



American Planning Association  
**Iowa Chapter**

*Making Great Communities Happen*

BYLAWS OF THE  
AMERICAN PLANNING ASSOCIATION  
IOWA CHAPTER

April 13, 1996  
Amended January 6, 2004  
Amended October 29, 2010  
Amended August 16, 2013  
Amended November 18, 2018  
Amended August 25, 2022

## **1.0 GENERAL**

- 1.1 Name. The name of the Chapter is the American Planning Association Iowa Chapter.
- 1.2 Chapter Area. The area served by the Chapter is the State of Iowa.
- 1.3 Chapter Headquarters. The address of the Chapter headquarters shall be the address of record of the Chapter President, Chapter Administrator, or address designated by the Chapter President.
- 1.4 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. The core of the Chapter's purpose is to serve as a catalyst by developing creative organizational and action plans; providing strong leadership and educating professional planners within the organization (inputs), in order to provide programs effectuating recognition, policy and legislative action and advocacy and outreach (outputs).

## **2.0 DEFINITIONS**

- 2.1 Address of Record. A chapter member's "address of record" shall be the address furnished by the member to the National Office and could include an email address. It is the member's responsibility to notify the National Office of any change of address.
- 2.2 American Planning Association. The national organization of which this Chapter is an integral part is the American Planning Association. It is referred to in these bylaws as "the Association" or "APA."
- 2.3 Executive Board. A group of Chapter members who are either elected by the Chapter membership or appointed by the President in conformance with these by-laws to complete the duties as outlined in Section 5.2 of these by-laws.
- 2.4 Executive Director. Unless otherwise qualified, the term "Executive Director," when used in these bylaws, refers to the duly appointed National Executive Director of APA.
- 2.5 Executive Officers. A subset of the Executive Board elected by the membership including the individuals holding the positions of President, Vice-President, Immediate Past President, Secretary, and Treasurer.

- 2.6 Fiscal Year. The Chapter fiscal year shall run from January 1 through and including December 31 of each year, beginning with the 2019 calendar year.
- 2.7 National Office. The term “National Office” refers to the office of APA designated by APA to service Chapter and membership matters.
- 2.8 Parliamentary Procedure. Meetings of the membership and of the Chapter Executive Board shall be conducted in accordance with parliamentary procedure which shall be governed by Robert’s Rules of Order (the pertinent edition of which may be designated by the President).
- 2.9 Publication of the Chapter. A “publication of the Chapter” shall mean any publication that is mailed or emailed to all Chapter members at their address of record, without special charge.

### **3.0 MEMBERS**

- 3.1 Eligibility. All members of the APA whose addresses of record are within the Chapter area shall automatically be Chapter members. An APA member whose address of record is outside the Chapter area may also become a Chapter member upon notification to the Secretary and upon payment of any applicable dues and assessments.
- 3.2 Notice of Meetings. The Secretary or Chapter Administrator shall notify the membership of the place, date, and time of each Executive Board meeting in a publication of the Chapter, or by another communication, that is mailed or emailed to each member at least 24 hours prior to the meeting.
- 3.3 Special Meetings. A special meeting of the members may be called by the President, by a majority of the Executive Board, or by a petition signed by at least five percent (5%) of the members of the Chapter. The place, date, and time shall be set by the President or by the Executive Board, provided that the location shall be within the Chapter area and provided that the special meeting shall be held no later than 60 days after the meeting has been called or petitioned for. Notice of a special meeting shall be given to members as in Section 3.2 and shall include a statement of the purpose of the special meeting.
- 3.4 Chapter-Only Membership. The Iowa Chapter of the American Planning Association may have members who are not members of the National organization of the American Planning Association. Such Chapter-only members shall be entitled to receive Chapter membership services unless such services require a prerequisite membership at the national level. Said Chapter-only members shall not receive national membership nor be

eligible to participate in national elections or hold national office. However, said Chapter-only members may be elected to Chapter office except for the office of President, or Vice President, Treasurer, or Secretary. Said Chapter-only members also may not serve as Chairperson of the Professional Development Committee. Dues for Chapter-only membership shall be established by the Chapter Executive Board.

