

BYLAWS of the
AMERICAN PLANNING ASSOCIATION – NEW MEXICO CHAPTER
AS AMENDED AND APPROVED BY THE APA NEW MEXICO MEMBERSHIP AT THE 2017 ANNUAL MEETING 8TH OF
DECEMBER

1.0 GENERAL

- 1.1 Name. The name of the Chapter is the New Mexico Chapter of the American Planning Association, referred to as APA New Mexico or the Chapter.
- 1.2 Chapter Area. The area served by the Chapter is the State of New Mexico.
- 1.3 Purposes. The purposes of the Chapter are to facilitate membership participation in the goals and strategies of the American Planning Association, and to promote the Chapter's goals and objectives.
- 1.4 The American Planning Association. The National Organization of which the Chapter is part is the American Planning Association, which is referred to in their Bylaws as "the Association" or "APA."
- 1.5 National Office. The term "National Office" refers to the Office of APA designated by APA to service Chapter and membership matters.
- 1.6 Executive Director. Unless otherwise qualified, the term "Executive Director," when used in these Bylaws, refers to the duly appointed Executive Director of APA.
- 1.7 Address of Record. A member's "address of record" shall be the address retained by the APA National Office. A mailing address or an e-mail address may qualify as an "address of record." It is the member's responsibility to notify the National Office and APA New Mexico of any change of address.
- 1.8 Publication of the Chapter. A "publication of the Chapter" shall mean any publication from the Chapter that is mailed, e-mailed or otherwise distributed to all Chapter members at their address of record. The Chapter Newsletter and web site are the primary means of disseminating information to the membership about the Chapter activities. The Executive Committee should arrange for at least four (4) issues of the Newsletter to be distributed annually in print or electronic format. The President, with the consent of the Executive Committee, may select an editor or otherwise provide for the preparation of the newsletter and shall ensure adequate maintenance of the Chapter web site.
- 1.9 Parliamentary Procedure. At meetings of the membership and of the Executive Committee, parliamentary procedures shall generally be governed by Robert's Rules of Order.

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2.0 MEMBERS

- 2.1 Eligibility. All members in good standing with 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 area may also become Chapter members upon notification to the APA National Office and to the Chapter Secretary and upon payment of any applicable dues. Non-APA members may become Chapter-only members upon completion of an application form provided by the Treasurer and upon payment of applicable fees. Chapter-only members may vote in Chapter elections and may be elected or appointed to any Chapter office or committee other than the Chapter President or the Professional Development Officer.
- 2.2 Annual Meeting. There shall be an annual meeting of the Chapter membership generally held each calendar year at the annual statewide conference. If the annual meeting will be held on a date other than the annual statewide meeting, the Chapter Executive Committee shall determine the specific location, date, and time.
- 2.3 Notice of Annual Meeting. The Secretary shall notify the membership of the place, date and time of the annual meeting in a publication of the Chapter, or by another communication that is mailed, e-mailed, or otherwise distributed to each member at least one month before the annual meeting.
- 2.4 Special Meetings. A special meeting of the members may be called by the President, by the Executive Committee, or at the request of Chapter members to the Executive Committee. The place, date and time of the special meeting shall be set by the President or by the Executive Committee. Notice of a special meeting shall be given to members at least fifteen (15) days prior to the meeting and shall include a statement of the purpose of the special meeting.
- 2.5 Quorum Requirements. A quorum shall be fifteen (15) percent of the Chapter membership.
- 2.6 Termination and Reinstatement. Chapter membership may be terminated for failure to pay Chapter dues. Chapter membership may be reinstated once the dues are brought current.

3.0 OFFICERS

- 3.1 Positions and Terms. The officers of the Chapter shall be a President, a Vice President, a Secretary, a Treasurer, and a Professional Development Officer. The terms of office shall be two (2) years to commence January 1 following the election. Officers shall be limited to serving two consecutive terms in a given officer position.

