1.0 General

1.1 NAME: The name of the organization is the Maryland Chapter of the American Planning Association. The national, parent organization, the American Planning Association, will hereafter be known as the “Association” or “APA” and the subject organization will hereinafter referred to as the “Chapter”.

1.2 AREA: The area covered by the Chapter is the State of Maryland with the exception of Montgomery and Prince George’s Counties.

1.3 PURPOSE: The purpose of the Chapter is to facilitate the individual participation of the members of the Association. The Chapter will carry out the objectives of the Association and shall work toward: (a) advancing the art and science of planning; (b) encouraging the exchange of information and professional experience; (c) promoting the interest in and welfare of the planning profession; (d) sponsoring other activities that advance the overall goals and objectives of the Association; and (e) provide fellowship among its members and opportunities for professional growth and development. The Chapter will promote and encourage individual certification through the American Institute of Certified Planners also known as “AICP.” Notwithstanding any other provisions of these articles, this Chapter will not carry on any other activities not permitted to be carried on by an organization (a) exempt from Federal Income Tax under Sections 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

1.5 PARLIAMENTARY PROCEDURE: Robert’s Rules of Order (the pertinent edition of which may be designated by the President) shall govern the conduct of meetings of the Membership and Chapter Executive Committee (See Sections 3.0 and 5.0).

1.6 COMMUNICATION: Written communication is defined as newsletter, event announcement, or targeted correspondence sent to members’ address of record. Written communication also includes email. Postings on webpages do not constitute written communication of Chapter activities to the membership for the purposes of voting or other group decision making.
2.0 Members

2.1 CHAPTER MEMBER ELIGIBILITY: All Chapter Members must be members of APA. Any members of APA shall be eligible to be Chapter members. An APA member whose address of record is outside of the Chapter area may become a Chapter member upon payment of all applicable dues and assessments. APA members belonging to the Chapter have voting rights within the Chapter and may hold an office.

2.2 ASSOCIATE MEMBER ELIGIBILITY: Individuals, Firms, Organizations and Agencies, which are not members of APA may become members of the Chapter with all the rights and privileges except as noted herein. Groups must submit the name of an individual within their organization to serve as point of contact for communication with the Chapter. Associate members are entitled to all benefits provided by the Chapter, including voting rights. Chapter-only members may be elected or appointed to any Chapter office or committee other than the Chapter President, President-Elect, or Chapter Professional Development Officer.

2.2.1 REGIONAL CONFERENCE ATTENDEES: Persons attending more than one day of the Chapter’s Regional Conference who are not Chapter members or Associate Members will be entitled to an Associate Membership upon payment of applicable dues and assessments. The membership term is good for one year after the first date of the conference.

2.3 ASSOCIATE MEMBER DUES: Dues are payable on July 1\textsuperscript{st} of each year and effective until June 30\textsuperscript{th}. New Associate members joining before January 1\textsuperscript{st} of the Chapter’s fiscal year (See Section 11.0) shall pay full dues for the remainder of the Chapter’s fiscal year. New members joining on or after January 1\textsuperscript{st} shall pay one-half the normal dues amount. Membership is effective immediately upon payment of dues.

2.4 CHAPTER DUES FOR APA MEMBERS: Dues are assessed at the time APA dues payment via the Association’s payment form.

2.5 MEMBERSHIP TERMINATION AND REINSTATEMENT: Chapter membership shall be terminated upon termination of APA membership or failure to pay Chapter dues or assessments. Members can be reinstated to Chapter membership upon payment of current dues and past due assessments.

2.5.1 AICP members suspended for a violation of the AICP Code of Ethics and Professional Conduct will be suspended from Chapter membership for the period of the AICP suspension. A finding of expulsion by the AICP Ethics Officer or Committee will result in suspension of Chapter membership for one year from the date of the expulsion.
3.0 Annual and Special Meetings

3.1 ANNUAL MEETING: There shall be an Annual Meeting of the Chapter membership in each of the Chapter’s fiscal years. 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.

3.2 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 sent to each member at least one month before the meeting. Multiple communication media are encouraged.

3.3 SPECIAL MEETINGS: A Special Meeting of the members may be called by the President, the Executive Committee, or a petition signed by at least five per cent of the members of the Chapter. A place within the Chapter area, date, and time shall be set by the President. Notice of the Special Meeting shall be sent to members as provided in Section 3.2 and shall include a statement of the purpose of the Special Meeting.