## **4.0 OFFICERS**

- 4.1 Election and Terms. The officers of the Chapter shall be a President, a Vice President, an Immediate Past President, a Secretary, and a Treasurer all of whom shall be elected by the membership. The terms of office for all elected officers shall be for two years, beginning on January 1 in even numbered years (beginning January 2016). No officer shall serve more than two consecutive terms in the same office.
- 4.2 President. The President shall preside at meetings of the Executive Board and of the membership. The President shall provide leadership on the development of Chapter policies in coordination with the Executive Board. The President shall prepare, with the assistance of the Chapter Treasurer, a fiscal year budget for review and action by the Executive Board. The President shall have the power to create, appoint, and discharge all Chapter Program Areas and committees unless otherwise provided in these Bylaws. The President shall represent the Chapter; including service on the APA Chapter President's Council. The President shall call meetings and perform other duties required by these Bylaws, or customary to the office.
- 4.3 Vice President. The Vice President shall act in the absence or incapacity of the President and shall also ensure sustainability of operations through facilitation of Board position transitions and onboarding processes. The President may delegate to the Vice President such other duties and authorities as are necessary to carry on the business of the Chapter.
- 4.4 Immediate Past President. The Immediate Past President shall act as an advisor to the Chapter Executive Board and assist in identifying, cultivating, and recruiting future Chapter leaders. In the event the current Vice President cannot fulfill his/her term, the Immediate Past President shall fulfill the duties of the Vice President until the next regularly scheduled election.
- 4.5 Secretary. The Secretary shall:
- 4.5.1 Maintain an accurate list of members of the Chapter;
  - 4.5.2 Notify members and Executive Board members of meetings, and

prepare and report minutes of the Chapter Executive Board meetings;

- 4.5.3 Transmit to the National Office a list of all Chapter officers (including their addresses and telephone numbers) within 30 days of their election;
- 4.5.4 Unless the elections are conducted by the APA National Office, notify the National Office of the results and the number voting for each candidate or “aye” or “nay” on each issue and;
- 4.5.5 Submit to the National Office adopted Bylaws or Amendments as required by the Bylaws of APA.

4.6 Treasurer. The Treasurer shall:

- 4.6.1 Receive and disburse Chapter funds;
- 4.6.2 Collect Chapter dues and assessments not collectible by the national office;
- 4.6.3 Assist the President in preparing a fiscal year budget for review by the Executive Board;
- 4.6.4 Maintain accounts which shall be open to inspection by officers and subject to audit;
- 4.6.5 Prepare for each meeting of the Executive Board a consolidated financial report to include a current balance sheet and an income statement reflecting the preceding twelve (12) months of Chapter operations; and
- 4.6.6 Perform such other duties as required by these Bylaws or customary to the office.

4.7 Term of Office. If an officer cannot fulfill his/her term of office, the President may fill the position by appointment for the time remaining in the term of office until the next election, with the approval by a simple majority of the Executive Board. If the current Vice President cannot fulfill his/her term, the Immediate Past President shall fulfill the duties of the Vice President until the next regularly scheduled election, at which the ballot shall include nominations for President in addition to Vice President, Secretary and Treasurer.

## 5.0 EXECUTIVE BOARD

5.1 Composition. The Executive Board shall consist of the officers of the Chapter, the Professional Development Officer, a Citizen Planner, a representative from each University offering an accredited planning program, the Chairperson of the DEI Committee or designee, the Chairperson of each program area committee or designee, and up to five (5) non-voting Liaison positions appointed by the President. The qualifications of the non-Officer members of the Executive Board shall be as follows;

5.1.1 The Professional Development Officer, shall be a member in good standing in the AICP, shall be the chairperson of the Professional Development Committee and appointed by the President.

5.1.2 The Citizen Planner shall be a volunteer member of a Planning and Zoning Commission, Board of Adjustment, Historic Preservation Commission, Visual Arts Commission, or other body serving the public appointed by elected officials and within the Chapter Service Area; a member of the American Planning Association; and appointed by the President.

5.1.3 The voting representatives from each of the Universities offering an accredited planning program shall be the Department Head/Chair or their assign and appointed by the President.

5.1.4 The Chairperson for each Program Area shall be appointed by the President and confirmed by majority vote of the Executive Board.

5.1.5 The Liaisons to the Board shall be appointed by the President. The appointments may include, but are not limited to, an appointee representing affiliate organizations, and a student representative from each of the Universities offering an accredited planning program. In the case of a university with both undergraduate and graduate planning programs up to two students may be appointed.

