

**REVISED BYLAWS OF THE
HAWAI'I CHAPTER OF THE
AMERICAN PLANNING ASSOCIATION**

(UPDATED – _____, 2005)

1. GENERAL

- 1.1 General: Name. The name of the Chapter is the Hawai'i Chapter of the American Planning Association.
- 1.2 General: Chapter Area. The area served by the Chapter is the State of Hawai'i.
- 1.3 General: Purposes. The purposes of the Chapter are to facilitate the individual participation of members of the American Planning Association in the affairs of the Association and to further the purposes of the Association in the Chapter area.
- 1.4 General: The American Planning Association. The National Organization of which this Chapter is part is The American Planning Association, which is referred to in these Bylaws as "the Association" or "APA".
- 1.5 General: National Office. The term "National Office" refers to the Office of APA designated by APA to service Chapter and membership matters.
- 1.6 General: Executive Director. Unless otherwise qualified, the term "Executive Director", when used in these Bylaws, refers to the duly appointed Executive Director of the National Office.
- 1.7 General: Address of Record. A member's "address of record" shall be the address furnished to the Chapter by the National Office. It is the member's responsibility to notify the National Office of any change of address.
- 1.8 General: Publication of the Chapter. A "publication of the Chapter" shall mean any publication that is mailed to all Chapter members at their address of record without special charge.
- 1.9 General: Parliamentary Procedure. At meetings of the membership and the Executive Committee, parliamentary procedures shall be governed by Robert's Rules of Order (the pertinent edition of which may be designated by the President). The President or presiding officer may waive the strict application of Robert's Rules of Order if by doing so the purpose of the meeting may be facilitated.

2. MEMBERS

- 2.1 Members: Eligibility. All members of APA whose address of record is within the Chapter area shall automatically be Chapter members. APA members whose address of record is outside the Chapter areas may also become Chapter members upon payment of any applicable dues and assessments. Persons who are not members of APA are eligible for Chapter membership provided that they pay the annual Chapter-only membership fee established by the Executive Committee. Persons who are qualified but are not APA student members are eligible for Chapter student membership provided they pay the annual Student Chapter membership fee established by the Executive Committee. Chapter-only members shall be entitled to participate in all Chapter activities and serve the Chapter in any capacity except as Chapter officers.
- 2.2 Members: Annual Meeting. There shall be a least one meeting of the Chapter membership in each calendar year. The meeting shall be held at a location within the Chapter area. The Chapter Executive Committee shall determine the specific location, date, and time of each Annual Meeting. All members shall have the right to vote, either in person or by an assigned proxy, on all matters brought to the Annual Meeting for a vote.
- 2.3 Members: Special Meetings. A Special Meeting of the members may be called by the President, by the Executive Committee or by a petition signed by at least five (5%) percent of the members of the Chapter. The place, date, and time shall be set by the President or by the Executive Committee provided that the location shall be within the Chapter area. Notice of a Special Meeting shall be given to members and shall include a statement of the purpose of the Special Meeting. All members shall have the right to vote, either in person or by an assigned proxy, on all matters brought to the Special Meeting for a vote.
- 2.4 Members: Quorum Requirements. At Annual and Special Meetings and in mail ballots, except mail ballots for election of officers, a quorum shall be ten (10%) percent of the Chapter membership.
- 2.5 Dues: Establishment. The Chapter, by a mail ballot of the membership, may establish dues or assessments beyond the basic membership rebate from National APA, provided that the APA Board of Directors may establish ceilings for such additional dues and assessments.
- 2.6 Members: Termination and Reinstatement. Chapter membership will be terminated upon termination of APA membership. Chapter membership also may be terminated for failure to pay Chapter dues and assessments, if any. Chapter membership may be reinstated upon payments of unpaid obligations.

3. OFFICERS

3.1 Officers: Election and Terms. The officers of the Chapter shall be a President, Vice President, a Secretary and a Treasurer. The term of office for officers shall be two years.

3.1.1 In order to encourage participation of the membership on the Executive Committee while ensuring continuity, the terms of the officers shall be staggered, with the President, Vice President, and one At-Large member being elected in odd-numbered years, and the Secretary, Treasurer, and one At-Large member shall be elected in even-numbered years. In the 2005 Chapter Officer elections only, the term of office for one At-Large member (to be determined by a coin toss or other similar manner), the Secretary and the Treasurer shall be for one year; thereafter the terms for these positions shall be for two years.