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- 3.2 President. The President shall preside at meetings of the Executive Committee and of the membership. The President shall provide leadership on the development of the Chapter policies in coordination with the Executive Committee. The President shall prepare an annual budget for approval by the Executive Committee. The President shall have power to create, appoint and discharge all Chapter committees, unless otherwise provided in these Bylaws. The president shall call meetings and perform other duties as required by these Bylaws or customary to the office, and any additional duties that may be assigned by the Board of Directors of APA. In the absence of the President, the Vice President shall perform such duties.
- 3.3 Vice President. The Vice President shall assist the President in the guidance and coordination of Executive Committee activities. The Vice President shall carry out any other activities assigned by the President. In the absence of, or in the event of incapacity of the President, the Vice President shall assume the duties of the President. The Vice President shall perform other duties as required by these Bylaws or customary to the office.
- 3.4 Secretary. The Secretary shall: (a) maintain an accurate list of the members of the Chapter; (b) notify members and Executive Committee members of the meetings, prepare and report agendas and minutes of the Chapter and Executive Committee meetings; (c) transmit to the Executive Committee proposed Bylaws and Amendments as required by the Bylaws of APA; and (d) perform other duties as required by these Bylaws or customary to the office.
- 3.5 Treasurer. The Treasurer shall: (a) receive and disburse Chapter funds; (b) collect Chapter dues and assessments not collected by the National Office; (c) assist the President in preparing an annual budget for review 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, an income statement reflecting the preceding twelve (12) months of Chapter operation, list of income and expenditure items since the last meeting, and copies of bank statements and investment reports since the last meeting; and (f) perform other duties as required by these Bylaws or customary to the office.
- 3.6 Professional Development Officer. Professional Development Officer (PDO) shall: (a) identify professional development needs; (b) organize professional development events for the benefit of APA New Mexico members and New Mexico planning officials; (c) facilitate American Institute of Certified Planners (AICP) exam preparation and Certification Maintenance (CM™); (d) provide advice to APA New Mexico members regarding professional development; (e) inform the Treasurer of any costs or revenues associated with professional development events or other professional development activities; and (f) perform other duties as required by these Bylaws or customary to the office.

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- 3.7 Removal of Officers. An elected Chapter officer may be removed from office by the Executive Committee: (a) if the Officer has had two (2) unexcused absences from regular Chapter meetings or special meetings; (b) for non-performance of duties as specified in these Bylaws as determined by the Executive Committee; and/or (c) for other reasons deemed appropriate or necessary by petition of fifteen (15) percent of the Chapter membership.
- 3.8 Recall. A recall of a Chapter officer may be initiated by petition of fifteen (15) percent of the membership. Upon receipt of the petition, the Immediate Past President shall, within thirty (30) days, prepare a recall ballot. The APA National Office will administer the recall election electronically and provide the election results to the President. The recall election shall be open for no less than thirty (30) days. The recall shall be effective if more than fifty (50) percent of the ballots cast are in favor of the recall.
- 3.9 Vacancies. The Executive Committee shall appoint a qualified member of the Chapter to serve the unexpired term of any office vacated, except President, in which case the Vice President becomes President.
- 4.0 EXECUTIVE COMMITTEE
- 4.1 Composition. The Executive Committee shall consist of the Officers, any Section Directors, the Immediate Past President, Western Planning Resources, Inc (WPR) Representative, Student Representative(s), and at least one or up to three At-Large Members. At-Large Members will be selected based on areas of expertise intended to broaden the Executive Committee's professional capacity and level of engagement with its membership. Examples of areas of expertise may include, but are not limited to the following; tribal planning, private sector, environmental planning, public health, urban design, transportation planning, landscape architecture, affordable housing, engineering and other design professions. The At-Large Members shall be appointed by the President and approved by a majority vote of the full Executive Committee. The At-Large Members should be selected to provide balanced representation on the Executive Committee based on the geographic and professional diversity of the Chapter membership.
- 4.2 Voting Members. All members of Executive Committee are considered voting members.
- 4.3 Duties. The Executive Committee shall: (a) manage the affairs of the Chapter and report to the membership upon all business which it has considered or acted upon between Chapter meetings; (b) prepare and adopt an annual work program; (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 Chapter members.
- 4.4 Meetings and Quorums. Executive Committee meetings shall be called by the President or by a majority of the committee members. There shall be, in each calendar year, at least

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three (3) meetings of the Executive Committee. A majority of the Executive Committee members shall constitute a quorum.

- 4.5 Acting Without a Meeting. An action may be taken by the Executive Committee without a meeting if the action is time-sensitive, is not inconsistent with these Bylaws, and consent is provided to the Secretary from a two-thirds (2/3) majority of the Executive Committee. The Secretary shall inform all members of the Executive Committee of such a determination in writing within a reasonable time frame. E-mail communication shall suffice as written communication in such circumstances.

5.0 COMMITTEES

- 5.1 Nominating Committee. The Nominating Committee shall consist of three (3) Chapter members, one of whom shall be a member of the Executive Committee. The Nominating Committee shall be appointed by the President with the advice and consent of the Executive Committee by February 1st of the election year.

- 5.2 Legislative Policy Action Committee. The Legislative Policy Action Committee shall function as a standing committee of the Chapter under the direction of the Executive Committee. The Legislative Policy Action Committee (LPAC) shall include no less than six (6) Chapter members who must elect a chairperson to represent the LPAC as appropriate. The purpose of the LPAC is to provide a mechanism for ensuring that the Chapter has a role in State legislative and policy issues of importance to planning professionals in New Mexico. The activities of the LPAC may include any of the following: (a) monitoring pending legislation throughout the year and informing Chapter members of significant legislation; (b) lobbying and testifying on behalf of the Chapter before the Legislature during the session and interim committees; (c) advocating and drafting statutory reform on planning issues, subject to review and approval by the Executive Committee; and (d) serving as a liaison between the Chapter and State agencies in regard to planning-related legislation.

