



**American Planning Association  
Pennsylvania Chapter  
Southeast Section  
BYLAWS**

September 29, 1987 (with amendments of 1993, 2009, 2013 and 2015)

**1.0 GENERAL.**

- 1.1 Name. The name of the Section shall be the Southeast Section of the Pennsylvania Chapter of the American Planning Association.
- 1.2 Geographic Area. The area served by the Section shall be the following five (5) counties of Pennsylvania: Bucks, Chester, Delaware, Montgomery, and Philadelphia.
- 1.3 State & National Organizations. The State and National Organizations of which this Section is a part **of** are the Pennsylvania Chapter of the American Planning Association, respectively herein referred to as "the Chapter" ~~or "APA-PA"~~ and as "the Association" ~~or "APA."~~
- 1.4 Purposes. The purpose of the Section shall be to:
  1. ~~to~~ Provide the opportunity for Section members **and the public** to actively participate in Section and Chapter activities;
  2. ~~to~~ Further planning by educating members **and the public** on various planning topics through program meetings and workshops;
  3. ~~to~~ Provide professional development training and promote membership in the American Institute of Certified Planners (AICP) of the Association;
  4. ~~to~~ Promote the involvement of citizen planners in the Association;
  5. ~~to~~ Disseminate news of Section interest;
  6. ~~to~~ Further the purposes of the Association in the Section area.
- 1.5 Parliamentary Procedure. At meetings of the Section's general membership and of the Section Council, parliamentary procedures shall **defer to be governed by** the current edition of "Roberts' Rules of Order", **when needed.**

**2.0 MEMBERSHIP.**

- 2.1 Eligibility.
  1. All **PPA Chapter** members whose addresses of record are within the geographic area of the Section shall be members of the Section.
  2. **PPA Association and Chapter** members whose addresses of record are outside the geographic area of the Section may become voting members of the Section upon payment of any applicable dues and assessments, but may not hold Section office or represent the Section on the Chapter Board of Directors. They may, however, serve on Section committees.
- 2.2 Termination & Reinstatement. Termination of **PPA Chapter** membership will automatically terminate Section membership concurrently. Section membership may also be terminated for failure to pay **any applicable Section** dues or assessments. Section membership may be reinstated only to **PPA Chapter** members who have been returned to good standing, or have paid any **applicable** outstanding Section dues or assessments.

**3.0 MEMBERSHIP MEETINGS.**

- 3.1 Annual Meeting. There shall be an Annual Meeting of the Section membership in each fiscal year. The meeting shall be held at a location within the Section area. The Section Council shall determine the specific location, date and time of each Annual Meeting.
- 3.2 Section Council Meetings. **Section Council meetings are meetings called by the Section Chair on a regular basis for the purpose of conducting Section business. The Section Council shall determine the specific location, date and time of each Section Council meeting. The Section Council may also allow for the creation of subcommittees to meet as needed.**
- 3.3 Special Meetings. Special meetings may be called by the Section Chair, by a majority of the Section Council, or by a petition signed by at least five (5%) percent of the Section membership. The place, date and time of the meeting shall be set by the Section Council and shall be within the geographic area. Notice of meeting shall include a Statement of Purpose.

3.4 Notice. The Section Secretary shall be responsible for notifying all Section members of the place, date and time of the annual meetings, ~~Section Council meetings~~, and of ~~any and~~ all special meetings. Said notice shall ~~appear in the next~~ be publicly shared in Section publications ~~of the Chapter PPA SE~~, and/or by a Section communication ~~distributed mailed~~ to each member at least two (2) weeks prior to the date of the meeting.

#### **4.0 QUORUMS & VOTING.**

4.1 Quorum Requirements. Valid Vote. ~~Except for the election of officers, a quorum for a valid vote, whether voting occurs in a duly called Section meeting or by mail or electronically distributed ballot, shall be fifteen (15%) percent of the Section membership.~~

1. At annual meetings, special meetings and in ~~mail~~ ballots, except in ~~mail~~ ballots for election of officers and council members, a quorum shall be ten (10%) percent of the Section membership.
2. At Section Council meetings, a majority of voting Council members as identified in 6.1 shall constitute a quorum for the transaction of business.
3. A quorum of the Section Council may be realized by attendance of members in person or by remote means of interaction.

