resolutions, petitions and recommendations from Section members;
- (e) Conduct the Section's annual awards program;
- (f) Demonstrate active involvement through the following expected participation for all Section Executive Board positions:
 - Attend in-person meetings or retreats of the Section Board;
 - Participate in monthly Section Board conference calls;
 - Attend the annual awards event to represent the Section Board, engage with membership, promote Section Executive Board role, and assist in succession planning for future Section Executive Board candidates;
 - Contribute to Section monthly informational eBlasts or newsletters as feasible;
 - Partner with other Section Board members to create and implement events and professional development opportunities for the Section membership;
 - Provide training and support to new Section Board members; and
- (g) Perform any other duties necessary to carry out the Section's purposes.
- (h) Establish and maintain a high-quality Section website with appropriate functionalities to efficiently communicate with members and the public.

4.2 Executive Board-Members

The Executive Board shall consist of the following elected officers.

4.2.1 Elected Officers

The elected officers of the Section shall be:

- (a) Section Director;
- (b) Section Director-Elect & Immediate Past Section Director;
- (c) Subsection Director - Santa Barbara County;
- (d) Subsection Director - San Luis Obispo County;
- (e) Subsection Director - Ventura County;
- (f) Professional Development Officer;
- (g) Finance Officer;
- (h) Finance Officer-Elect;
- (i) Public Information Officer;
- (j) Legislative Officer;
- (k) Membership Inclusion Officer;
- (l) Awards and Events Officer;
- (m) Young Planners Group Officer – Santa Barbara County;
- (n) Young Planners Group Officer – San Luis Obispo County;
- (o) Young Planners Group Officer – Ventura County, and
- (p) Webmaster

4.2.2 Appointed Officers

In a timely manner following the certification of annual election results, the

Section Director, with the advice and consent of the Executive Board, may appoint the following officers necessary to carry out the Board's purposes and objectives. These may include, but not be limited to: Student Representative(s), Newsletter Editor, Planning Commission Representative, Assistant Website Administrator and Award Committee Members.

4.2.3 Voting Members

Voting members of the Executive Board shall consist of all elected officers. For purposes of these Bylaws, the Immediate Past Section Director, Section Director-Elect and Finance Officer-Elect shall be fully vested members of the Section Executive Board and shall also have voting power. If one person holds more than one position or office at one time, that person shall never have more than one vote.

4.2.4 Term of Office

Executive Board Members - The term of office of all elected and appointed Board members, shall be for two years except for Director-Elect, Immediate Past Section Director and Finance Officer-Elect, whose terms shall be one year. All Chapter Officers shall take office on January 1 of the year following their election.

Section Director - The Section Director shall serve a four-year term commencing January 1 of odd years, as follows: the Section Director shall serve the first year of the term as Director-Elect, the next two years of the term as acting Section Director, and the final year of the term as Past Section Director. As Director-Elect and Past Section Director, the Section Director's term shall overlap one year each with that of the previous and next elected Section Director in accord with the following timeline:

Odd years: January 1, every two years - New term begins as Director-Elect for one year.

Even Years: January 1, every two years - Director-Elect begins new term as Acting Section Director. Prior Acting Section Director term ends and term as Past Section Director begins.

The election of the new Section Director shall fall one year into the term of the acting Section Director.

Subsection Directors, Membership Inclusion Officer and Legislative Officer - The Subsection Directors, Membership Inclusion Officer and Legislative Officer shall serve a two-year term commencing January 1 of even years.

Professional Development Officer, Finance Officer, Public Information Officer, Webmaster, Award and Events Officer and Young Planners Group Officers - The

Professional Development Officer, Finance Officer, Public Information Officer, Awards and Events Officer and Young Planners Group Officers shall serve a two-year term commencing January 1 of odd years.

Finance Officer – The Finance Officer shall serve a three-year term commencing January 1 of odd years. The Finance Officer shall serve the first one year of the term as Finance Officer–Elect and final two years of the term as Acting Finance Officer. The Acting Finance Officer’s second year of term shall overlap one year with the new Finance Officer-Elect. The election of the new Finance Officer shall fall one year into the term of the acting Finance Officer.

4.2.5 Elections

Elections Committee - An Elections Committee, consisting of the Immediate Past Section Director and no less than two (2) other Executive Board members, shall be appointed by the Section Director at the summer in-person Section Board meeting, no later than July 1 of each year. The Committee shall be responsible for nominations, the conduct and tally of annual elections. Elections shall take place prior to December 1 of each year.

