

**BYLAWS
OF THE COLORADO CHAPTER
OF THE
AMERICAN PLANNING ASSOCIATION**



Adopted July 2004

(Last amended May 2015)

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**BYLAWS OF THE
COLORADO CHAPTER OF THE
AMERICAN PLANNING ASSOCIATION**

ARTICLE 1: GENERAL

- 1.1 Name.** The name of the chapter is the Colorado Chapter of the American Planning Association. The name may appear as APA Colorado or APA CO on correspondence, publications, and for other purposes, and is also referred to in these bylaws as the "Chapter."
- 1.2 Area.** The area served by the Chapter is the State of Colorado.
- 1.3 Purposes.** The purposes of the Chapter are as follows:
1. To facilitate the participation of members of the national American Planning Association ("APA") within the Chapter area, local planners, and citizens interested in planning and to further the purposes of the Chapter;
 2. To advance the art and science of planning in Colorado;
 3. To encourage the exchange of information and planning experiences; and
 4. To advance the interests and welfare of the planning profession.
- 1.4 Nonprofit Nature of Chapter.** The Colorado Chapter of the American Planning Association is a nonprofit corporation. Its income shall be used only for Chapter purposes and no part of any net earnings shall inure to the benefit of any member or other individual other than paid staff. However, the Chapter may pay reasonable compensation for services rendered and may make payments and/or distributions in furtherance of Chapter purposes. Upon dissolution, all assets shall be distributed to the American Planning Association.

ARTICLE 2: DEFINITIONS

- 2.1 American Planning Association.** The national organization, of which this Chapter is an integral part, is the American Planning Association. It is referred to in these bylaws as the "APA."
- 2.2 American Institute of Certified Planners.** The American Institute of Certified Planners is the independent professional organization that recognizes members of the planning profession who have met the requirements for certification. It is referred to in these bylaws as "AICP."
- 2.3 Executive Director.** The term "Executive Director" as used in these bylaws refers to the duly appointed Executive Director of APA.
- 2.4 Member's Address of Record.** A member's "address of record" shall be the address furnished by the member to the Chapter or obtained from a reasonably reliable source.
- 2.5 Publication of the Chapter.** A "publication of the Chapter" shall mean any publication of the Chapter that is mailed to all Chapter members at their current address of record, without special charge, or e-mailed, or made available on the Chapter web page.

ARTICLE 3: MEMBERSHIP

- 3.1 Eligibility.** A member of APA whose address of record is within the Chapter area shall automatically be eligible to be a Chapter member. An APA member whose address of record is outside the Chapter area also may become a Chapter member upon notification in writing to the Secretary of the Chapter and upon payment of any applicable dues and assessments.
- 3.1.1 Chapter-Only Membership.** A person who is not a member of APA may become a "Chapter only" member upon payment of Chapter application dues and assessments as established by the Chapter. Chapter-only members are entitled

to vote in Chapter matters. A Chapter-only member may run for an elected office, but must become a full APA member if elected.

3.2 Termination and Reinstatement.

1. Chapter membership shall be terminated upon termination of APA membership.
2. Chapter membership shall be terminated for failure to pay Chapter dues.
3. Chapter membership shall be terminated when a member moves out of the Chapter area, unless the member requests in writing to retain a nonresident membership and continues to pay Chapter dues.
4. Chapter membership shall be terminated for an AICP Planner if the APA Ethics Officer finds that there is a violation of the "AICP Code of Ethics and Professional Conduct," with reinstatement as prescribed in the "AICP Code of Ethics and Professional Conduct." For non-AICP members, a recommendation to terminate Chapter membership based on a violation of the APA "Ethical Principles in Planning" may be brought to a vote of the Board by a vote of the Professional Development Committee. The Board may then review the matter and determine if a termination of membership is appropriate.

ARTICLE 4: BOARD OF DIRECTORS

4.1 Composition.

The Board of Directors consists of all elected officers named in Article 5; all elected area representatives named in Article 7; voting and non-voting appointed special representatives named in Article 6; and the appointed chairs of the Legislative and Professional Development Committees named in Article 9. It is referred to in these bylaws as "the Board."

4.1.1 Elected Positions. Officers and Area Representatives are to be elected as described in Article 13. However, in the event of a vacant Board position, the President may appoint a replacement whose term shall last for such time as a regular election is held by the Chapter.

4.1.2 Appointed Positions. All appointed Board members are to be appointed by the President and ratified by the Board.

4.2 Duties.

Duties of the Board are as follows:

1. Manage the affairs of the Chapter
2. Adopt the annual budget of the Chapter.
3. Set the annual Chapter dues and any special dues or assessments it deems necessary to carry out the Chapter program.
4. Authorize expenditures consistent with the adopted budget.
5. Put into effect the votes of the Chapter.
6. Adopt and disseminate Chapter policies and positions.
7. Consider and approve appropriate actions relevant to the Chapter's Ethical Principles for Planning.
8. Review and approve, deny or table all Chapter award recipients.
9. Review and comment on proposed APA programs and budgets.
10. Remove Chapter Officers and Board members from office for malfeasance, misfeasance, nonfeasance, or incapacity.
11. Establish fees, rights, and privileges of "Chapter-only" members.
12. Perform such other functions as necessary to carry out the purposes of the Chapter.

4.3 Meetings and Quorums.

Meetings of the Board shall be called by the President or by a majority of the voting Board members. There shall be, in each year, at least six (6) meetings of the Board, in addition to the annual meeting. A majority of the voting members of the Board shall constitute a quorum for the transaction of business. In the absence of the president, the meeting shall be presided over by the Officers listed in 5.1 in that order.