4.2 Official Position. The adoption by the Section of an official position on any issue of Section-only relevance may be done by any of the following methods:

~~a. a simple majority of a valid vote of the Section membership; or~~

~~b. a two-thirds vote of the Section Council.~~

1. A simple majority of those members of the Chapter casting votes ~~in a mail~~ by ballot ~~or~~, which includes mail ballots, ~~by~~ secure electronic ballots or ~~telephonic transmission~~ other similarly secure balloting methods; or
2. A simple majority vote of those present at a plenary session of the annual meeting, provided that ten (10%) percent of the membership is present and that advance ~~mail~~ notice is provided; or
3. A simple majority of the Section Council in attendance, provided a quorum is present.

4.3 General Elections. Per Section 8.2, the Chair, Vice-Chair, Secretary, Treasurer and elected Section Council members shall be elected by the affirmative ballots of a plurality of the members voting.

4.4 Right to Petition. A ~~mail or electronic~~ vote on any official position shall be taken upon receipt of petition by the Secretary requesting such and signed by at least ~~ten (10%)~~ percent of the Section membership.

#### **5.0 OFFICERS.**

5.1 Titles. The officers of the Section shall be a Section Chair, a Vice Chair, a Secretary, and a Treasurer.

5.2 Section Chair. The Section Chair shall:

1. Preside at meetings of the Section Council and of the membership;
2. Provide leadership on the development of Section policies in coordination with the Section Council;
3. Prepare an annual budget for approval by the Section Council;
4. Have power to create, appoint, and discharge Section committees unless otherwise provided in these bylaws;
5. Transmit to the Chapter President and the ~~APA-PA Executive Director~~ Chapter Administrator a listing of Section Council and other Section committee members (including their addresses and phone numbers) within thirty (30) days of their election/appointment; and
6. Call and arrange for all meetings of the Section and perform other duties required by these bylaws, or customary to the office and any additional duties that may be assigned by the Section Council.

5.3 Vice Chair. The Vice Chair shall:

1. Preside at meetings of the Section Council and the membership in the absence of the Chair~~man~~; and
2. Assist the Chair~~man~~ with managing the affairs of the Section.

5.4 Secretary. The Secretary shall:

1. Maintain an accurate current list of members of the Section, based on data provided by the Chapter Administrator;
2. Notify members and Section Council members of meetings;

3. Prepare and report minutes of ~~Section and Section Council meetings~~ the Section Annual meetings, Section Council meetings, and of any and all special Section meetings;
  4. Notify the ~~APA-PA Executive Director~~ Chapter Administrator of the results of all Section voting, specifying the percentage of the membership who cast ballots, the number voting for each candidate or "aye" and "nay" votes on each issued;
  5. Submit to the ~~APA-PA Executive Director~~ Chapter Administrator a copy of any amendment proposed to these bylaws; and
  6. Perform such other duties as required by these bylaws, as assigned by the Section Council, or as are customary to the office.
- 5.5 Treasurer. The Treasurer shall:
1. Receive and disburse Section funds, with the approval of the Section Council for any expenditure greater than one hundred dollars (\$100.00), excluding related program meeting expenses;
  2. Collect any applicable Section dues or assessments;
  3. Assist the Section Chair in preparing an annual budget for review by the Section Council;
  4. Maintain accounts which shall be open to inspection by members of the Section Council and subject to audit;
  5. Prepare for each annual meeting of the membership and each meeting of the Section Council a financial report to include a current balance sheet and a statement indicating the amounts remaining in each budgeted category; and
  6. Perform such other duties as required by these bylaws, as assigned by the Section Council, or as are customary to the office.

## 6.0 SECTION COUNCIL.

- 6.1 Composition. The Section Council shall consist of all the following voting members:
1. Four (4) Section officers; and
  2. Immediate past Section Chair; and
  3. Six (6) Section Council members elected by the Section membership. At least two (2) of the elected Section Council members shall be Professional Planners and at least two (2) of the elected Section Council members shall be Citizen Planners as defined below;
    - (1) Professional Planner. A Professional Planner is an individual earning a majority of his their income practicing planning or who is retired from such occupation;
    - (2) Citizen Planner. A Citizen Planner is any appointed or elected official who is involved in planning decisions for the betterment of a state, region, county, city or municipality; who is individual who has an interest in furthering the purposes of the Chapter Association, but who is not a Professional Planner (for example, planning commissioner, planning official, zoning board member, Philadelphia RCO zoning representative, or similar). This will be congruent with the Chapter definition for Planning Commissioner/Planning Official.
  4. Up to three (3) additional members appointed by the Section Council. In appointing members of the Section Council, consideration shall be given to representation from segments of the Section membership not represented by elected members and officers.
- 6.2 Other Members. The Section Council may appoint additional members to the Council, including but not limited to ~~student representatives and board advisors chairs of committees created by Council~~, but such appointed members shall not have voting rights on Council business, unless elected as outlined in 6.1.
- 6.3 Duties. The Section Council shall:
1. Manage the affairs of the Section;
  2. Report to the Section membership on all business which it has considered or acted upon between Section meetings;
  3. Put into effect actions voted on by the membership;
  4. Be responsible for all Section property;
  5. Consider, approve, and adopt an annual Section budget;
  6. Authorize and approve all contract and expenditures, except as otherwise provided herein, as long as such expenditures do not exceed amounts of anticipated funds;
  7. Cause, at its option, an audit to be made of the accounts of the Treasurer;
  8. Appoint, from among its members, the following representatives to the ~~APA-PA~~ Chapter Board of Directors:
    - (1) A Professional Planner representative;