- 5.3 Ad hoc Committees. The Executive Committee may create or remove other ad hoc committees not mentioned herein which may be established from time to time in order to assist in the operations of the Chapter.

6.0 ELECTIONS

- 6.1 Election of Chapter Officers shall be held in accordance with the timetable and procedures outlined by APA National as part of a consolidated election process beginning in winter of 2015 and each odd number year following. The President shall be responsible for working with APA National consistent with these bylaws. If, due to unforeseen circumstances, the Executive Committee finds that the election process set forth by APA National is not in the best interest of the , the Committee may depart from

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the process, provided that an attempt is made to conform as closely as possible to the election process and that said change is approved by a two-thirds vote of the Executive Committee. The Chapter membership shall be notified of said change within thirty days of such vote.

6.2 Nominating Committee Action and Timetable. Chapter elected officers shall be instituted by election of the membership with said elections occurring in accordance with APA National's election cycle set forth as follows during odd-numbered election years:

- February 1 - Chapter appoints Nomination Committee and Calls for Nominations.
- Beginning of June – Nominations Deadline. The Nominating Committee shall evaluate applications to identify those who meet the highest standards of leadership ability, integrity, judgment, competence, and personal commitment. Two candidates will be nominated for each position. In the event only one candidate meets the Committees expectation, one candidate will be nominated for the given position.
- June 30 – Candidates Slated. The Chapter Secretary shall submit the selected nominees to APA National in accordance to their requirements during the month of June.
- August 1 – Ballots Distributed - Voting Begins. APA National will use electronic ballots and the Executive Director and CEO of APA National shall prepare those ballots for the Chapter.
- Early September – Voting Ends (Right after Labor Day)
- September – Results Announced
- January 1 – Successful candidates begin term of office

6.3 Balloting. Election of Chapter elected officers shall be conducted in a manner which ensures that all members receive a notice about the electronic ballot process and have adequate information and time in which to make an informed vote. APA National will administer the elections and provide the results to the President.

6.4 Officers of the Chapter shall be elected by the affirmative of a majority of the membership voting. In case of a tie vote, the Executive Committee shall cast the deciding ballot. The results of the balloting shall be announced in September of the election year via an electronic communication with Chapter members and posted to the website. .

7.0 WESTERN PLANNING RESOURCES (WPR), INC. REPRESENTATIVE

7.1 Selection and Appointment. The APA New Mexico Chapter is an affiliate member of WPR, Inc. As a participating member, the President may appoint one planning professional to represent APA-NM on the WPR Board of Directors. The appointed person shall be a member in good standing of both APA-NM and WPR, Inc.

7.2 Term. The WPR Representative shall be appointed for a two-year term. The President may reappoint the representative or appoint a new one after each election cycle.

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7.3 Duties. The WPR Representative shall:

- Act as a liaison between the Chapter Board and the WPR Board to engender cooperation and collaboration that benefits both memberships.
- Advise the Chapter Board of the interests and activities of WPR and vice-versa.
- Encourage and coordinate activities, programs, and/or conferences jointly sponsored by the Chapter and WPR.

8.0 STUDENT REPRESENTATIVE(S)

8.1 Nomination and Election. The Chapter Executive Committee shall determine the manner of nomination for election of, and term of office for one or two Student Representatives enrolled in a planning course of study at a New Mexico College/University.

8.2 Duties. A Student Representative shall serve on the Executive Committee and shall advise the Committee and the Chapter on the interests and concerns of the planning students and on desirable Chapter assistance to planning students. A Student Representative shall act as liaison between the Chapter and the student membership and shall help coordinate any programs jointly conducted by institutions of higher education and the Chapter.

9.0 SECTIONS

9.1 Formation. Sections of the Chapter may be formed upon petitions signed by two-thirds of the members whose addresses of record are within the geographic areas of the proposed Sections and upon approval by the Chapter Executive Committee. The territory of a Section shall be a reasonably coherent unit, and the name of the Section shall be geographically descriptive.

9.2 Bylaws. Sections shall adopt Bylaws to govern Section affairs. Section Bylaws shall not conflict with Chapter Bylaws, the Articles of Incorporation, or APA Bylaws. Copies of the Section Bylaws or Bylaw Amendments shall be sent to each member of the Chapter Executive Committee and filed with the Executive Director upon their adoption.

9.3 Directors. The principal elected officer of the Section shall be titled Section Director.

10.0 AMENDMENT

10.1 Bylaw Amendment Proposals. Bylaw amendments may be proposed by the Executive Committee or by a petition signed by five (5) percent of the Chapter membership.

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- 10.2 Regular Amendments. The Chapter membership may approve Bylaw amendments by a majority vote at a Chapter meeting or by a majority email vote.
- 10.3 Emergency Amendments. The Chapter membership may approve emergency Bylaw amendments by a majority email vote.