4.4 Electronic Meetings.

Certain issues may arise requiring a vote of the Board that should not be delayed until the normal meeting date. When these issues occur, any member of the Board may put forward a motion and request a vote electronically by the Board. These votes require that a majority of the Board respond for a quorum to exist. The matter will be decided by a simple majority of those who vote. All votes must be cast within 24 hours of the call for a vote by the President.

ARTICLE 5: OFFICERS

5.1 Officers and Terms of Office.

The officers of the Chapter shall be as follows:

1. President,
2. President Elect,
3. Past President,
4. Vice President of External Affairs,
5. Vice President of Communications, and
6. Secretary/Treasurer.

The term of office for President shall be for two (2) years. The terms for the Past President and President Elect shall be one (1) year. Thus, the elected President shall serve the Chapter for four years; the first year as President-elect, the next two years as President, and the fourth year as Past President.

The term for the President Elect shall begin on November 1 of odd-numbered years. The term for the President shall begin on November 1 of an even-numbered year following the one-year term as President-elect. If the sitting President is elected for a second consecutive term, there will be no President Elect in the second year of the President's first term or Past President in the first year of the President's second term. This creates a system where the President serves with the Past President during the first year of the Presidential term and with the President Elect during the second year. The following table illustrates the overlapping terms of the presidents over a period of time:

Year	Sitting President	Past/Elected Presidents
Even	President "B"	Past President "A"
Odd		President Elect "C"
Even	President "C"	Past President "B"
Odd		(vacant)
Even	President "C" re-elected	(vacant)
Odd		President Elect "D"
Even	President "D"	Past President "C"
Odd		President Elect "E"

The Vice President of External Affairs, the Vice President of Communications, and the Secretary/Treasurer shall each be elected for a two-year term. The President Elect, Vice President of External Affairs, and Secretary/Treasurer's terms shall begin on November 1

of odd-numbered years, and the term for the Vice President of Communications shall begin November 1 of all even-numbered years.

5.2 Duties.

All Chapter officers shall be APA members and shall perform the customary duties of their respective offices, and the following specific duties:

5.2.1. President. The specific duties and responsibilities of the President shall be:

1. Assume overall responsibility for coordinating Chapter programs and activities.
2. Develop and recommend an annual budget to be approved by the Board.
3. Call meetings of the Chapter and of the Board and preside at all official meetings.
4. Appoint and discharge members of the Standing Committees, special committees, and task forces.
5. Serve as a nonvoting, ex-officio member of all special committees and task forces.
6. Assign to special committees and task forces pertinent matters that fall within their province and specify guidelines for their conduct of business, as necessary.
7. Appoint, subject to approval of the Board, Board, and Committee positions as indicated in these by-laws.
8. Represent the Chapter on the APA Chapter Presidents Council and serve as principal liaison between APA and the Chapter.
9. Act as spokesperson for the Chapter.
10. Serve as primary supervisor to staff. Direct all basic administrative functions.
11. Notify Chapter members of their election or appointment to office or appointment to a special committee or task force.

5.2.2 President Elect and/or Past President. The specific duties and responsibilities of the President Elect and Past President shall be:

1. Assume the ultimate authority of the President in the event of the absence or incapacity of the President, or if the President resigns or is otherwise unable to complete the term of office. If the Past President or President Elect is unable to carry out those duties or if there is no Past President or President Elect, presidential authority shall pass first to the Vice President of External Affairs, then to the Vice President of Communications, then to the Secretary/Treasurer.
2. Act as coordinator and liaison between the Board and the Professional Development Committee, and between the Board and special committees and task forces not otherwise assigned to a board member, as delegated by the President.
3. Coordinate arrangements for Chapter meetings and programs with the appropriate officers, area representatives, committee chairpersons, or Chapter members.
4. Carry out any other duties and authorities assigned by the President.
5. The President Elect shall prepare the Chapter Strategic plan in accordance with Article 10. If there is no President Elect, the sitting President shall perform this duty.

5.2.3 Vice President of External Affairs. The specific duties and responsibilities of the Vice President of External Affairs shall be:

1. Act as coordinator and liaison between the Board and all Chapter activities in the area of public relations.

2. Serve as liaison between Chapter and other related professional organizations in areas that will engender cooperation and benefit the membership of the Chapter.
3. Oversee an appropriate awards program to further the professional purpose of the Chapter.
4. Co-Chair the Outreach and Communication Committee.
5. Carry out any other duties and authorities assigned by the President.

5.2.4 Vice President of Communications. The specific duties and responsibilities of the Vice President of Communications shall be:

1. Execute Board policy with respect to requests for use of email, website, or membership lists for communications from outside of the organization.
2. Maintain the APA mailing list.
3. Coordinate all activities regarding computers and planning functions for the APA including guidance and support to the web administrator on issues relating to the Chapter Website.
4. Serve as editor and publisher of the Chapter newsletter.
5. Co-Chair the Outreach and Communication Committee and encourage and create positive media for the planning profession.
6. Carry out any other duties and authorities assigned by the President.