Balloting - Section elections shall be conducted by secret ballot sent not less than twenty (20) days prior to the date specified for its return.

Election Results - The candidate for each office receiving the largest number of qualified votes shall be declared elected, the outcome published and all candidates notified in writing within 45 days. Prior to notification, the Executive Board shall certify all election results as complete and accurate by majority vote.

4.3 Officer Attendance. Vacancy and Removal

4.3.1 Attendance

In the event that any officer of the Section Board misses more than three (3) regularly scheduled board meetings without prior consent of the Section Director, the Director shall send a letter to the absent officer documenting these absences and the provisions of this Bylaws section concerning performance, vacancy and removal.

4.3.2 Vacancy

In the event that an office is vacated by the holder due to relocation, extended illness, absence, death or inability to perform the duties prescribed in these Bylaws, the Section Director may, with the advice and consent of the Board, appoint a Section member to fill the vacancy for the length of the unexpired term.

4.3.3 Removal

Any Officer of the Section Board may be removed from office for non-performance upon a motion adopted by a two-thirds (2/3) vote of the Executive Board. A motion will required which includes:

- (a) Grounds for Removal - The grounds for removal based on non-performance must be submitted to the Board and these may include: non-attendance at Board or committee meetings, failure to execute adopted programs, incurring legal liability for the Section based on dilatory performance of duties or other criteria that may be added to this subsection.
- (b) Process - Due process will require at least two consecutive board meetings to conclude a motion, the first for the making of the motion and submission of grounds; and the second to consider submission of the response by the Officer so charged with the Board then sustaining or denying the motion.

4.4 Duties of Section Officers and Section Executive Board

4.4.1 Section Director

The duties of the Section Director shall be to:

- (a) Provide general administrative leadership for the Section by coordinating and directing the Board's activities and programs;
- (b) Represent and regularly report on Section concerns, issues and activities to the California Chapter Board at Chapter Board in-person meetings, conference calls or other modes of communication;
- (c) Represent and promote Section and Chapter concerns before the Chapter President's Council at National Conferences and at other forums;
- (d) Maintain a liaison with other Chapter Section Directors, especially those of adjacent sections at Chapter Board in-person meetings, conference calls or other modes of communication;
- (e) Represent the Section in formal correspondence, transmittals and representation at public events;
- (f) Appoint, with the advice and consent of the Executive Board, officers and committees as deemed necessary to carry out the Section's purposes and objectives;
- (g) Communicate Chapter concerns to the Section Board and Section Membership and to facilitate communication from the Section Membership to the Executive Board and the Chapter;

- (h) Initiate and maintain, with assistance from the Board, contacts and joint programs with allied professional groups;
- (i) Represent the Section Board and Membership in formal correspondence, transmittals and engagement at public events;
- (j) Monitor planning and related activities and communicate these to the Executive Board;
- (k) Convene the Budget Committee for Retreat Meeting preparation;
- (l) Monitor and coordinate the responsibilities of the Finance Officer and the Public Information Officer;
- (m) Posses sole responsibility within the Section for entering into contracts with private parties that are binding on the Section; and
- (n) Attend and assist the Awards and Events Officer during the annual Section Awards Event.

As Director-Elect, the duties of the Section Director shall be to:

- (a) Serve as a voting member on the Executive Board;
- (b) Act as Section Director Pro Tempore;
- (c) Learn from the Section Director the oversight function for Section administration, budget, contracts and State Board role;
- (d) Attend the Chapter Board Retreat with the Section Director;
- (e) Chair the even year Elections Committee;
- (f) Act as liaison to local universities and colleges and assist Student Representatives;
- (g) Advise the California Planning Foundation Board on distribution of the Section Scholarships and coordinate activities between the Section and the California Planning Foundation Board, including organization of the yearly Section Challenge at the State Conference; and
- (h) Oversee special projects as identified by the Section Director.

The duties of the Immediate Past Section Director shall be to:

- (a) Serve as a voting member on the Executive Board;
- (b) Chair the odd-year Elections Committee;
- (c) Act as liaison to local universities and colleges and assist Student Representatives;
- (d) Advise the California Planning Foundation Board on distribution of the Section Scholarships and coordinate activities between the Section and the California Planning Foundation Board, including organization of the yearly Section Challenge at the State Conference;
- (e) Participate in Chapter Board activities, as requested by the Director; and
- (f) Perform other duties as assigned by the Section Director.
- (g) Recommended Characteristics for the Section Director Position:
 - Availability to travel for Chapter Board meetings such as the Annual Retreat and State Conference;
 - Willingness to participate in Chapter Board requests and committee work;
 - Ability to serve as host and emcee at the Section Awards Event with the Awards and Events Officer; and
 - Ability to mentor and support Section Board Members as needed.

