

**Women and Planning Division
of the American Planning Association**

Division Bylaws

As amended by members: July 21, 2022

1. GENERAL

Name

- 1.1. The name of this Division shall be the Women and Planning Division (hereafter the Division) of the American Planning Association (hereafter APA or the Association).
- 1.2. The Division has been authorized by and is subject to the Bylaws of the APA.

Mission

- 1.3. The mission of the Division is to provide a national network supporting women in the planning profession, and advocate for the needs of women in planning practice.

Purpose

- 1.4. The purpose of the Division shall be to:
 - a. Create a national network of planners actively promoting and addressing the issues of women in planning.
 - b. Promote and advocate for the participation of women in the planning profession and achieving parity within the profession, APA, AICP and FAICP.
 - c. Encourage and create a platform to bring diversity, equity, and inclusion into action.
 - d. Promote the professional growth of women in the planning field.
 - e. Provide the planning profession with research and guidance to address the needs of women in planning practice.
 - f. Act as a resource to APA to advocate for legislation and planning policy that improves the welfare and status of women as members of a community and as planning professionals.
 - g. Facilitate connections with other Divisions, Chapters, and allied organizations addressing issues relevant to women in planning.

Nonprofit status

- 1.5. The Women and Planning Division is a subordinate entity under the nonprofit 501(c)(3) status of the American Planning Association.

Procedures

- 1.6. Executive, Committee and Business meetings of the Division shall be guided by the principles of basic parliamentary procedures.
- 1.7. It is encouraged that, wherever reasonably possible, decisions shall be reached by consensus.

2. MEMBERSHIP

- 2.1. Membership in the Division is open to all individuals and institutions who have an interest in the issues of women and planning. APA members can join the Division at any time by paying dues. Institutional members would include governmental agencies, private firms, schools, libraries, not-for-profit organizations, and others with an interest in the mission of the Division.
- 2.2. Individuals and institutions with an interest in the purposes of the Division who are not members of APA may become Division Affiliates by paying Non-APA-Member dues. Division Affiliates shall not be eligible to run for elected officers of the Executive Committee; however, they may participate in non-elected roles. Division Affiliates shall not represent themselves as members of APA.
- 2.3. Division membership begins upon receipt of annual Division dues and terminates upon failure to pay. Division dues are paid annually to APA.
- 2.4. The services that the Division shall provide to its members may include:
 - a. Holding events and programs, such as webinars, conference sessions, and networking opportunities.
 - b. Communicating the news and activities of and related to the Division, through email, newsletters, social media, and a Division website.
 - c. Preparing or supporting research papers for publication in APA or other professional or academic journals.
 - d. Supporting the professional growth of membership.
 - e. Recommending statements of policy that support the mission of the Division to APA for their consideration and adoption.
 - f. Providing advocacy for women in the planning profession and providing support to membership who need APA assistance.
 - g. Preparing and making available to members an Annual Performance Report, Work Plan, and Budget.
 - h. Meeting annually with Division officers and members during the APA national conference.

3. DECISION MAKING

- 3.1. The Executive Committee shall make decisions by a majority of votes, except where specified otherwise in these bylaws.
- 3.2. The Executive Committee shall disseminate adequate notice of and information pertaining to decisions requiring a vote by the membership, including by direct email to members and through the Division's website.
- 3.3. The Executive Committee shall strive for accessibility, accountability, and collaboration with membership about Division decisions.

4. EXECUTIVE COMMITTEE

- 4.1. The Executive Committee shall be comprised of elected and ex officio officers as described in Section 5 of these bylaws. All Executive Committee officers must be Division members in good standing for the duration of their term.
- 4.2. Additional leaders appointed at the discretion of the Officers may act in an advisory capacity to the Executive Committee.
- 4.3. The duties of the Executive Committee are to:
 - a. Manage the business and programs of the Division.
 - b. Communicate plans and decisions with membership and provide clear channels of communication for members to engage with the Executive Committee.
 - c. Prepare, approve, and submit to APA the Annual Performance Report, Work Plan, and Budget, following the requirements prescribed by APA's Divisions Council.
 - d. Authorize expenditures consistent with the annual budget and subject to consent by the Chair.
 - e. Prepare and facilitate the Division's by-right educational session(s) at the National Planning Conference, and other sessions as warranted.
- 4.4. Meetings of the Executive Committee shall be called by the Chair, or by a majority of voting Executive Committee members.
- 4.5. A majority of Executive Committee members with voting privileges shall constitute a quorum. Votes of the Executive Committee may be held during in-person meetings, by electronic poll, or by email.