5.2.5 Secretary/Treasurer. The specific duties and responsibilities of the Secretary/Treasurer shall be:

1. Review minutes of all Board meetings.
2. Maintain a current list of all Chapter Officers and members of the Board (including their addresses and telephone numbers). Following an election or appointment, notify the Executive Director of APA, in writing, within thirty (30) days of the resulting change(s) to the roster of Officers and/or Board members.
3. Maintain an archive library consisting of at least one (1) copy of each publication of the Chapter.
4. Submit to the Executive Director of APA proposed amendments to Chapter bylaws.
5. Handle all official Chapter correspondence.
6. Perform election-related duties found in Article 13.
7. Receive, manage, and disburse Chapter funds in accordance with the adopted budget.
8. Collect Chapter dues and assessments not collected by APA.
9. Work with the Administrator and President in preparing an annual budget.
10. Prepare a financial report for each meeting of the Board including a current balance sheet and an income statement reflecting Chapter operations since the date of the preceding financial report.
11. Prepare and submit to the Board a written Treasurer's report at the mid-point and end of each fiscal year. The report shall include a current balance sheet and a statement of expenditures and revenues for the previous six-month period.
12. Maintain financial records and accounts which shall be open for inspection at all times by Chapter members and which shall be subject to audit.
13. Inform student members of the purposes of the Chapter and the duties of the Student Representative for the purpose of election of a Student Representative.

ARTICLE 6: SPECIAL REPRESENTATIVES

6.1 Public Official Representative.

6.1.1. Definition. There shall be one Public Official Representative to the Chapter serving on the Board. The Public Official Representative will serve as a voting member of the Chapter Board

6.1.2. Eligibility. The Public Official Representative must be an elected or appointed public official whose duties involve planning issues, and must reside in the state of Colorado during their term as the Public Official Representative on the Board.

6.1.3 Appointment and Term of Office. The Public Official Representative shall be appointed by the President, subject to approval of the Board, for a two-year term to be re-appointed at the time the President takes office. The Public Official Representative shall represent the interests of all public official members of the Chapter. The Public Official Representative will serve as a voting member of the Board.

6.1.4 Duties: The Public Official Representative shall perform the following duties:

1. Serve on the Board of the Chapter.
2. Advise the Board and the Chapter of the interests and concerns of appointed and elected public officials.
3. Advise the Board on desirable Chapter services to public officials.
4. Promote an understanding of the value of professional planning amongst other public officials
5. Promote and encourage membership in APA amongst public officials.

6.2 Planning Faculty Representative.

6.2.1 Definition. There shall be one Planning Faculty Representative to the Chapter Board. The Planning Faculty Representative will serve as a voting member of the Chapter Board.

6.2.2 Eligibility. The Planning Faculty Representative shall be professor of planning on staff at an institute of higher learning in Colorado, preferably at an APA accredited university. The Planning Faculty Representative shall also be a member in good standing of the Chapter.

6.2.3 Appointment and Term of Office. The Planning Faculty Representative shall be appointed by the President, subject to approval of the Board, for a two-year term to be re-appointed at the time the President takes office.

6.2.4 Duties. The Planning Faculty Representative shall perform the following duties:

1. Serve on the Board of the Chapter.
2. Advise the Board and the Chapter of the interests and concerns of the planning programs within Colorado institutes of higher learning.
3. Advise the Board on desirable Chapter services to universities, faculty, and students.
4. Act as liaison between the Chapter and planning programs, planning faculty and institute of higher learning in Colorado.
5. Encourage and coordinate programs jointly sponsored universities and the Chapter.

6.3 Student Representative.

6.3.1 Definition. There shall be one Student Representative to the Chapter serving on the Board. The Student Representative will serve as an ex-officio, non-voting member of the Chapter Board.

6.3.2 Eligibility. There shall be a Student Representative to the Chapter. The Student Representative shall be enrolled as a graduate student in an institution of higher learning located in the Chapter area and shall also be a student member of APA.

6.3.3 Election and Term of Office. The Student Representative shall be elected annually for a term of one year. The term of office shall begin before June 1 of

each year. Only student members of the Chapter shall be eligible to vote for the Student Representative. The election of the Student Representative shall be arranged and conducted by the Student Chapter.

6.3.4 Duties. The Student Representative shall perform the following duties:

1. Serve on the Board of the Chapter.
2. Advise the Board and the Chapter of the interests and concerns of planning students.
3. Advise the Board on desirable Chapter services to planning students.
4. Act as liaison between the student membership and the Chapter.
5. Encourage and coordinate programs jointly sponsored by institutions of higher education and the Chapter.

6.4 Emerging Planning Professionals (EPP) Representative.

6.4.1 Definition. There shall be one Emerging Planning Professionals Representative to the Board. The EPP Representative will serve as an ex-officio, non-voting member of the Board.

6.4.2 Eligibility. The EPP Representative shall be a member in good standing of both the Chapter and EPP, and currently serve as the Chair of the EPP Board of Directors, unless otherwise appointed by the EPP Board of Directors.

6.4.3 Appointment and Term of Office. The Emerging Planning Professionals Representative shall serve a term as prescribed in the EPP bylaws.

6.4.4 Duties. The Emerging Planning Professionals Representative shall perform the following duties:

1. Serve on the Board of the Chapter.
2. Advise the Board and the Chapter of the interests and concerns of the Emerging Planning Professionals.
3. Advise the Board on desirable Chapter services to young professionals.
4. Act as liaison between the EPP membership and the Chapter.
5. Encourage and coordinate programs jointly sponsored EPP and the Chapter.

6.5 Western Planning Resources, Inc. (WPR) Representative.

6.5.1 Definition. There shall be one Western Planning Resources, Inc. (WPR) Representative to the Chapter Board. The WPR Representative will serve as an ex-officio, non-voting member of the Chapter Board.

6.5.2 Eligibility. The WPR Representative shall be a member in good standing of both the Chapter and of Western Planning Resources, Inc. and shall reside in Colorado.