4.4.2 Subsection Directors (Santa Barbara, San Luis Obispo, Ventura Counties)

The duties of the Subsection Directors shall be to:

- (a) Represent the respective geographic areas of Santa Barbara, San Luis Obispo and Ventura Counties on the Section Board;
- (b) Promote APA membership on a county-wide level to prospective members, make initial contact, welcome new members and transferees, help resolve membership problems, and seek to retain members;
- (c) Coordinate with local agency planning directors and principals of local planning firms, promote the values of APA and solicit for local participation in Section Board roles, activities and events;
- (d) Develop county-wide programs to recruit professional planners, planning students and faculty, lay planners, planning and related commissioners, citizen activists and members of the general public interested in communities and planning;
- (e) Develop task teams and oversee events, activities and programs with the

Board's approval such as Annual Subsection Holiday Mixers and Subsection Planning Academy;

- (f) Work with the Public Information Officer to provide information and notification of Subsection events and activities to non-members through the media, to stimulate attendance and awareness concerning the Section's activities, and to assist with documentation of event attendance;
- (g) Assist the Public Information Officer in maintaining the membership roster;
- (h) Work with Professional Development Officer to host development seminars and symposiums; and
- (i) Coordinate with the Membership Inclusion Officer and Young Planners Group Officer(s) to host social and professional development events benefitting diversity in membership and young professionals.

4.4.3 Professional Development Officer

The duties of the Professional Development Officer shall be to:

- (a) Promote membership in AICP and assist other Board officers in promotion of student and planning official membership in APA;
- (b) Develop and maintain working relationships with the Chapter Vice President for Professional Development and participate in Chapter Professional Development Officer activities;
- (c) Coordinate the Section's AICP continuing education program under the guidelines established by the Chapter;
- (d) Arrange and coordinate counseling of members preparing to take the AICP examination;
- (e) Lead AICP exam prep workshops;
- (f) Communicate with members who are at risk of losing AICP status due to lack of AICP certification maintenance credits;
- (g) Apply for AICP certification maintenance credits for professional development events in the Section;
- (h) Maintain log of certification maintenance events, attendance, and evaluations for all professional development sessions provided by the section;

- (i) Assist the Director-Elect/Immediate Past Section Director to develop and promote mentor and scholarship programs which promote the interests of planning students;
- (j) Share Chapter news, information, and professional development opportunities with section membership;
- (k) Assist other Section Board members with organization of professional development events;
- (l) Assist Director-Elect/Immediate Past Sector Director to recruit, make recommendations for and maintain liaison with student representatives from organized planning curriculums in the Section and to report to the Section Board where appropriate;
- (m) Assist Director-Elect/Immediate Past Sector Director to advise the California Planning Foundation Board on distribution of the Section Scholarships and coordinate activities between the Section and the California Planning Foundation Board, including organization of the yearly Section Challenge at the State Conference; and
- (n) Monitor and coordinate planning school accreditation and recognition processes when sought by local planning schools in the Section.

4.4.4 Finance Officer

The duties of the Finance Officer shall be to:

- (a) Prepare the draft annual Section budget in late fall for review and adoption by the Section Board, in consultation with Director and Subsection Directors. Budget adoption is expected at the annual Board Retreat. Coordinate with the Financial Consultant to transmit the adopted budget to the Chapter Board, using financial software as directed by the Chapter Board;
- (b) Oversee the Financial Consultant responsible for accurate and timely production of Section quarterly financial reports to the Chapter Board;
- (c) Collect all expense forms, invoices and receipt records, including electronic records and ensure timely payments to Section Board members, vendors, domain name and website service, checking account and investment account;
- (d) Disburse Section funds when consistent with the adopted Budget within 48 hours of receipt of Section Expense Claim forms;

- (e) Deposit funds from programs and events within 72 hours of receipt of funds;
- (f) Track all income and expenses in a "Periodic Status Report on the Budget" by budget program and line item;
- (g) Maintain Section financial records and distribute "Periodic Status Report on the Budget" prior to monthly Section Board meetings and conference calls where feasible;
- (h) Coordinate cashiering at programs and events as needed;
- (i) Coordinate payment collection for Section newsletter advertisers as needed;
- (j) Securely manage the Board financial portfolio;
- (k) Make recommendations to the Board when appropriate concerning management of the Section's investments in accordance with the adopted policies of the Executive Board;
- (l) Function as custodian of all Board financial records in both electronic archive and hard copy files until transfer to the next Finance Officer; and
- (m) Train the Finance Officer-Elect in tasks and functions; transfer all security access; and update required financial institution signatures in January upon commencement of new two-year Finance Officer position.