3.4 QUORUM REQUIREMENTS: A quorum at the Annual and Special Meetings shall be considered those Chapter members present.

4.0 Officers

4.1 TERMS AND QUALIFICATIONS: The Officers of the Chapter shall be a President, a President-Elect, a Vice President, a Secretary, a Treasurer, a Professional Development Officer, and five Members At Large. Members At Large shall consist of at least one representative from each of the following four geographic areas of the State and one representative may be from any of the four geographic areas and represents the whole membership not a specific geographic area:

- **Western Maryland**: Allegany County, Garrett County, Washington County, Frederick County
- **Eastern Shore**: Caroline County, Cecil County, Dorchester County, Kent County, Queen Anne’s County, Somerset County, Talbot County, Wicomico County, Worcester County
Southern Maryland
Calvert County
Charles County
St. Mary’s County

Metro Area
Anne Arundel County
Baltimore County
Carroll County
Harford County
Howard County
Baltimore City

The term of Officers and Members At Large shall be two years. All officers shall have been members of the Chapter for at least two years.

4.2 PRESIDENT: The President shall (a) preside at the meetings of the Executive Committee and of the membership, (b) provide leadership on the development of Chapter policies in coordination with the Executive Committee, (c) prepare an annual budget for approval by the Executive Committee, (d) have the power to create, appoint and discharge all Chapter Committees unless otherwise provided in these Bylaws, (e) represent the Chapter on the APA Chapter Presidents’ Council (f) call meetings and perform other duties required by these Bylaws or customary to the office, (g) be responsible for creating a multi-year Development Plan, (h) accept grants and execute contracts or agreements as authorized by the Executive Committee, (i) represent the Chapter at official functions, and (j) act as the Chapter’s official spokesperson.

4.3 PRESIDENT-ELECT: The President-Elect shall (a) work with the President in preparation for becoming chapter leader, (b) assist the President in the guidance and coordination of committee activities, (c) actively assist in the creation of the Chapter’s Development Plan, (d) carry out any other duties assigned by the President, and (e) shall perform other such duties required by these Bylaws; or customary to the office. In the absence of or in the event of incapacity of the President, the President-Elect shall assume the duties of the President.

4.4 VICE PRESIDENT: The Vice President shall (a) assist in the guidance and coordination of committee activities, (b) carry out any other duties 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 such duties required by these Bylaws; or customary to the office.

4.5 SECRETARY: The Secretary shall (a) maintain an accurate list of members of the Chapter; (b) notify members and Executive Committee members of meetings, prepare and report minutes of Chapter and Executive meetings; (c) transmit to the Officers and the APA Executive Director a list of all Chapter Officers (including their name, address, email address, and telephone number) within thirty days of their election or revision; (d) notify
the APA Executive Director of the results of all Chapter voting, and in doing so, specify
the quorum and the number voting for each candidate, or “aye” or “nay” on each issue; (e)
transmit to the APA Executive Director at least one copy of each publication of the
Chapter; (f) submit to the APA Executive Director proposed Bylaws or amendments as
required by the Bylaws of APA; and (g) perform such other duties required by these
Bylaws or customary to the office.

4.6 TREASURER: The Treasurer shall (a) receive and disburse Chapter funds; (b) collect
Chapter dues and assessments not collectable 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 income statement reflecting the preceding twelve (12) months of Chapter
operations; and (f) perform such other duties as required by these Bylaws or customary to
the office.

4.7 PROFESSIONAL DEVELOPMENT OFFICER: The Professional Development
Officer (PDO) shall (a) actively promote attainment of the American Institute of Certified
Planners professional credential among the Chapter’s uncertified members, (b) chair the
Professional Development Committee (See Section 6.2), (c) coordinate with the
Association on AICP certification matters, (d) promote membership in the Fellows of AICP
among the Chapter’s certified members, (e) shall advise current and prospective AICP
members on matters pertaining to the AICP Code of Ethics and Professional Conduct, (f)
serve on the Executive Committee, (g) develop continuing education programs and other
professional development programs for Chapter members, and (h) is encouraged to attend
at least one national APA conference during their term of office.

4.7.1 The PDO must be a member in good standing of the American Institute of
Certified Planners

4.8 MEMBERS-AT-LARGE: Members-at-large shall (a) serve on the Executive
Committee, (b) communicate and promote Chapter activities to their constituents, and (c)
perform those duties required by these Bylaws and other duties customary to the office.

4.9 REMOVAL FROM OFFICE: Officers and Members At Large may be removed from
office for failure to attend three consecutive meetings; failure to carry out the duties of the
office; or for the conviction of a criminal offense. Removal shall by two-thirds majority
vote of members present at a Special Meeting as defined in Section 3.3. Notice of the
charges and meeting schedule must be sent to the officer via registered mail at least
fourteen days prior to the meeting. The officer shall be given the opportunity to respond to
the charges verbally, in writing, or through an agent. Officers who are AICP members who
are suspended or expelled for a violation of the AICP Code of Ethics and Professional
Conduct will be removed from Chapter effective on the date of the finding.

4.10 VACANCIES: The President may appoint persons to fill vacancies occurring
between regular elections. Appointments must be approved by a majority of the Executive
Committee. See Section 5.3 for Quorum Requirements.