6.5.3 Appointment and Term of Office. Because the Chapter is a participating organization (at the affiliate level) in WPR, the WPR Representative shall serve on WPR's Board of Directors. The Western Planning Resources, Inc. Representative shall be appointed by the President, subject to approval of the Board, for a two-year term to be re-appointed at the time the President takes office.

6.5.4 Duties. The Western Planning Resources, Inc. Representative shall perform the following duties:

1. Represent and coordinate the interests of members of both the Chapter and Western Planning Resources, Inc.
2. Act as liaison between the Chapter Board and the WPR Board to engender cooperation and collaboration that benefits both memberships.
3. Advise the Chapter Board of the interests and activities of WPR and vice-versa.
4. Encourage and coordinate activities, programs, and/or conferences jointly sponsored by the Chapter and WPR.

ARTICLE 7: AREA REPRESENTATIVES

7.1 Area Definition and Eligibility.

7.1.1 Area Definition. An Area Representative shall be elected to represent and serve Chapter members in each of the following geographic regions, except that the Denver Metro area shall have two Area Representatives elected in alternate years:

1. **North Central Area:** Boulder, Larimer, Logan, Morgan, Philips, Sedgwick, Washington, Weld, and Yuma counties.
2. **Denver Metro Area:** Adams, Arapahoe, Broomfield, Denver, Douglas, Elbert, and Jefferson counties.
3. **Central Mountain Area:** Chaffee, Clear Creek, Eagle, Gilpin, Grand, Jackson, Lake, Park, Pitkin, Routt and Summit counties.
4. **Northwest:** Delta, Garfield, Gunnison, Mesa, Moffat, Montrose, Ouray and Rio Blanco counties.
5. **Southwest:** Alamosa, Archuleta, Conejos, Costilla, Custer, Dolores, Fremont, Hinsdale, , La Plata, Mineral, Montezuma, Rio Grande, Saguache, San Juan, and San Miguel counties
6. **South Central Area:** Baca, Bent, Cheyenne, Crowley, El Paso, Huerfano, Kiowa, Kit Carson, Las Animas, Lincoln, Otero, Prowers, Pueblo, and Teller counties.

7.1.2 Eligibility. An Area Representative shall be a member whose address of record is within the region represented.

7.1.3. Election and Term of Office. The Area Representatives shall be elected for a term of two years. The term of office shall begin November 1st of odd-numbered years for the Central Mountain, North Central, Northwest, and one of the Denver (known as Denver Metro A) Area Representatives. The term of office shall begin November 1 of even-numbered years for the South Central, Southwest, and one of the Denver (known as Denver Metro B) Area Representatives.

The election process for Area Representatives shall be coordinated with the election of Chapter officers, as outlined in Article 13. The nominating committee shall nominate candidates who shall be included on the ballot for Chapter officers.

Eligible voters for a candidate for Area Representative shall be limited to Chapter members whose addresses of record are within the region represented.

7.2 Duties.

The Representative shall perform the following duties:

1. Act as liaison between the members of the region and the Board and represent the interests and concerns of the region to the Board.
2. Each Representative shall assist the President in planning and presenting Chapter programs which represent or are based on planning activities or problems in his or her region and/or is presented by resource persons from that region. The program, if at all possible, shall be presented at a Chapter meeting held in that region (for programs presented by Area Representatives) or at a time convenient to other public officials (for programs presented with the Public Official Representative).
3. Coordinate and promote informal and formal meetings of the Chapter members from his or her region to discuss topics related to APA, the Chapter, or other planning activities.

ARTICLE 8: STAFF

8.1 Appointment.

The Board of Directors may employ an administrator or multiple administrators whose compensation, term, and conditions of employment shall be specified by the Board.

8.2 Authority and Responsibility.

Provide administrative functions including but not limited to maintaining records of membership, providing notice of meetings and agendas, taking minutes of meetings, basic accounting and liaison with auditors or bookkeepers, mailings, counting of ballots in Chapter elections, and posting information to the web page. Additional duties include coordination of logistics for State APA Conferences, training sessions, and assisting Area Representatives with local events.

ARTICLE 9: COMMITTEES AND TASK FORCES

9.1 Standing Committees.

The following standing committees shall be active at all times. Standing Committees, with the exception of the Executive Committee, shall adopt and be governed by a charter. The charter shall not be in force until ratified by the Board. The President is responsible for appointing chairpersons to Standing Committees in the event of a vacant position. Effective July 1, 2012, appointments to the Standing Committees shall be for a term of two years and may be renewed.

9.1.1 Executive Committee.

9.1.1.1. Composition. The voting members of the Executive Committee shall consist of the sitting Officers of the Board.

9.1.1.2. Duties. The Executive Committee shall be convened by the President to assist the President and advise the Board relating to its duties, including the following:

1. The annual budget and other administrative matters of the Chapter.
2. Chapter dues and any special dues or assessments.
3. Screening of candidates for appointed positions of the Chapter.
4. Personnel duties, performance, and compensation.
5. Report to the membership all business that it has considered or acted on between Chapter meetings.
6. Assist, upon request, the AICP to investigate alleged violations of the Code of Professional Responsibility by a Chapter member.
7. Reviews and comments on proposed APA programs and budgets.
8. Fees, rights, and privileges of "Chapter-only" members.
9. Other functions as necessary to carry out the purposes of the Chapter.