Finance Officer-Elect

The duties of the Finance Officer-Elect shall be to:

- (a) Shadow the Finance Officer in roles and functions throughout the year in preparation for the Acting Finance Officer position;
- (b) Complete tasks as assigned by the Finance Officer;
- (c) In December, prepare for January transition of all security access and financial institution signatures with the Finance Officer; and
- (d) Assume responsibility for 4th quarter finance reports with Financial Consultant, under direction of the Finance Officer.
- (e) Recommended Characteristics for the Finance Officer Position:
 - Familiarity formulating and tracking budgets;
 - Familiarity with the State Chapter Budget and State Financial Policies;

- Ability to use spreadsheets and other tools to track income and expenses;
- Ability to perform basic accounting skills and learn the accounting software and processes of the Board;
- Ability to work with both electronic and hard copy files; and
- Ability to work with financial consultant by phone and email.

4.4.5 Public Information Officer/Section Board Secretary

The duties of the Public Information Officer shall be to:

External Communication

- (a) Supervise the Newsletter Editor to ensure that the Section membership is informed of the activities of the Section;
- (b) Maintain membership roster and Section newsletter mailing list;
- (c) Establish and nurture relationships between the Section and the media;
- (d) Coordinate with the Section Director and Board members to provide information and notification of Section events and activities to members and nonmembers through the Section website, newsletter, eBlasts, and media to stimulate event attendance and increase membership and awareness concerning the Section's activities;
- (e) Maintain liaison with non-member organizations and individuals;
- (f) Develop relationships and joint-programs with other professional and public groups;
- (g) Maintain the Section website and coordinate with the appointed Website Administrator who shall report to the Public Information Officer;
- (h) Oversee the Administrative Consultant who shall report to the Public Information Officer. Terms of contracting and retention of the Administrative Consultant shall be conducted in coordination with the Section Director; and

Internal Communication

- (i) Prepare monthly minutes of Section Board Meetings and post within 2weeks of past meetings;
- (j) Maintain Section records and correspondence files;
- (k) Participate in the Elections Committee and oversee the publication of an annual call for candidates for open Board positions in coordination with the Section Director, Newsletter Editor, Website Administrator, and

Administrative Consultant;

- (l) Publish candidate statements, conduct the annual Board Section elections, report the results to the Section Board, candidates, and Section membership.

4.4.6 Awards and Events Officer

The duties of the Awards and Events Officer shall be to:

- (a) Serve as Chair of the annual Section Planning Awards Jury and annual Section Planning Awards Event Committee. Serves as supervisor for Section Planning Awards Event volunteers;
- (b) Prepare Concept Budget for the annual Section Planning Awards Event by the January board meeting for the Planning Awards Event held for that same year.
- (c) Coordinate with and oversee the annual Section Planning Awards Jury for selection of annual Central Coast Section Planning Awards;
- (d) Provide guidance and assistance to Annual Section Planning Award applicants;
- (e) Serve as liaison between Section and Chapter award chairs;
- (f) Plan and coordinate Section special events; and
- (g) Assists Sub-section Directors with the organizing, budgeting and scheduling of Sub-Section events.

4.4.7 Legislative Officer

The duties of the Legislative Officer shall be to:

- (a) Develop and maintain Section legislative review and response capability;
- (b) Present legislative items to the Section Board in a timely manner;
- (c) Prepare legislative update summaries for communication to the Section membership through various media (e-Blast or newsletter) as they are available;
- (d) Develop and maintain a strong working relationship with the California Chapter Vice President for Policy and Legislation;

- (e) Develop and maintain a working relationship with the Chapter Legislative Advocate;
- (f) Serve as a member of the California Chapter Legislative Review Committee;
- (g) Participate in annual in-person State Legislative Committee meeting to develop Chapter positions on proposed legislation;
- (h) Organize annual section Legislative Update via webinar or other available means;
- (i) Oversee the Planning Commission Representative; and
- (j) Lead the Section Legislative Committee.