5. OFFICERS

- 5.1. The **Chair** shall be elected to the office and shall:
 - a. Act as the presiding officer of the Division.
 - b. Be responsible for the Division's compliance with the requirements in the APA corporate bylaws, current Division Performance Criteria, and Divisions Council policies and procedures.
 - c. Review and approve the Annual Performance Report, Work Plan, and Budget.
 - d. Authorize specific expenditures in accordance with the approved Budget.
 - e. Appoint Committees, Committee Chairs and non-elected roles necessary to carry out the Division's annual work program, in consultation with the Executive Committee.
 - f. Make other delegations and decisions necessary to carry out the Mission and Purpose of the Division.
 - g. Serve on APA's Divisions Council.

- 5.2. The **Vice Chair** shall be elected to the office and shall:
- a. Assist the Chair as directed in managing committee activities, special projects, planning efforts associated with APA's annual National Conference, the annual business meeting, and other activities necessary for the running of the Division.
 - b. In the absence, resignation, or termination of the Chair, assume all duties of the Chair.
 - c. Coordinate and assist other officers with Division programs.
- 5.3. The **Director of Administration** shall be elected to the office and shall:
- a. Provide notice of and prepare minutes for all Executive Committee meetings and of the Division's annual business meeting.
 - b. Oversee preparation of the Annual Performance Report and Work Plan, for approval by the Executive Committee.
 - c. Manage the Division's record keeping and digital file storage and archive.
 - d. Coordinate the posting of appropriate Division records and files to the Division's website.
 - e. Fulfill all recordkeeping and reporting requirements stipulated by APA.
 - f. Submit proposed bylaw amendments to membership.
- 5.4. The **Director of Finance** shall be elected to the office and shall:
- a. Oversee preparation of the annual Budget, for approval by the Executive Committee.
 - b. Manage Division funds and accounts and provide regular reports to the Executive Committee on the status of the Division's finances.
 - c. Prepare an annual financial report to be presented to the Executive Committee in advance of and at the annual business meeting.
- 5.5. The **Director of Communications** shall be elected to the office and shall:
- a. Manage all the Division's external communications, including the Division's website, membership communications, social media, newsletter, and branding management.
 - b. Create an annual communications work plan.
 - c. At the discretion of the Chair, appoint and oversee Committees to execute communications efforts.
 - d. Ensure the Division's communications are consistently branded and relevant to members.
- 5.6. The **Director of Programs** shall be elected to the office and shall:
- a. Propose, manage, and facilitate Division programs, such as mentorship, webinars, networking, and conference sessions.
 - b. Create an annual program work plan.
 - c. Work closely with other officers to support student, Chapter, membership, and communications efforts.
 - d. Coordinate with other Divisions where work plans overlap to jointly plan programs.

- e. At the discretion of the Chair, appoint and oversee special committees to undertake specific programs.
- 5.7. The **Director of Membership** shall be elected to the office and shall:
- a. Advise the Executive Committee on membership demographics and trends.
 - b. Manage the Division's annual nominations to the College of Fellows of the American Institute of Certified Planners.
 - c. Welcome new members to the Division.
 - d. Provide guidance to the Executive Committee on programs and best practice to improve management and services to members.
 - e. Manage and update the Division's membership roster received from APA.
 - f. Respond to membership queries.
 - g. Develop and execute a survey of membership at a minimum of every two years.
 - h. Coordinate closely with the Communications Director to develop and manage efforts to increase membership and ensure contact details are up-to-date and accurate.
- 5.8. The **Director of Chapter Engagement** shall be elected to the office and shall:
- a. Hold membership in the other Population Based Divisions to build relationships between our Divisions.
 - b. Routinely meet with the other Population Based Divisions Executive Committee and Division programs coordinators to determine areas of common interest and how we can support each other.
 - c. Maintain a contact database of the Executive Committee members of all APA Chapters and Divisions
 - d. Maintain a contact database of the student planning organizations and act as the liaison between the planning schools and the Division.
 - d. Promote student involvement and engagement in the Division.
 - e. Work closely with other officers to recruit student members to join the Division.
 - f. Work closely with other Division Officers to facilitate meetings and outreach with other Divisions to support Women and Planning programs and activities and support the mentorship program.
 - g. Support the Division in preparing and submitting research papers for publication in APA or other professional or academic journals.
- 5.9 The **Director of Funding and Financial Support** shall be elected to the office and shall:
- a. Propose, manage, and facilitate opportunities for the Division to receive funding to support Division activities.
 - b. Prepare funding applications on behalf of the Division to support identified Division projects and programs.
 - c. Prepare materials for eliciting sponsorship and maintain a database of potential sponsors.