9.1.2 Professional Development Committee.

9.1.2.1 Composition. The President shall appoint a Professional Development Officer (PDO), subject to Board approval, to serve as chairperson. The Professional Development Officer shall serve a two year term, shall be a voting member of the Board, and be re-appointed at the time the President takes office. The PDO shall appoint at least three (3) Chapter members to serve on the Professional Development Committee. The Professional Development Officer shall be a member of AICP and one member of the committee shall be a member of the faculty of a

planning program at an accredited institution of higher education in Colorado.

9.1.2.2 Duties. The Professional Development Committee shall perform the following duties:

1. Encourage and promote continuing education and professional development for Chapter members.
2. Act as liaison with planning programs in institutions of higher education in the state.
3. Advise prospective members of AICP as to the qualifications, purposes, and programs of the AICP.
4. Inform members of the Chapter about the Chapter's "Ethical Principles in Planning" and the "AICP Code of Ethics and Professional Conduct." Assist in interpreting the Chapter's "Ethical Principles in Planning" for Chapter members.
5. Inquire into the conduct of individual members with regard to professional ethics and make appropriate recommendations for action by the Board.

9.1.3 Legislative Committee.

9.1.3.1 Composition. The President shall appoint at least two (2) Chapter members to serve on the Legislative Committee, and shall appoint one or two members as the chairperson(s). In order to stagger terms of appointments, the chair, (or one co-chair) shall be appointed in even years and at least one other member or co-chair shall be appointed in odd years. The chair shall serve as a voting member of the Board.

9.1.3.2 Duties. The Chapter Legislative Committee shall perform the following duties:

1. Monitor pending legislation regarding issues of importance to the Chapter such as planning, land use, and community development.
2. Communicate legislative information to members and respond to member concerns, both on a daily basis and through scheduled workshops and other events.
3. Elicit participation and responses on legislative matters from members.
4. Prepare original legislative material and assist in the revision of pending bills.
5. Foster a network of contacts and resources and form alliances with other groups to implement and accomplish Chapter objectives.

9.1.3.3 Non-member Assistance. If desired, the chair of the Legislative Committee may elect to seek assistance from persons who are not APA or APA Colorado members for specific identified tasks.

9.1.4 Outreach and Communication Committee.

9.1.4.1 Composition. The Vice President of External Affairs and Vice President of Communications shall be designated as co-chairperson. The Co-Chairs shall appoint members of the committee.

9.1.4.2 Duties.

1. The OC Committee shall approve and operate under an annual work plan which is consistent with the goals and objectives outlined within the Chapter's Strategic Plan.

9.1.5 Sustainability Committee.

9.1.5.1 Composition. The President shall appoint one (1) or two (2) Chapter members as the chairperson(s) of the Sustainability Committee. In order to stagger terms of appointments, the chair, (or at least one co-chair) shall be appointed in even years.

9.1.5.2 Liaison. The President shall appoint a member of the Board to serve as a liaison to the Sustainability Committee. The liaison shall regularly attend meetings of the Committee and the Board and shall communicate the activities of the Committee to the Board and vice-versa.

9.1.5.3 Duties. The Chapter Sustainability Committee shall perform the following duties:

1. Educate the membership about planning methods and tools that advance sustainability through trainings, newsletter articles, conference sessions, the Committee page of the Chapter website, and similar.
2. Assist the Conference Planning Committee and/or Board in incorporating “greening” initiatives and sustainability into Chapter events and activities.
3. Create Chapter sustainability policy positions with consideration of the current APA Sustainability Policy Paper, and coordinate with the Legislative Committee on sustainability-related legislation.
4. Foster a network of contacts and resources and form alliances with other groups to implement and accomplish Committee objectives.

9.1.6 Emerging Planning Professionals (EPP) Committee.

9.1.6.1 Composition - Membership. Committee membership will be reserved for professionals who:

1. Have eight or fewer years of experience in the field,
2. Consider themselves at entry- and mid-levels of their career, and
3. Are not currently enrolled in a planning-related undergraduate or graduate program.

9.1.6.2 Composition - Leadership. Committee members shall elect Committee leaders annually in July. Elected leaders shall serve terms from July 1st to July 31st of the following year. If a position is vacant, elected leaders reserve the right to appoint a stand in to serve the remainder of the term.

9.1.6.3 Duties. The Chapter Emerging Planning Professionals Committee shall perform the following duties:

1. Foster personal and professional connections among emerging professionals in planning and other related fields.
2. Support emerging planning professionals through continuing education and professional development opportunities.
3. Encourage and facilitate outreach and service to other communities, organizations, and allied professions.
4. Showcase innovative planning practices and promote the creativity and ingenuity of emerging planning professionals within the field.

9.2 Special Committees.

The President may establish any number of other committees necessary to further the purposes, programs, and objectives of the Chapter. The President has the authority to appoint and remove chairpersons and committee members. Effective July 1, 2012, such

appointments shall be for a term of one year and may be renewed. Such special committees may include, but are not limited to the following:

1. Nominating Committee (see Article 13)
2. Conference Planning Committee
3. Bylaws Committee
4. Special Projects Committee
5. Awards Committee
6. Past Presidents Committee

ARTICLE 10: CHAPTER STRATEGIC PLAN AND CHAPTER BUDGET

10.1 Chapter Strategic Plan.

10.1.1 Preparation. The President Elect, in conjunction with the Board, shall prepare and adopt the Chapter Strategic Plan that will be in effect for a two-year period beginning November 1 of even-numbered years. The duration of the plan will coincide with the presidential term.