5.0 Executive Committee

5.1 COMPOSITION: The Executive Committee shall include (a) the Officers (voting) (b) immediate Past President (non-voting), (c) Members-At-Large (voting), (d) a Student Representative from each planning program within the Chapter area (non-voting), and (e) a representative of the Maryland Citizen Planners Association (non-voting), (f) a representative of the Maryland Department of Planning (non-voting), (g) Maryland Chapter Division Director(s) (voting), and (h) representatives from the accredited Planning schools in the state (voting), and representatives from other organizations and/or associations as may from time to time be deemed appropriate by the Executive Committee (non-voting).

5.2 DUTIES: The Executive Committee shall (a) manage the affairs of the Chapter; (b) report to the membership upon all business which is considered or acted upon between Chapter meetings; (c) adopt a budget for the Chapter; (d) put into effect the votes of the Chapter; (e) authorize expenditures consistent with the budget; (f) approve the President’s appointments to fill vacancies, (g) elect officers in case of a tie during an election by simple majority; (h) approve any legally binding contract or agreement, and (i) perform such other functions as are designated herein or by the members of the Chapter.

5.3 MEETINGS AND QUORUMS: The President or a majority of the Executive Committee members shall call Executive Committee Meetings. There shall be in each year at least six meetings of the Executive Committee. Meetings may be held in person or by teleconference. A quorum at Executive Committee meetings shall be considered a combination of six Officers and Members At Large. Persons participating in meetings via teleconference are considered to be in attendance with regard to quorum requirements and eligible to vote. Quorum requirements apply equally to email polling of Executive Committee members; therefore, a minimum of six members must respond to the poll for the result(s) to be valid.

5.4 ACTION WITHOUT MEETING: An action may be taken by the Executive Committee without a regular meeting if each member of the Committee is telephoned or contacted in writing. Their decisions must be confirmed in writing. See Section 5.3 for Quorum Requirements.

6.0 Committees

6.1 NOMINATING COMMITTEE: The Nominating Committee shall consist of three Chapter members, at least 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 at least sixty (60) days prior to the mailing of ballots to the membership.
6.2 PROFESSIONAL DEVELOPMENT COMMITTEE: The President shall appoint two Chapter members who are members of the American Institute of Certified Planners to serve on the Chapter Professional Development Committee. The Chapter’s Professional Development Officer shall serve as Chairperson. The duties of the Committee shall be; (a) to advise prospective members of the American Institute of Certified Planners as to the qualifications, purpose and programs of the AICP, and the AICP Code of Ethics and Professional Conduct, (b) to advise members of the American Institute of Certified Planners concerning opportunities and or requirements for continuing education and professional development, (c) assist members preparing to take the AICP examination, (d) to advise and promote membership in the Fellows of the American Institute of Certified Planners. Additionally, the Professional Development Committee shall (e) plan and implement activities that advance the art and science of planning, (f) encourage the exchange of information and professional experience; (g) promote the interest in and welfare of the planning profession; and (h) sponsor other activities that advance the overall goals and objectives of the Association;

6.3 ACTIVITIES COMMITTEE: The President shall appoint three Chapter members to serve on the Activities Committee. The Committee shall (a) promote the exchange of information and professional experience; (b) promote the interest in and welfare of the planning profession; (c) sponsor other activities that advance the overall goals and objectives of the Association; and (d) provide fellowship among its members and opportunities for professional growth and development.

6.4 TELLER COMMITTEE: The Teller Committee shall provide the official count of ballots for the election of officers. The President with the advice and consent of the Executive Committee shall appoint a Teller Committee which will include at least three Chapter members.

6.5 TECHNICAL DIVISION REPRESENTATIVES: The President may appoint a Chapter Representative to serve as liaison with the Technical Divisions of the Association on an ad hoc basis.

6.6 AWARDS COMMITTEE: The President shall appoint and chair an Awards Committee. The Awards Committee shall be responsible for updating award categories as needed, posting a call for nominations for awards and timeline in Chapter publications, reviewing and determining award winners, and organizing a Chapter Awards Program. The Chapter Awards Program is intended as a bi-annual event.

6.6.1 Award Committee members must notify the Committee and recuse themselves from discussion, consideration, and voting on any award category that includes an individual or organization with which they are closely associated.

6.7 REGIONAL CONFERENCE COMMITTEE: The President will appoint a Committee to organize and conduct a Regional Planning Conference every two years. The event is to be coordinated with and may be jointly sponsored by other APA Chapters as
appropriate. The Regional Conference Committee is responsible for planning the conference themes and program, establishing working groups to implement specific tasks, contract for conference, hotel, and catering facilities and services, procuring speakers, promoting the event, and conducting the conference. The Regional Conference Committee shall keep the President and Executive Committee informed regarding progress and challenges on a regular basis, at a minimum by reporting at each Executive Committee meeting throughout the planning and implementation period. The Regional Conference Committee shall submit a budget and Strategic Plan to the Executive Committee for approval in a timely manner.