4.4.8 Membership Inclusion Officer

The duties of the Membership Inclusion Officer shall be to:

- (a) Promote and encourage diversity of APA membership throughout the Central Coast Section;
- (b) Conduct outreach to community minority groups to increase awareness of planning issues and provide information concerning participation in public planning processes;
- (c) Provide advice and information to members of minority groups about career paths in planning;
- (d) Collaborate with Chapter Membership Inclusion Officers to organize the yearly diversity summit at the State Conference; and
- (e) Assist the Young Planners Group Officer(s) to increase young professional participation in APA programs and events.

4.4.9 Young Planners Group Officer(s) (YPG)

The duties of the Young Planners Group Officer(s) shall be to:

- (a) Represent the interest and needs of young professionals under the age of 35 to the Section Executive Board;
- (b) Collaborate with other Board representatives, including but not limited to the Membership Inclusion Officer, Subsection Directors, and Student Representatives, to identify, publicize, and organize events for young

professionals and Section members;

- (c) Increase membership and improve young professionals involvement in section APA programs and activities;
- (d) Represent and regularly report on Section Young Planners Group concerns, issues, and activities to the Chapter Young Planners Group;
- (e) Lead the Mentorship Program including recruitment, pairing of mentors/mentees and meetings with mentorship Planner Pods;
- (f) Coordinate with the Membership Inclusion Officer and Student Representatives regarding opportunities for Young Planners Group participation in their events;
- (g) Keep apprised of local activities/events for YPG and APA involvement (e.g., open streets); and
- (h) Coordinate events that foster professional development (e.g. agency tours, networking events, community service, etc.).

4.4.10 Student Representative(s)

The duties of the Student Representative(s) shall be to:

- (a) Maintain liaison between the planning schools, their students, the Section and the Chapter;
- (b) Assist the Section Director, Subsection Directors and Professional Development Officer in obtaining student membership, representation and involvement;
- (c) Represent student concerns before the Executive Board;
- (d) Contribute to the organization of and participation in events during the academic year such as:
 - Panel discussions;
 - Networking opportunities;
 - Joint general membership and student membership event/training with the Subsection Directors or YPG Officers; and
 - Joint communication/networking between the subsection students of UCSB, Cal Poly, and CLU or Channel Islands as an optional activity;
- (e) Schedule student events within the 'regular class schedule' portions of quarters/semesters during the academic year, i.e. approximately from September to November and January to March;

- (f) Promote annual Section Planning Award Event attendance with student body; provide volunteer support to Awards and Events Officer for the Awards Event; and
- (g) Actively solicit/promote APA membership enrollment to fellow students and explain advantages of student post-graduation membership dues rate to help contribute toward membership attraction and retention.
- (h) Student Representatives are eligible for the following benefits:
 - Financial support to attend the State Conference (or similar funds to be applied towards the National conference if on the west coast);
 - Reimbursable gas funds when traveling to an in-person Board meeting and the retreat;
 - Reduced or complimentary annual Section Planning Awards Event dinner ticket;
 - Networking opportunity with local public and private sector agencies; and
 - Resume-building experience.

4.4.11 Newsletter Editor

The duties of the Newsletter Editor shall be to:

- (a) Prepare, edit and publish the Section Newsletter, supervising its editorial program, advertising and distribution;
- (b) Work with the Public Information Officer to keep the newsletter mailing list current;
- (c) Appoint, with the advice and consent of the Public Information Officer, Co-Editors, Associate Editors, and Regional staff members as necessary to assist the Editor; and
- (d) Report to the Public Information Officer.

4.4.12 Planning Commission Representative

The duties of the Planning Commission Representative shall be to:

- (a) Report to the Legislative Officer to represent the Section and the Chapter to the Planning Commissions and elected bodies within the Section;
- (b) Inform the Executive Board of planning issues facing appointed and elected bodies within the Section;
- (c) Coordinate with the State Chapter Planning Commissioner; and

- (d) Serve as liaison to and encourage the participation of Planning Commissions and elected bodies within the Section in local APA functions, and the State Conference.

4.4.13 Webmaster

The duties of the Webmaster shall be to:

- (a) Update the Section website monthly to keep its content and links current and reflective of Section events, publications, member advertising, the Section Board roster, job listings, and news;
- (b) Collaborate with the Public Information Officer to develop and update a web site work program;
- (c) Collaborate with the Section Board and selected consultants to update the Section website with a layout and design selected by the Executive Board;
- (d) Monitor the website advertising, job, newsletter, and story submissions and ensure their content is approved by the Public Information Officer prior to publication on the website or submitted to the Newsletter Editor for publication in the newsletter;
- (e) The Webmaster will assist the Public Information Officer and Newsletter Editor to ensure the monthly publication of the Section newsletter and annual elections in a timely manner as directed in these Bylaws;
- (f) Identify opportunities for the Section Board to fully utilize the web site and give the Section Board advice regarding other electronic options to ensure that the web site remains and up-to-date and a comprehensive state of the art tool to serve members; and
- (g) Report to the Public Information Officer.