10.1.2. Content. The plan shall identify Chapter goals with regard to professional development and continuing education, legislative action, membership, communication and other areas of concern. The plan shall also identify the tasks necessary to accomplish the goals, the individuals and committees responsible for each task and the portion of Chapter resources allocated to the task. The Chapter Strategic Plan shall be distributed to the membership for review and comment, one month prior to the annual meeting in odd-numbered years. The proposed Chapter Strategic Plan shall be discussed at the annual meeting of the Board.

10.1.3 Review. At each annual meeting, the Board shall review progress in implementing the Chapter Strategic Plan. A summary of the review shall be distributed to the membership for its review and comment, one month prior to the annual meeting.

10.2 Annual Program/Budget.

The President shall develop and recommend to the Board an annual budget and the Board shall either adopt the President's budget or an amended budget. Any amended budget of funds shall be adopted by the Board. The budget year of the Chapter shall be the fiscal year beginning in January.

ARTICLE 11: MEETINGS

11.1 Annual Meeting.

There shall be an annual meeting of the Chapter membership and Board in each calendar year held at a location within the Chapter area. This meeting is generally held near the end of September of each year, but could be scheduled at other times by the Board. The Board shall determine the specific location, date and time of each annual meeting. The Secretary shall notify the membership of the location, date and time of the annual meeting in a publication of the Chapter that is mailed, or e-mailed, or made available on the Chapter web page to each member at least one month prior to the meeting.

11.2 Required Meetings.

In addition to the annual meeting, the President shall call at least six (6) Board meetings during the year and may call such additional meetings as necessary to conduct Chapter business. Upon the failure of the President to call the required number of meetings, the Board shall call such meetings by majority vote of its members. Each Board member shall be notified by mail or e-mail at least ten (10) days in advance of the exact location,

date, and time of such meetings. Meetings of the Board shall be open to any Chapter member.

11.3 Priority Meetings for Area Representatives.

Three meetings each year, including the annual meeting, shall be considered priority meetings for Area Representatives. In addition to the annual meeting, the May and July meetings are generally considered to be the priority meetings. However, the President may designate any scheduled Board meeting as a priority meeting with proper notification to Board members.

11.4 Special Meetings.

A special meeting of the membership may be called by the President, by the Board or by a petition signed by at least five percent (5%) of the Chapter members. The location, date and time shall be set by the President or by the Board, provided that the location shall be within the Chapter area. Notice of a special meeting shall be given to members as provided in Section 11.1 of these bylaws and shall include a statement of the purpose of the special meeting.

11.5 Parliamentary Procedure.

At meetings of the membership and of the Board parliamentary procedure shall be generally guided by Robert's Rules of Order.

11.6 Minutes.

Minutes of all Chapter and Board meetings shall be kept by the Secretary and made part of the permanent record of the Chapter. Copies of the Minutes shall be sent to the Executive Director of APA. The annual meeting shall be recorded by the Secretary.

ARTICLE 12: VOTING

12.1 Method.

Election of Chapter officers and members of the Board shall follow the election requirements in Section 13. Ballots for the adoption of amendments to these bylaws and any other matter the Board deems necessary shall be by ballot sent by e-mail and web page announcements to the membership.

12.2 Quorum.

For election of the Board, for adoption of amendments to these bylaws and for other matters which may be placed before the entire Chapter membership, no quorum requirements shall be applicable. A simple majority vote shall be deemed sufficient to decide the question.

ARTICLE 13: ELECTION OF CHAPTER OFFICERS AND AREA REPRESENTATIVES

13.1 Nominating Committee.

1. At least four months prior to the election, the President shall appoint a Nominating Committee composed of at least three (3) Chapter members. The Nominating Committee shall include at least one person who is a member of the Board and one who has not previously served on the Board.
2. Not less than two months prior to the election, the Nominating Committee shall submit to the Board for its review and approval a report containing a list of at least two (2) eligible nominees for each Chapter officer and Area Representative, if possible.

13.2 Nomination Process.

1. The chapter shall conduct elections in accordance with the election schedule of APA, the national organization.
2. At least four months prior to the election there shall be a notice announcing the upcoming election and the positions that are open. Anyone interested in serving on the Board in the available positions shall contact the Secretary or Chapter

Administrator. The Nominating Committee will include the interested person in the list of eligible candidates for final selection of nominees.

13.3 Election and Tabulation.

1. Tabulation of the election shall be verified by the Chapter Administrator and/or Secretary based on reports provided by APA.
2. Those candidates receiving the greatest number of votes for each position shall be elected. In the case of a tie vote, members of the retiring Board shall vote to break the tie.
3. An announcement of the election results shall be provided to the Chapter members no later than one month after the election has been closed.

13.4 Resignation or Death.

If an officer, other than the President, resigns or dies while in office, the President shall appoint a replacement, subject to the approval of the Board.

13.5 Removal of Officers.

13.5.1 **Malfeasance.** By a two-thirds vote, the Board may remove an Officer or Area Representative from the Board for malfeasance. When an officer or Area Representative has been removed for malfeasance, the President shall appoint a replacement to serve out the remaining portion of the term, subject to the approval of the Board.

13.5.2 **Attendance.** By a two-thirds vote, the Board may remove an Officer, Area Representative, Special Representative, and Professional Development Officer or appointed Legislative Chair for not attending or participating in six or more meetings during the specified Board members term. The President shall appoint a replacement to serve out the remaining portion of the term, subject to the approval of the Board.