3.2 Officers: President. The President shall:

- (a) Preside at meetings of the Executive Committee and of the membership;
- (b) Provide leadership on the development of Chapter policies and an annual work program in coordination with the Executive Committee;
- (c) Have the power to create, appoint and discharge all Chapter committees unless otherwise provided in these Bylaws;
- (d) Shall represent the Chapter on the APA Chapter Presidents Council;
- (e) Appoint Chapter members as APA representatives on or liaisons to committees and panels established by other organizations dealing with issues of concern to the Chapter and on which the Executive Committee finds it important that APA be so represented;
- (f) Call meetings and perform other duties required by these Bylaws, or customary to the office, and any additional duties that may be assigned by the Executive Committee; and
- (g) May appoint a designee, who is a member of the Executive Committee, to act on behalf of the President in executing any functions of the office of the President not otherwise expressly addressed in the duties of any of the other officers.

3.3 Officers: Vice President. The Vice President shall:

- (a) Assist the President in the guidance and coordination of committee activities;
- (b) Carry out any other duties assigned by the President;
- (c) Assume the duties of the President in the absence of, or in the event of, incapacity of the President; and
- (d) Perform such other duties required by these Bylaws or customary to the office.

3.4 Officers: Secretary. The Secretary shall:

- (a) Maintain an accurate list of the members of the Chapter;

- (b) Notify members and Executive Committee members of meetings, prepare and report minutes of Chapter and Executive Committee meetings;
- (c) Transmit to the Executive Director a list of all Chapter officers (including their addresses and telephone numbers) within 30 days of their election;
- (d) Notify the Executive Director of the result of all Chapter voting, and, in so doing, specify the quorum and the number voting for each candidate or “aye” and “nay” on each issues;
- (e) Transmit to the Executive Director proposed Bylaws or Amendments as required by the Bylaws of APA; and
- (f) Perform such other duties required by these Bylaws or customary to the office.

3.5 Officers: Treasurer. The Treasurer shall:

- (a) Receive and disburse Chapter funds;
- (b) Collect Chapter dues and assessments not collected by the National Office;
- (c) Prepare, in consultation with the President, an annual budget for approval by the Executive Committee;
- (d) Maintain accounts which shall be open to inspection by officers and subject to audit;
- (e) Prepare for each meeting of the membership and of the Executive Committee a financial report to include a current balance sheet and an income statement reflecting the preceding 12 months of Chapter operations; and
- (f) Perform such other duties as required by these Bylaws or customary to the office.

4. EXECUTIVE COMMITTEE

4.1 Executive Committee: Composition. The Executive Committee shall consist of the officers, the Immediate Past President, two Members-at-large, a Student Representative, Neighbor Island Representatives for the counties of Hawai’i, Maui, and Kauai, and the chairpersons of the Professional Development Committee and such other standing committees established herein or by the President with the advice and consent of the Executive Committee.

4.1.1 Immediate Past President. The Immediate Past President shall advise the President.

4.1.2 Members-at-large. The Members-at-large shall:

- (a) Be responsible for coordinating the Annual Chapter Awards Program; and
- (b) Be responsible for coordinating events involving the FAICP members.

- 4.1.3 Student Representative. The Student Representative shall:
- (a) Be selected from eligible student members by the student members. This position may be shared by two individuals. In the event that the number of student members exceeds twenty (20), the Student Representative shall be selected by election among the student members;
 - (b) Be selected before the beginning of the academic calendar year, or as soon thereafter as possible, and shall serve until the next academic calendar year; and
 - (c) Serve on the Executive Committee and advise the Executive Committee on and the Chapter on the conduct of services to students.

- 4.1.4 Neighbor Island Representatives. The Neighbor Island Representatives may:
- (a) Serve as a liaison between Neighbor Island members and the Executive Committee, advising members of Executive Committee actions or inquiries and similarly advising the Executive Committee of Neighbor Island members' concerns, requests, or issues; and
 - (b) Coordinate activities for members from their respective counties.

- 4.2 Executive Committee: Duties. The Executive Committee shall:
- (a) Manage the affairs of the Chapter;
 - (b) Report to the membership upon all business which it has considered or acted upon between Chapter meetings;
 - (c) Put into effect the votes of the Chapter;
 - (d) Authorize expenditures consistent with the budget; and
 - (e) Perform such other functions as are delegated herein or by the members of the Chapter.

- 4.3 Executive Committee: Meetings and Quorum. Meetings of the Executive Committee shall be called by the President or by majority of the Executive Committee members. There shall be, in each year, at least six meetings of the Executive Committee. A majority of the elected officers shall constitute a quorum for the transaction of business at meetings of the Committee.

- 4.4 Executive Committee: Voting. All members of the Executive Committee shall have the right to vote, either in person or by an assigned proxy, on all matters brought to the Committee for a vote.

- 4.5 Executive Committee: Acting Without Meeting. An action may be taken by the Executive Committee without a meeting by either:
- (a) Previously establishing a means to approve, amend and approve, or not approve of a particular action; or

- (b) Deciding an action using e-mail, teleconferencing or other agreed upon means of communicating to vote. In such voting, a quorum (as defined elsewhere in these bylaws) of votes is required and such votes must be transmitted from a location or address that has been submitted to the Secretary prior to voting.