4.5 Committees

4.5.1 Standing Committees

The following shall be considered permanent Committees of the Executive Board and shall be appointed on an annual basis. Standing Committees shall report their activities regularly to the Executive Board.

- (a) An Elections Committee, subject to Section 4.2.5 of these Bylaws;

- (b) An Awards Committee to oversee the Annual Awards Program and banquet;
- (c) A Budget Committee to oversee the preparation of the annual budget and advise the Finance Officer concerning management of investments; and
- (d) A Legislative Committee to track and form recommendations concerning planning-related legislative changes and issues.

4.5.2 Section Planning Awards Jury

A Section Planning Awards Jury shall be appointed annually by the Section Planning Awards Committee. The duties of the Section Planning Awards Jury shall include evaluation of entries for annual Section Planning Awards following selection criteria in coordination with the Awards and Events Officer.

4.5.3 Ad-Hoc Committees

The Section Executive Board shall appoint ad-hoc committees as necessary to carry out the Board's purposes and objectives.

4.5.4 All Committee Appointments

All committees shall serve exclusively at the pleasure of the Executive Board.

ARTICLE V: MEETINGS

5.1 Meetings

The Section Director shall call all meetings, in-person or by conference call, necessary to conduct the Section's business. In no event, however, shall the Board be convened less than four (4) times during the year, beginning on January 1.

5.2 Notice and Agenda

Reasonable notice of all Section, Executive Board, Committee and other meetings shall be given. All Board members shall coordinate agenda items through the PIO/Secretary who shall finalize the meeting agenda. Agendas shall be distributed in advance of the meeting, to the extent possible.

5.3 Executive Board Quorum

A majority of the voting members, exclusive of student representatives, shall constitute a quorum for purposes of conducting Executive Board business.

ARTICLE VI: INITIATIVE AND REFERENDUM

Upon receipt of a petition signed by not less than (10) percent of the Section members eligible to vote, the Executive Board shall place any initiative or referendum measure on the ballot used for elections of Officers and shall be voted upon by mail in accordance with the provisions of Section 4.2.5 of these Bylaws.

ARTICLE VII: SECTION FINANCES

7.1 Financial Status

The Section is a not-for-profit organization.

7.2 Authorization for Dues and Assessments

An increase in Section dues from those set by the National or Chapter organizations or special assessments necessary to pursue Section affairs may be collected when authorized by an affirmative vote of a majority of those Section members eligible to vote.

7.3 Exemption from Dues

Any member who is not required to pay Association or Chapter dues shall also be exempt from paying Section dues.

ARTICLE VIII: ADOPTION AND AMENDMENT OF BYLAWS

8.1 Adoption

These Bylaws shall be adopted by an affirmative vote of two-thirds of the Executive Board, exclusive of its student representatives. The Board recognizes its affirmative responsibility to notify the membership of changes in these Bylaws.

8.2 Amendment

8.2.1 Amendment by Board Action

Upon authorization of the majority of the Executive Board or upon petition by twenty-five (25) members of the Section eligible to vote, any proposed amendment to these Bylaws shall be placed on the agenda for a Board vote. No less than fifty (50) days shall be allowed from the date of the vote placing amendment(s) on the agenda to the final vote of the Board. Adoption of any amendment shall require the affirmative vote of two-thirds (2/3) of the Executive Board. Unless otherwise specified, the amendment shall become effective as of the date of the affirmative vote.

8.2.2 Amendment by Membership Vote

The Board may also, by a vote of the majority of the Executive Board members, submit any proposed amendment to a vote of the Section membership on a written ballot. No less than twenty (20) days shall be allowed from the date of mailing to the date specified for returning the ballot. Adoption of the amendment requires the affirmative written vote of those voting for the amendment provided, however, that such a majority consists of no less than twenty (20) percent of the Section members.

8.2.3 Publication

No vote of the Board or Section membership shall occur for any proposed amendment to the Bylaws until a summary of the proposed amendment(s) has been published in the Section newsletter. Proposed amendments shall be published no less than 20 days before the Board is to take action or a ratification vote is to occur.

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