ARTICLE 14: CHAPTER AWARDS

14.1 General.

1. The Chapter shall develop and maintain an awards program to recognize excellent service by individuals and groups significantly contributing to the advancement of the art and science of planning in the Chapter area.
2. Awards may be made to individuals or groups, to members or nonmembers of APA and to professional planners, citizen planners, elected officials or students.
3. The Vice President of External Affairs shall be responsible for overseeing the awards program. He or she shall describe the specific purposes and characteristics of the awards program and solicit, receive and review nominations.
4. The Board shall review and approve the general plan for the awards program, as well as nominations for awards.
5. Members of the Board may be considered eligible for an award, as may the agencies or firms with which they are associated.
6. The awards shall be formally announced at the Chapter annual meeting.
7. The Awards Committee shall assist in the development and editing of the annual Awards issue of the Chapter newsletter.

ARTICLE 15: AMENDMENTS

15.1 General.

1. Bylaw amendments may be proposed by the Board or by a petition signed by at least ten percent (10%) of the Chapter membership. These bylaws may be amended by submitting the proposed amendment(s) to the Chapter members together with a ballot and the recommendations of the Bylaws Committee and the Board. Voting shall be conducted in accordance with the provisions of Article 12 of these bylaws.

15.2 Amendment Dates and Summaries.

- 15.2.1 Adopted May 1987.** The Bylaws Revision Committee was formed in February 1987 by David Howlett, President of the Colorado Chapter. The members of the Committee were James Williams, Chair; David Howell; Jeff Groy; Gordon Appell; Elaine Clicker; and Barry Johnson. The revisions recommended by the Committee were approved by the Executive Committee on April 17, 1987 and adopted by the Chapter membership in the May 1987 election. Editorial revisions were approved by the Executive Committee on September 11, 1987.
- 15.2.2. Adopted May 1989.** To consider further revisions, a Bylaws Revision Committee was formed in February 1989 by Diane Smucny, President of the Colorado Chapter. Members of the Committee were Brent Bean, Chair; Marge Price, Charles Stromberg, Pam Sheldon, Bonnie Star, Diane Smucny and Jim Williams. The recommendations of the Committee were approved by the Executive Committee on March 31, 1989, and adopted by the membership in a special election in April 1989. On May 12, the Executive Board voted to revise the bylaws to incorporate the revisions.
- 15.2.3. Adopted July 1991.** The Executive Committee submitted revisions to the terms of President, Past President, and President Elect during the annual election of officers. These were adopted by the membership during the July election.
- 15.2.4. Adopted July 1995.** A bylaw revision committee was appointed in January, 1995, to address several issues including better definition of the roles of officers, the election process, the definition and purposes of the annual meeting, gender neutrality, functional aspects of the bylaws that affect the efficient operation of the Chapter, and other issues that became apparent during a review of the bylaws by the committee. The committee consisted of Erin Johnson, Larry Mugler, Janet Leo, and Martin Landers. The revisions were adopted by the membership during the July 1995 election.
- 15.2.5. Adopted July 1998.** Several issues were addressed in the revision of these bylaws including the procedure for nominations, the timeline for elections, and the duties of the area representatives. The revisions were adopted by the membership during the July 1998 election.
- 15.2.6. Adopted July 1999.** New geographic regions for representation were created for a total of 8 and the schedule for election of the area representatives was amended. The revisions were adopted by the membership during the July 1999 election.
- 15.2.7. Adopted July 2000.** New geographic regions for representation were created for a total of 7, one additional representative was added in the Denver Metro Region, and the schedule for election of the area representatives was amended. The revisions were adopted by the membership during the June 2000 election.
- 15.2.8. Adopted July 2002.** Created a new position entitled the Public Official Representative. Allowed publication requirements to include listserv and website publication. Eliminated the petitioning process for the ballot. It also staggered the elections of the Denver Metro Representatives. The revisions were adopted by the membership during the June 2002 election.
- 15.2.9. Adopted July 2004.** Added Staff description, added Media Committee, combined Secretary and Treasurer positions, eliminated Eastern Plains section, updated officer responsibilities.

- 15.2.10. Adopted July 2007.** The position of Western Planner Representative had existed for many years. This amendment made formal and recognized the position in the Bylaws, adopted by the membership during the June 2007 election.
- 15.2.11. Adopted July 2008.** All places where a mail ballot is referenced will be replaced to read, "Send by first class mail or through list serv, and web page announcements." This amendment was in response to the availability of electronic voting; its ease of use, slightly lower cost, and massive reduction of time, energy, and paper. These revisions were adopted by the Membership during the June 2008 election.
- 15.2.12. Adopted July 2012.** Clarification of Board of Directors and Executive Committee nomenclature; revisions to election sequence; revisions to duties of officers and Board members; revisions to counties included in various regions; addition of Sustainability Committee as a Standing Committee of the Chapter. These revisions were adopted by the membership in the June 2012 election.
- 15.2.13 Adopted August 2014:** Modified election cycle to match that of APA National; terms of office begin November 1st of each year; Added Emerging Planning Professionals as a standing committee; Added Planning Faculty Representative and EPP Representative; modified Student Representative to non-voting status; Combined the Media Committee and Outreach Committee into one Outreach & Communication Committee.
- 15.2.14 Adopted May 2015:** Changed area definition (Section 7.1) for the Metro, Northwest, Southwest and Central Mountain areas.

APPENDIX A -- Ethical Principles in Planning (As Adopted by the APA May 1992)

This statement is a guide to ethical conduct for all who participate in the process of planning as advisors, advocates, and decision makers. It presents a set of principles to be held in common by certified planners, other practicing planners, appointed and elected officials, and others who participate in the process of planning.