5.2 Duties. The Executive Board shall:

5.2.1 Manage the affairs of the Chapter as outlined in the Strategic Plan;

- 5.2.2 Adopt a fiscal year budget and coinciding work program for the Chapter;
  - 5.2.3 Report to the membership upon all business which it has considered or acted upon during Executive Board meetings;
  - 5.2.4 Put into effect the votes of the Chapter;
  - 5.2.5 Authorize expenditures consistent with the work plan and budget; and
  - 5.2.6 Perform such other functions as are delegated herein or by the members of the Chapter.
- 5.3 Meetings and Quorums. Meetings shall generally be held on a bi-monthly basis and may be called by the President or by a majority of the Executive Board members. There shall be, in each year, at least four (4) meetings of the Executive Board. A majority of the Executive Board shall constitute a quorum for the transaction of business at meetings of the Board. Some or all Board members may participate and vote by conference call and/or participate in video call during the meeting and shall be considered as being in attendance. The schedule for all regular board meetings shall be established by the beginning of each calendar year.
- 5.4 Acting Without Meeting. An action other than amending these Bylaws may be taken by the Chapter Officers without an Executive Board meeting if the consent of a majority of the Executive Officers is obtained, setting forth the action taken and approved if the action is consistent with the Chapter's budget and work plan.
- 5.5 Duties. The specific division of functions for the Executive Board shall be established by the Board and from time to time amended by the Board as needed.
- 5.6 Terms. Terms for elected Executive Officers shall be for a period of two (2) years. All other Executive Board appointments shall be for a term of four (4) years from the date of appointment. At the discretion of the President, an Executive Board member can be reappointed to additional terms.
- 5.7 Meeting Attendance. Executive Board Members shall miss no more than two (2) scheduled board meetings within a calendar year. The President may excuse an additional absence with good cause. Any Board Officer may be removed from the Board by majority vote of the Chapter Officers for failure to

comply with this meeting attendance requirement. Any unelected, non-officer member of the Executive Board may be removed from the Board by decision of the Board President for failure to comply with this meeting attendance requirement.

## **6.0 COMMITTEES**

- 6.1 Nominating Committee. The Nominating Committee shall consist of three (3) Chapter members, the Chairperson of the committee shall be a member of the Executive Board, who is not running for an office, and appointed by the President. The Nominating Committee shall be appointed by the President with the advice and consent of the Executive Board at least sixty (60) days prior to the distribution of ballots to the membership.
- 6.2 Program Area Committees. The President, with the advice and consent of the Executive Board, may create or affirm program areas and sub-committees consistent with the Chapter's Strategic Development Plan or other guidance documents. The President may appoint program area committees and assist those committees in establishing a Chairperson. Each program area committee may oversee the implementation of the program area work items and action plans and may propose program area budgets for consideration by the Executive Board, submitted to the Treasurer one (1) month prior to the consideration of the proposed budget by the Executive Board. In the event of mid-term changes or revisions; either from resignations or Executive Board actions, the President may be charged with creating new program areas or sub-committees or making new committee appointments.

## **7.0 ELECTIONS**

- 7.1 Election of Officers. Election of Chapter officers shall be by secure electronic ballot of the membership conducted by the APA National Office. No quorum requirement shall be applicable. Election shall be by plurality vote cast for each elected position. Write-in candidates are acceptable, but all qualification requirements shall apply.
- 7.2 Voting. In affairs and matters of the National Association, voting shall be done in accordance with the provisions and requirements of the National APA. In Chapter Association matters, except for the election of officers, a quorum shall be ten percent (10%) of the Chapter membership so qualified to vote. Approval shall be by simple majority vote cast for each Association matter. In Association matters, including Chapter Bylaws, a report of the Chapter voting, whether or not obtained, shall be filed with the National Office and shall include a record of the number of "aye" and "nay" votes and the number of ineligible votes.



## 8.0 SECTIONS

- 8.1 Formation. Sections of the Chapter may be formed upon petitions signed by two-thirds (2/3) of the members whose addresses of record are within the geographic areas of the proposed Sections and upon approval of the Chapter Executive Board. The territory of a Section shall be a reasonably coherent unit and the name of the Section shall be geographically descriptive.
- 8.2 Bylaws. Sections shall adopt Bylaws to govern Section affairs. Section Bylaws shall not conflict with these Bylaws or the Articles of Incorporation and Bylaws of the National APA. Copies of Sections Bylaws or amendments thereto shall be sent to each member of the Chapter Executive Board and filed with the National Office promptly upon their adoption.
- 8.3 Directors. The principal elected officer of the Section shall be titled Section Director.

## 9.0 AMENDMENTS

- 9.1 By-law Amendments. By-law amendments may be proposed by the Executive Board or by a petition signed by five percent (5%) of the Chapter membership. The membership, in conformance with subsection 7.2 of these By-laws, may amend these By-laws by a majority of those voting by secure electronic ballot. A By-law amendment may also be adopted by a two-thirds (2/3) affirmative vote at a special meeting of the Chapter membership. Amended Chapter by-laws shall be filed with the Secretary of State as appropriate.

APPROVED AND ADOPTED, AS AMENDED, this 25th day of August 2022,  
by the majority of voting members.

Certified by:

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Madeline Sturms, President

Certified by:

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Bill Micheel, Secretary