- d. Propose, manage, and facilitate opportunities for the Division to provide grants and scholarships for membership.
 - e. At the discretion of the Chair, appoint and oversee a Special Committee to support the review and recommendation of scholarship and grant recipients.
 - f. Work closely with other officers to coordinate funding and financial support communication to membership.
- 5.9. The **Past Chair** shall, at their option upon completion of an elected term, succeed as an ex-officio non-voting officer of the Executive Committee, and shall:
- a. Provide continuity and support to the Executive Committee.
 - b. Undertake such duties as agreed upon by the Chair.
 - c. Take a leadership role in preparing award applications, FAICP nominations, or other programs.
 - d. Act as Chair of the Division Election Nominating Committee.

6. ELECTIONS

- 6.1. Elections will be held every two years. Newly elected officers will assume office on January 1st in odd-numbered years, or otherwise in accordance with APA's standardized Division election cycle.
- 6.2. No Division member may serve more than two terms as Chair, whether consecutive or non-consecutive terms. All other elected officers may serve up to three terms in an individual officer position, whether consecutive or non-consecutive terms.
- 6.3. All officers must be current APA and Division members in good standing. Division Affiliates are not eligible to hold elected office.

Nominating Committee

- 6.4. A Nominating Committee will be appointed by the Chair in advance of each election period and composed of at least three Division members in good standing. The Nominating Committee will issue a call for nominations from the Division membership and conduct an election. The call for nominations will encourage diversity in Officer positions. Nominating Committee members may not include members running for office.
- 6.5. The Nominating Committee will present an election schedule, which will include a call for nominations, submission of candidate material, and balloting window, for the Executive Committee's approval.
- 6.6. The Nominating Committee will allow a minimum of two weeks for nominations from Membership to be submitted.
- 6.7. Officers shall be elected by receiving a plurality of valid votes cast by the Division's membership.
- 6.8. In the case of a tie, the Nominating Committee shall submit a second ballot of the same candidates for only the tied officer role to membership, within 1 week of the completed first

ballot. The Nominating Committee shall provide an explanation to the membership of the tie-break procedure. The candidates in question will be informed by the Nominating Committee of the tie-break procedure but will not be granted an opportunity to submit additional or modified material in support of their campaign to membership. In the case of a second tie by ballots cast, the Nominating Committee Chair shall determine the winner by a random drawing.

Vacancies

- 6.9. In the absence or resignation of the Chair, the Vice Chair will assume the duties of the Chair, under the title of Acting Chair, until the term of the vacated Chair is complete. An Acting Chair's term will not count toward a Chair's two-term limit.
- 6.10. All other vacancies, including that of a Vice Chair who becomes an Acting Chair, shall be filled for the remainder of an unexpired term by appointment by a vote of the Executive Committee within sixty calendar days of an officer vacancy. The Executive Committee may or may not call on membership for nominations to fill inter-term vacancies. Vacancies are so appointed until the next election cycle.
- 6.11. The Executive Committee has the authority, but is not obligated, to hold a special election if an officer vacancy will be for a period of 12 months or more.

Termination

- 6.12. In the event that a Division officer is unable to perform their duties or is not functioning within the guidelines of their elected position outlined by the APA and Division Bylaws and the Division Performance Criteria and Policies, the subject Division officer may be asked to resign or be terminated from their position by a majority vote of the Executive Committee.

7. NON-EXECUTIVE COMMITTEES

- 7.1. The Executive Committee may form and dissolve committees at any time of Division members in good standing to carry out the activities of the Division. The Division Chair shall specify each Committees' charge, budget, reporting time, and date of termination if applicable. The Division Chair shall appoint a Committee Chair for each Committee, unless otherwise specified in these bylaws. Committee Chairs may, at the discretion of the Executive Committee, serve as advisory members of the Executive Committee. Committee Chairs may be appointed to or removed from said position at the discretion of the Division Chair.

8. FINANCE

- 8.1. Division dues shall be consistent with the APA division dues schedule for all categories. Dues are collected by APA and are rebated to the Division by APA's national office.
- 8.2. Subject to approval by the Executive Committee, the Division may accept contributions, donations, and grants. The Executive Committee may establish fees for publications or services to be offered to non-members or as special services to members, as long as such fees are consistent with charges determined by the APA Board.

- 8.3. The Division shall not enter into contracts or obligate the Division financially or in name if said obligation or contract exceeds \$500.00 USD and is not described and proposed in the approved annual Work Plan and Budget. All agreements, partnerships with outside organizations or individuals, or previously unidentified expenses shall be submitted to APA prior to any action being taken.