The planning process exists to serve the public interest. While the public interest is a question of continuous debate, both in its general principles and in its case-by-case applications, it requires a conscientiously held view of the policies and actions that best serve the entire community.

Planning issues commonly involve a conflict of values and, often, there are large private interests at stake. These accentuate the necessity for the highest standards of fairness and honesty among all participants.

Those who practice planning need to adhere to a special set of ethical requirements that must guide all who aspire to professionalism.

The Code is formally subscribed to by each certified planner. It includes an enforcement procedure that is administered by AICP. The Code, however, provides for more than the minimum threshold of enforceable acceptability. It also sets aspirational standards that require conscious striving to attain.

The ethical principles derive both from the general values of society and from the planner's special responsibility to serve the public interest. As the basic values of society are often in competition with each other, so do these principles sometimes compete? For example, the need to provide full public information may compete with the need to respect confidences. Plans and programs often result from a balancing among divergent interests. An ethical judgment often also requires a conscientious balancing, based on the facts and context of a particular situation and on the entire set of ethical principles.

This statement also aims to inform the public generally. It is also the basis for continuing systematic discussion of the application of its principles that is itself essential behavior to give them daily meaning.

The planning process must continuously pursue and faithfully serve the public interest.

Planning Process Participants should:

1. Recognize the rights of citizens to participate in planning decisions;
2. Strive to give citizens (including those who lack formal organization or influence) full, clear and accurate information on planning issues and the opportunity to have a meaningful role in the development of plans and programs;
3. Strive to expand choice and opportunity for all persons, recognizing a special responsibility to plan for the needs of disadvantaged groups and persons;
4. Assist in the clarification of community goals, objectives and policies in plan-making;

5. Ensure that reports, records and any other non-confidential information which is, or will be, available to decision makers is made available to the public in a convenient format and sufficiently in advance of any decision;
6. Strive to protect the integrity of the natural environment and the heritage of the built environment;
7. Pay special attention to the interrelatedness of decisions and the long range consequences of present actions.

Planning process participants continuously strive to achieve high standards of integrity and proficiency so that public respect for the planning process will be maintained.

Planning Process Participants should:

1. Exercise fair, honest and independent judgment in their roles as decision makers and advisors;
2. Make public disclosure of all "personal interests" they may have regarding any decision to be made in the planning process in which they serve, or are requested to serve, as advisor or decision maker.
3. Define "personal interest" broadly to include any actual or potential benefits or advantages that they, a spouse, family member or person living in their household might directly or indirectly obtain from a planning decision;
4. Abstain completely from direct or indirect participation as an advisor or decision maker in any matter in which they have a personal interest, and leave any chamber in which such a matter is under deliberation, unless their personal interest has been made a matter of public record; their employer, if any, has given approval; and the public official, public agency or court with jurisdiction to rule on ethics matters has expressly authorized their participation;
5. Seek no gifts or favors, nor offer any, under circumstances in which it might reasonably be inferred that the gifts or favors were intended or expected to influence a participant's objectivity as an advisor or decision maker in the planning process;
6. Not participate as an advisor or decision maker on any plan or project in which they have previously participated as an advocate;
7. Serve as advocates only when the client's objectives are legal and consistent with the public interest.
8. Not participate as an advocate on any aspect of a plan or program on which they have previously served as advisor or decision maker unless their role as advocate is authorized by applicable law, agency regulation, or ruling of an ethics officer or agency; such participation as an advocate should be allowed only after prior disclosure to, and approval by, their affected client or employer; under no circumstance should such participation commence earlier than one year following termination of the role as advisor or decision maker;
9. Not use confidential information acquired in the course of their duties to further a personal interest;

10. Not disclose confidential information acquired in the course of their duties except when required by law, to prevent a clear violation of law or to prevent substantial injury to third persons; provided that disclosure in the latter two situations may not be made until after verification of the facts and issues involved and consultation with other planning process participants to obtain their separate opinions;
11. Not misrepresent facts or distort information for the purpose of achieving a desired outcome;
12. Not participate in any matter unless adequately prepared and sufficiently capacitated to render thorough and diligent service;
13. Respect the rights of all persons and not improperly discriminate against or harass others based on characteristics which are protected under civil rights laws and regulations.

APA members who are practicing planners continuously pursue improvement in their planning competence as well as in the development of peers and aspiring planners. They recognize that enhancement of planning as a profession leads to greater public respect for the planning process and thus serves the public interest.

APA Members who are practicing planners:

1. Strive to achieve high standards of professionalism, including certification, integrity, knowledge, and professional development consistent with the AICP Code of Ethics;
2. Do not commit a deliberately wrongful act which reflects adversely on planning as a profession or seek business by stating or implying that they are prepared, willing or able to influence decisions by improper means;
3. Participate in continuing professional education;
4. Contribute time and effort to groups lacking adequate planning resources and to voluntary professional activities;
5. Accurately represent their qualifications to practice planning as well as their education and affiliations;
6. Accurately represent the qualifications, views, and findings of colleagues;
7. Treat fairly and comment responsibly on the professional views of colleagues and members of other professions;
8. Share the results of experience and research which contribute to the body of planning knowledge;
9. Examine the applicability of planning theories, methods and standards to the facts and analysis of each particular situation and do not accept the applicability of a customary solution without first establishing its appropriateness to the situation;
10. Contribute time and information to the development of students, interns, beginning practitioners and other colleagues;

11. Strive to increase the opportunities for women and members of recognized minorities to become professional planners;
12. Systematically and critically analyze ethical issues in the practice of planning.