6.8 OTHER COMMITTEES: The President may appoint as many committees and task forces as are necessary to develop and represent, the interests of the Chapter.

7.0 Elections

7.1 METHOD OF BALLOTING: Election of Chapter Officers shall be by ballot of the membership. No quorum requirement shall be applicable.

7.2 NOMINATIONS: The Nominating Committee shall submit, not later than April 1 in each (election) year, the names of its nominees for President, Vice President, Secretary, Treasurer and Members-at-Large to all members of the Chapter. All nominees shall be Chapter members and shall be in good standing with the Chapter and the APA. Associate members are not eligible for nomination. The committee shall secure acceptance from each nominee submitted. After announcement of candidates, Chapter members can be nominated for office by petition, which shall indicate the office being sought, and shall be signed by ten (10) Chapter members. The petition must be received by the Secretary no later than April 25.

7.3 TIMETABLE: Not later than May 1 of each election year, the Secretary shall submit a ballot containing the names of all candidates for office to each Chapter member. Ballots must be returned to the Secretary no later than May 31.

7.4 TALLY OF BALLOTS: The Teller Committee shall provide the official count of ballots for the election of officers to the Chapter Secretary.

7.5 ONLY ONE CANDIDATE: If there is only one nominee for an office or members-at-large, then that person may be elected by acclamation and that position need not be included on the ballot which is mailed to members. If there is only one nominee for each office and members-at-large then the entire slate may be adopted by acclamation and no ballots need be sent.

7.6 TIE VOTE: In the event of a tie vote, the newly elected Executive Committee shall elect one of the candidates to fill the office by a majority vote of the Executive Committee.
8.0 Student Representatives

8.1 SELECTION: The Chapter Executive Committee shall accept the nomination of Student Representatives elected or appointed by the planning students of recognized planning programs within the Chapter area. In the event that a Student Representative ceases to be a full-time student, the program shall designate a full-time student to complete the term of office.

8.2 DUTIES: Student Representatives shall serve on the Executive Committee, and shall advise the Committee and the Chapter on the conduct of services to students.

9.0 Sections

9.1. FORMATION: Sections of the Chapter may be formed upon petitions signed by twenty-five of the members whose addresses of record are within the geographic areas of the proposed Sections and upon approval of the Chapter Executive Committee. The territory of a Section shall be a reasonable 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 these Bylaws or the Articles of Incorporation and Bylaws of APA. Copies of Section bylaws or Bylaw Amendments shall be sent to each member of the Executive Committee and filed with the Executive Director promptly upon their adoption.

9.3 DIRECTORS: The principal officer of the Section shall be titled Section Director. The Section Director shall serve on the Executive Committee.

9.4 FINANCES: The Section may petition the Chapter for funding and/or collect its own dues.

10.0 Amendments

10.1 Bylaw amendments may be proposed by the Executive Committee or by a petition signed by twenty-five Chapter members. The membership may amend these Bylaws by a majority vote, if by mail or electronic ballot. A Bylaw amendment may also be adopted by a two-thirds (2/3) affirmative vote at an annual or special meeting of the Chapter membership, provided that the amendment is published in a publication of the Chapter membership, at least one month prior to the meeting and the notice of the meeting states that among its purposes is the consideration of the proposed amendment, and that a quorum is present at the meeting at the time of the vote on the amendment. See Section 3.4 for Quorum Requirements.
11.0 Finances

11.1 BUDGET: The Treasurer shall prepare and the Executive Committee shall review and adopt a budget setting forth programs and activities for which funds may be expended for the next fiscal year, and the amount authorized to be expended therefore. The Chapter’s fiscal year shall be from July 1st to June 30th. The budget may be amended from time to time by a majority vote of the Executive Committee.

11.2 ASSOCIATE MEMBER DUES: The amount of annual chapter dues by type of membership shall be established by the Executive Committee. Any increase in the amount of annual chapter dues shall require the approval of the chapter membership in accordance with the procedure outlined in Section 10.0.

12.0 Divisions

12.1 FORMATION: Divisions based on the APA model in areas of interest such as; Transportation, Blacks, Women, Student, etc. may be formed upon petitions signed by twenty-five members and upon approval of the Chapter Executive Committee.

12.2 BYLAWS: Divisions shall adopt bylaws to govern their affairs, Division Bylaws shall not conflict with these Bylaws or the Articles of Incorporation and Bylaws of APA.

12.3 DIRECTORS: The principal officer of the Division shall be titled Division Director. The Director shall serve on the Executive Committee.

12.4 FINANCES: The Division may petition the Chapter for funding and/or collect its own dues.