5. OTHER COMMITTEES

- 5.1 Committees: Nominating Committee. The Nominating Committee shall consist of two or more Chapter members responsible for conducting the electoral process prescribed in Section 6 and for nominating Chapter members to serve, with the approval of the Executive Committee.
- 5.2 Committees: Professional Development Committee. The President shall appoint a person who is a member of The American Institute of Certified Planners (AICP) to serve as the Chair of the Chapter Professional Development Committee. The duties of the Committee shall be:
 - (a) To advise prospective members of the AICP as to the qualifications, purposes, and programs of the institute, the Institute's Code of Professional Responsibility, the Guidelines for Social Responsibility of the Planner and the Rules of Reference to Institute membership;
 - (b) To advise members of the AICP concerning opportunities and/or requirements for continuing educational and professional development; and
 - (c) To coordinate FAICP activities.
- 5.3 Committees: APA/DURP Committee. The APA/DURP (Department of Urban And Regional Planning at the University of Hawai'i) Committee shall be responsible for assisting the Program Committee in coordinating World Town Planning Day events.
- 5.4 Committees: Program Committee. The Program Committee shall be responsible for:
 - (a) Coordinating periodic lunch meetings; and
 - (b) Coordinating World Town Planning Day events with the assistance of the APA/DURP Committee;
- 5.5 Committees: Public Information. The Public Information Committee shall be responsible for:
 - (a) Disseminating press releases and other informational material;
 - (b) Maintaining the chapter website;
- 5.6 Committees: Newsletter. The Newsletter Committee shall be responsible for compiling and circulating information of potential interest to members of the Chapter.

- 5.7 Committees: Membership. The Membership Committee shall be responsible for encouraging the application and acceptance of new members and the continued retention of existing members.
- 5.8 Committees: Public Issues Committee. The Public Issues Committee shall be responsible for identifying issues, development of Chapter or Executive Committee recommended positions on public issues and the appropriate forums to address identified issues.
- 5.9 Committees: Other. The President shall create such additional standing and/or ad hoc committees and shall appoint the respective Chairpersons of these committees as deemed necessary to carry out the functions of the Chapter. Each Chairperson shall be appointed on July 1, or as soon thereafter as possible, and shall serve, until June 30 of the following year. Each Chairperson shall appoint the members of his or her committee in consultation with the President.

6. ELECTIONS

- 6.1 Elections: Nominations. No later than April 1 of each year, each member shall be mailed a list of the then Chapter officers and the at-large members of the Executive Committee, with an indication of the dates of the expiration of their terms; along with a list of eligible members of the Chapter; and shall invite them to submit to the Secretary on or before April 20 any suggestions they may have for filling vacancies.

The Nominating Committee shall consider the suggestions thus submitted and any other Chapter members, and shall nominate one or more eligible members for each vacancy from those who are available to serve. The Executive Committee shall prepare and mail to each member a resume covering the background of each candidate; these data shall include the candidate's education and professional experience. No individual shall be nominated for more than one Chapter office.

The nominee receiving the largest number of votes for each position shall be declared elected. In case of a tie, the Executive Committee shall by majority vote declare one of the candidates elected.

- 6.2 Elections: Method of Balloting. A secret ballot bearing the nominations thus made and space for the casting of any independent votes shall be mailed to members before May 31. Provision shall be made for write-in votes for each Chapter office on the ballot. The deadline for mailing of secret ballots by members is June 15. Results of the election shall be announced at the next Chapter's meeting and in writing to all Chapter members before the end of June.

- 6.3 Elections: Terms of Office. Terms of office of all officers shall begin July 1 of the year in which the officer is elected. Officers shall:
- (a) Hold office until their successors have been elected and installed;
 - (b) Shall be elected for a term of two years, except that in the 2005 Chapter Officer elections only, the term of office for one At-Large member (to be determined by a coin toss or other similar manner), the Secretary and the Treasurer shall be for one year; thereafter the terms for these positions shall be for two years; and
 - (c) Shall be limited to four successive terms in the same office. Thereafter, elected officers may not succeed themselves in the same office without the passage of an intervening term.
- 6.4 Elections: Vacancies. Any vacancy occurring in an office of the Chapter or Executive Committee between regular elections shall be filled by majority vote of the Executive Committee for the unexpired balance of the term of such office.

7. AMENDMENTS

- 7.1 Amendments: Bylaws. Bylaws amendments may be proposed by the Executive Committee or by a petition signed by five (5%) percent of the Chapter membership. The membership may amend those Bylaws by a majority vote, if by mail ballot. Bylaw amendments may also be effected by a two-thirds vote at Annual or Special Meetings of the membership, provide that the amendments were published in a publication of the Chapter membership at least one month prior to the Meeting and that a quorum is present at the time of the vote.