- (2) A Professional Planner representative alternate;
  - (3) A ~~Planning Official/Planning Commissioner~~ ~~Citizen-Planner~~ representative;
  - (4) A ~~Planning Official/Planning Commissioner~~ ~~Citizen-Planner~~ alternate; and
9. Perform such other functions as are delegated herein, or by the members of the Section, or by the ~~APA-PA~~ Chapter Board of Directors.
- 6.4 Meetings & Quorums. Meetings of the Section Council shall be called by the Section Chair or by a majority of the Section Council members. There shall be in each year at least four (4) meetings of the Section Council ~~within the calendar year.~~ A majority of the voting members of the Section Council shall constitute a quorum for the transaction of business at meetings of the Council. ~~Section Council members must attend (either in person or remotely) a minimum of half the meetings within a calendar year. Council members that do not meet this requirement may be considered non-performing in accordance with 6.8 below.~~
- 6.5 Acting without Meeting. In cases of special urgency an action may be taken by the Council without a meeting if a ~~telephone~~ survey is made by the Chair~~man~~. The Chair~~man~~ shall endeavor to contact all Council members, regardless of the outcome of the vote. At the next meeting the votes of the Committee shall be recorded in the minutes.
- 6.6 Terms of Office. The terms of all elected Section Council members shall be two (2) years. Members of the Council shall take office on ~~June~~ ~~January~~ 1 of every ~~odd~~ ~~even~~ numbered year.
- 6.7 Vacancies. The Section Council shall ~~by~~ ~~appointment~~ ~~members~~ to fill any vacancies that occur during a term of elected office, but such appointment shall be only for the unexpired portion of the term of the office vacated.
- 6.8 Non-Performance of Section Council Members. Any member of the Section Council may be removed from office for non-performance upon a motion adopted by a two-thirds vote of the Section Council. Such a motion must be submitted to the Council that includes the grounds for non-performance; these may include non-attendance at Council meetings, failure to execute adopted programs, incurring legal liability for the Section based on dilatory performance of duties, termination of membership or other criteria that may be added to this subsection. At least two consecutive Section Council meetings shall be required to enact such a motion; the first shall be for the making of the motion and the submission of grounds, and the second shall be for the consideration of a response by the member so charged, with the Section Council then sustaining or denying the motion. The member being considered for removal must be notified in writing between the first and second meetings, with the notice indicating the grounds for removal and the date of the next meeting, when their response will be heard.
- 6.9 Appointments to the ~~APA-PA Chapter~~ Board of Directors. The Section Council shall appoint representatives to the ~~APA-PA Chapter~~ Board of Directors (see Section ~~6.3.8 Duties, paragraph (8) above~~) annually at the first meeting of the calendar year. ~~The appointments beginning October 1, 1985 and every subsequent appointment shall commence on each second anniversary thereafter.~~ The ~~Professional Development~~ Professional Planner representative or the alternate ~~Professional Development~~ Professional Planner representative shall be entitled to one (1) vote in ~~APA-PA Chapter~~ Board business, and the ~~Citizen-Planner~~ Planning Official/Planning Commissioner representative or the ~~Citizen-Planner~~ Planning Official/Planning Commissioner alternate shall be entitled to one (1) vote in ~~APA-PA Chapter~~ business.
- 6.10 Appointments to Chapter Committees. The Section Council shall appoint a representative to the Chapter Professional Development Committee and a representative to the Chapter Planning Commissioners/Planning Officials Development Committee. The Section Council can also nominate members to other Chapter committees as requested by the Chapter, as outlined in the Chapter bylaws.