Travel Reimbursement

- 8.4. Costs to the Chair or designated proxy for travel to and accommodation at required APA meetings will be reimbursed by the Division at (a) 100% of incurred cost, or (b) up to 35% of the Division's annual budget, whichever is the lesser amount.
- 8.5. To manage the Division's leadership travel expenses and focus financial resources on member services, leadership should travel as economically as is reasonably possible.
- 8.6. The following expenses are eligible for reimbursement for the approved traveler:
- a. Round trip ground transportation from traveler's home to the point of departure (airport, train station). Expense can be for public transit, taxi, or mileage.
 - b. Primary transportation to the meeting location (airfare, train, or mileage/parking). The lowest refundable economy fare must be purchased.
 - c. Hotel for the night(s) of the Leadership Meetings (room rate and tax). Ancillary expenses incurred at the hotel (eg: room service, wifi) shall not be reimbursed by the Division.
 - d. If not staying in an APA-designated meeting hotel, accommodation expenses cannot exceed the APA-designated hotel nightly fee.
 - e. Round trip ground transportation from the point of arrival (e.g.: airport, train station) to the hotel or place of accommodation (i.e.: public transit or taxi fare).

9. COMMUNICATIONS, WEBSITE, and BRANDING

Member Communications

- 9.1. The Executive Committee shall ensure a minimum of six digital bulletins or newsletters are disseminated to membership per year. The Executive Committee, at the discretion of the Chair, may choose to disseminate additional communications to members outside of a regular schedule, as special events or announcements arise.
- 9.2. A digital file of each bulletin or newsletter shall be posted on the Division's website.

Website

- 9.3. The Division shall maintain a website to provide information to members and to advertise the purposes of the Division. The Executive Committee will ensure the website provides up-to-date, timely, and relevant information.
- 9.4. The Executive Committee will ensure the website is updated at a minimum every quarter (every three months). These updates will be managed by the Director of Communications and reported to the Executive Committee.

- 9.5. Executive Committee and annual business meeting minutes, the annual Performance Report and Workplan, as well as other Division business material at the discretion of the Executive Committee, shall be posted in a timely manner to the Division website.

Branding

- 9.6. The Division shall use developed APA branding, logos, and imagery for all publications and media produced by or for the Division. Division publications shall be identified with the Division's full name, as "a Division of the American Planning Association" with the uniform logotype of APA.

10. MEETINGS

- 10.1. The Division Chair, or a designated proxy, must attend APA's two annual meetings: the annual APA National Planning Conference and the annual APA Leadership Meeting. The Chair's proxy must be a sitting member of the Executive Committee or a Past Chair of the Division.
- 10.2. The Division shall hold an annual business meeting during the APA National Conference. Notice of the annual meeting shall be communicated by email to the Division membership and posted to the Division website at least 30 calendar days prior to the meeting.
- 10.3. All officers shall attend all Executive Committee meetings, typically held once per month, or notify the Director of Administration in advance of their required absence.
- 10.4. Minutes of regular Executive Committee meetings will be posted to the Division's website for review by all members.
- 10.5. Special meetings of members may be held as ordered by the Chair; Acting Chair; a majority vote of the Executive Committee; or by petition of 10 percent of Division members. Notice of special meetings shall be communicated by email to Division members and posted on the Division website at least 14 calendar days prior to the meeting.

11. PUBLIC POLICY

- 11.1. No member shall represent the Division on Division policy without obtaining the approval of the Executive Committee. No member shall represent APA without obtaining the approval of the Executive Committee and of the APA Executive Director.

12. RIGHT TO PRIVACY

- 12.1. All Division member anonymity shall be respected in undertaking Division activities, including billing. Division members will be provided the opportunity to opt out of inclusion in Division membership communications or directories.

13. AMENDMENT OF BYLAWS

- 13.1. The Division is free to amend or replace its bylaws at any time using the following procedure:
 - a. Amendments to the bylaws may be proposed by the Executive Committee or by a petition signed by at least ten percent of Division members in good standing.

- b. The Executive Committee shall submit proposed bylaw amendments to the membership for a period of review and comment of no less than fourteen calendar days. An email address and/or online comment portal will be provided to Division members enabling them to submit feedback on the proposed amendments.
 - c. A copy of the proposed amendments shall be shared with APA for review before adoption by the Division. If no response is received from APA within 14 calendar days of submittal, the Division may proceed with a vote by Division members on the proposed amendments.
 - d. Bylaws may be amended by a majority of the valid ballots received. Electronic ballots will be used.
- 13.2. Approved bylaws shall be posted to the Division's website and submitted to APA.

Amended by a vote of members on July 21, 2022