## **7.0 SECTION COMMITTEES.**

- 7.1 Appointment. The Section Chair may appoint, with the concurrence of the Section Council, such committees as are deemed necessary for carrying out the objectives of the Section. ~~Such committees may include (but not limited to) an events committee and education committee.~~ The duties of each committee shall be set forth by the Section Council and each committee shall serve at the pleasure of the Council. ~~Membership of such ad hoc and standing committees are open to the~~

public, but only members as defined in Section 2.0 are eligible for voting. In addition, the Section Council may recommend Section members for appointment to Chapter committees.

7.2 Nominating Committee. The Nominating Committee shall consist of at least three (3) Section members, at least one of whom shall be a member of the Section Council. The Committee shall be appointed by the Section Chair, with the concurrence of the Section Council, by April 1 of each odd numbered year.

~~7.3 Teller Committee. The Section Chair, with the concurrence of the Section Council, shall appoint a Teller Committee of three (3) Section members who are not candidates on the adopted slate, but who may be the same members who served on the Nominating Committee.~~

## **8.0 ELECTIONS PROCEDURES.**

8.1 Nominations. The Section election cycle and dates will follow that of the Association's bylaws.

1. The Nominating Committee shall initiate a call for the nomination of candidates for the Section Council election to the Section general membership no later than May 1 of each odd-numbered year.
2. All candidates shall be members of the Section in good standing and shall be reasonably reflective of the diversity of the Section membership. Any member in good standing may forward a nomination to the Nominating Committee no later than June 1 of each odd-numbered year.
3. The Nominating Committee shall verify the eligibility and interest of the nominees to hold the relevant seat, and will forward the ballot nominations to all members in good standing.
4. The Nominating Committee shall submit the names of the proposed candidates to the Section Secretary no later than July 1 of each odd-numbered year. A list of candidates shall be publicly shared and distributed to the Section membership.
5. Any member of the Section who is eligible to hold office and is not proposed by the Nominating Committee for membership on the Section Council shall be placed on the ballot by the Nominating Committee upon receipt of a petition making such a proposal submitted by July 20 of odd-numbered years and signed by not less than twenty (20) Section members who are eligible to vote.
6. At least one (1) candidate is needed for each elected officer and Section Council position per Section 6.1.
7. Ballots shall include mail ballots, secure electronic ballots or other similarly secure balloting methods. Ballots shall be distributed no later than August 1 of odd-numbered years for voting.
8. The ballot for each seat shall include a space for write-in votes.
9. Voting shall end by September 15 of the odd-numbered years.

8.2 Tally of Ballots. The Chair, Vice-Chair, Secretary, Treasurer and elected Section Council members per Section 6.1 shall be elected by the affirmative ballots of a plurality of the members voting. In case of a tie, the voting members of the outgoing Section Council shall elect one of the tied candidates. The results of the election shall be published for Section members no later than October 1 of each odd-numbered years and announced at the next regularly scheduled Section meeting following the election.

### Section 1. Procedure

~~(1) The Nominating Committee shall select at least one (1) candidate for each office. All candidates shall be members of the Section in good standing and shall be reasonably reflective of the diversity of the Section membership. The Committee shall submit the names of the proposed candidates to the Secretary by March 1, and the slate shall be published in the next issue of the Section newsletter or other mailing to the Section membership.~~

~~(2) This section pertains to potential candidates not selected by the Nominating Committee. The name of any member of the Section who is eligible to hold office and is proposed as an officer or for membership on the Section Council shall be placed on the ballot by the Secretary upon receipt of a petition making such a proposal submitted by April 1, and signed by not less than twenty (20) Section members who are eligible to vote. [Amended 2013.]~~

~~(3) Nominations shall be considered closed at midnight on April 1.~~

- ~~(4) Once nominations have been closed, the Section Chair shall immediately appoint a Teller Committee.~~
- ~~(5) The Teller Committee shall prepare an electronic ballot that shall contain the names of all candidates, including those nominated by petition, in alphabetical order to each position on the Section Council. [Amended 2009.]~~
- ~~(6) The Teller Committee shall by April 10, e mail the ballot to each Section member using the address provided by the Chapter. [Amended 2009.]~~
- ~~(7) The Teller Committee shall meet and tally only those ballots received not later than April 30. The Section Council members shall be elected by affirmative ballots of a plurality of the members voting. The Teller Committee will enclose all ballot and tally sheets in a sealed envelope and transmit them by May 15 to the Section Chair with a memo, signed by all the members of the Committee, which states the results of the election. [Amended 2009.]~~
- ~~(8) In the event of a tie vote, the members receiving the tie vote shall cast lots during the first meeting of the incoming Section Council. If a members receiving a tie vote fails to appear at the meeting, the incoming Section Chair shall cast lots for the absent member or members.~~
- ~~(9) The Section Chair shall advise all candidates and the Section Council of the election results by May 25, and provide a copy of the Teller Committee memo and the tally sheet and ballots to the Secretary for inclusion in the Section files. The Secretary shall immediately inform the Executive Director of APA-PA of the election results for publication in the next APA-PA newsletter. At the direction of the Section Chair, the Secretary may also send notices of the election results to each Section member.~~

~~Section 3. Timeline.~~ Amend this section to revise the schedule for elections, as follows:

<del>Action</del>	<del>Current Date</del>	<del>Proposed Date</del>
<del>Submission of Nominating Committee slate for publication in Section newsletter</del>	<del>March 1</del>	<del>March 1</del>
<del>Deadline for petition nominations</del>	<del>March 1</del>	<del>April 1</del>
<del>Mailing of ballots by Teller Committee</del>	<del>March 15</del>	<del>April 10</del>
<del>Deadline for return of ballots to Teller Committee</del>	<del>April 15</del>	<del>April 30</del>
<del>Certification of election results to Section Council</del>	<del>April 30</del>	<del>May 15</del>
<del>Notification of election results to candidates by Section Chair</del>	<del>May 10</del>	<del>May 25</del>

## **9.0 FINANCES.**

- 9.1 Budget.** ~~The Treasurer-Section Chair, with the assistance of the Treasurer Section Chair, shall prepare, and the Section Council shall review, modify by majority vote if desired, and then adopt an annual budget at the first meeting of the fiscal year not later than January 1 of each calendar year. Such budget shall set forth objectives for which funds of the Section shall be expended and the amount authorized to be expended for each such objective. The budget may be modified from time to time by a majority vote of the Section Council in accordance with Section 4. The original budget and any subsequent modifications shall, after adoption, shall be publicly shared with the Section membership in a Section Publication published in the Section newsletter or other mailing to the Section membership. [Amended 2009.]~~
- 9.2 Annual Section Dues or Assessments.** The Section Council may, by majority vote, authorize a ~~mail~~ ballot of the Section membership to establish the levy and collection of section dues ~~or assessments~~ in a specific annual amount. If a majority of members voting approve, and if the ~~APA-PA Chapter~~ Board of Directors concurs, the annual dues ~~or assessments~~ shall be established. The ballot shall set forth particular reasons why the collection of annual section dues ~~or assessments are is~~ necessary and how the funds collected will be used to supplement the applications received from ~~the Chapter APA-PA~~. Section dues ~~or assessments~~ shall be billed and collected by the Section Treasurer.
- 9.3 Fiscal Year.** The Section Fiscal Year shall run from January 1 to December 31. ~~[Amended 2009]~~

## **10.0 BYLAWS.**

- 10.1 Adoption.** These Bylaws shall be submitted, together with a ballot ~~by electronic correspondence~~ to all Section members by the Secretary. The proposed Bylaws shall be adopted upon an affirmative

vote of two-thirds (2/3) of those voting. A period of fifteen (15) days from date of ~~release mailing~~ shall be allowed for return of ballots. ~~{Amended 2009.}~~

10.2 Amendment. Amendments to these bylaws may be proposed by a majority vote of the Section Council or by a petition signed by at least twenty (20) Section members. A proposed amendment shall be submitted, together with a ballot to all Section members ~~electronically~~ by the Secretary. The proposed amendment shall be adopted upon an affirmative vote of two-thirds (2/3) of those voting. A period of fifteen (15) days from date of ~~release mailing~~ shall be allowed for return of ballots. ~~{Amended 2009.}~~

10.3 Chapter Compatibility. Section Bylaws shall not conflict with Chapter Bylaws or the Articles of Incorporation and Bylaws of ~~the Association or Chapter APA.~~ ~~National and State chapter bylaws shall supersede where conflict is present with the Section bylaws.~~ Copies of Section Bylaws or Bylaw Amendment shall be sent to the Chapter President promptly upon their adoption ~~and published for reference by Section membership.~~

Adopted this       th day of Month, 2015

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Nicole Hostettler, Secretary

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Martha Cross, Section Chair