

1 **SOUTH CAROLINA CHAPTER OF THE AMERICAN PLANNING ASSOCIATION BYLAWS**

2 **As of**

3 **April 18, 2016**

4
5 1.0 GENERAL

6 1.1 General: Name.

7 The name of the Chapter is the South Carolina Chapter of The American Planning Association.

8 1.2 General: Chapter Area.

9 The area served by the Chapter is the State of South Carolina.

10 1.3 General: Purposes.

11 The purposes of the Chapter are to facilitate the individual participation of members of The American
12 Planning Association in the affairs of the Association, to further the purposes of the Association in the
13 Chapter area, and to further the profession of planning in South Carolina.

14 1.4 General: American Planning Association.

15 The National Organization of which this Chapter is part is the American Planning Association, which is
16 referred to in these Bylaws as "the Association" or "APA."

17 1.5 General: National Office.

18 The term "National Office" refers to the Office of APA designated by APA to service Chapter and
19 membership matters.

20 1.6 General: Executive Director.

21 Unless otherwise qualified, the term "Executive Director," when used in these Bylaws, refers to the duly
22 appointed Executive Director and Chief Executive Officer of APA.

23 1.7 General: Address of Record.

24 A member's "address of record" shall be the address furnished to the Chapter by the National Office.
25 The address for Associate (chapter-only) members shall be the address furnished to the South Carolina
26 Chapter of the American Planning Association. It is the member's responsibility to notify the National
27 Office, or the SCAPA administrative assistant in the case of Associate members, of any change of
28 address.

29 1.8 General: Publication of the Chapter.

30 A "publication of the Chapter" shall mean any publication that is distributed to all Chapter members by
31 using any or all elements of their address of record including their email address and that is posted on
32 the Chapter web site.

33 1.9 General: Parliamentary Procedure.

34 At meetings of the membership and of the Executive Committee, parliamentary procedures shall be
35 governed by the most current edition of Robert's Rules of Order.

36 2.0 MEMBERS

37 2.1 Members: Eligibility.

38 All members of APA whose address of record is within the Chapter area shall automatically be Chapter
39 members. APA members whose address of record is outside the Chapter area may also become Chapter
40 members upon payment of any applicable dues and assessments.

41 Membership is also available on an Associate (chapter-only) basis for any person interested in planning
42 in South Carolina. Associate members are entitled to all benefits provided by SCAPA, but are not eligible
43 for any benefits provided by National APA for its members.

44 2.2 Members: Chapter Meetings.

45 There shall be one Annual Meeting of the Chapter membership in each calendar year. In addition, there
46 can also be up to four quarterly meetings scheduled evenly throughout the remainder of the calendar
47 year. The Chapter Executive Committee shall determine the specific locations, dates, agendas, and times
48 of each Chapter Meeting.

49 2.3 Members: Notice of Chapter Meetings.

50 The Secretary or President shall notify the membership of the place, date, agenda, and time of the
51 Chapter Meeting in a publication of the Chapter, or by another communication, that is sent to each
52 member in a timely manner.

53 2.4 Members: Special Meetings.

54 A Special Meeting of the members may be called by the President, by the Executive Committee, or by a
55 petition signed by at least five percent of the members of the Chapter and presented to a member of
56 the Executive Committee. The place, date, agenda, and time shall be set by the President or by the
57 Executive committee, provided that the location shall be within the Chapter area. Notice of a Special
58 Meeting shall be given to members as in Section 2.3 and shall include a statement of the purpose of the
59 Special Meeting.

60 2.5 Members: Quorum Requirements.

61 At Chapter Meetings a quorum shall be a majority of those present who are eligible voting members. In
62 mail, email, or online ballots, except mail, email, or online ballots for election of officers, a quorum shall
63 be 20 percent of the Chapter membership.

64 2.6 Members: Termination and Reinstatement.

65 Chapter membership will be terminated upon termination of APA membership. Chapter membership
66 also may be terminated for failure to pay Chapter dues and assessments. Chapter membership may be
67 reinstated, and is subject to such conditions as may be established by the Chapter.

68 3.0 OFFICERS

69 3.1 Officers:

70 The officers of the Chapter shall be a President, a President-Elect, a Secretary/Treasurer, three directors-
71 at large, a citizen planner, a Communications Officer, the Professional Development Officer, the Director
72 of the Graduate City and Regional Planning Program at Clemson University, the President of the
73 Clemson Student APA Chapter, and the Director of the Urban Studies Program at College of Charleston.
74 The Immediate Past President shall serve in an advisory capacity as a non-voting member of the

75 Committee. All Officers must be members in good standing in APA. Associate members are not eligible
76 to run for office.

77 3.2 Officers: President.

78 3.2.1 The President shall preside at meetings of the Executive Committee and of the
79 membership.

80 3.2.2 The President shall provide leadership on the development of Chapter policies in
81 coordination with the Executive Committee.

82 3.2.3 The President shall lead the Executive Committee in the development of a strategic plan
83 for the Chapter every two years. The strategic plan shall be in effect from the beginning of
84 the 2nd year of the term of office of the current executive committee to the end of the 1st
85 year of the term of office of the successive executive committee. The Strategic Plan shall
86 set reasonable goals and objectives for the Chapter and its committees, along with
87 implementation strategies, timelines for completion for each strategy and expected cost
88 or revenue associated with each strategy. The Strategic Plan shall be adopted by majority
89 vote of the Executive Committee. Amendments to the Plan may be proposed by the
90 Executive Committee, any of its members, or any SCAPA member. Amendments to the
91 Strategic Plan must be adopted by majority vote of the Executive Committee. All
92 amendments to the Plan that include changes to revenue or expenditures must also be
93 reflected in the SCAPA budget.

94 3.2.4 The President shall submit the following appointees to the Executive Committee for
95 consent approval:

96 3.2.4.1 Candidates for chairmanship for all standing committees.

97 3.2.4.2 Ad Hoc committees to address specific needs as they arise.

98 3.2.4.3 The Chapter Professional Development Officer from among the AICP members
99 in the Chapter.

100 3.2.4.4 The Chapter Communications Officer.

101 3.2.4.5 One SCAPA representative to serve on the State Advisory Committee on
102 Educational Requirements for Local Government Planning or Zoning Officials
103 and Employees pursuant to Section 6-29-1330 of the SC Code of Laws.

104 3.2.4.6 SCAPA representatives to other organizations as requested.

105 3.2.4.7 Nominees to fill any vacancies on the Executive Committee.

106 3.2.5 The President shall notify or cause to be notified all members and Executive Committee
107 members of meetings.

108 3.2.6 The President shall represent the Chapter on the APA Chapter Presidents Council.

109 3.2.7 The President shall call meetings, notify or cause to be notified all members of the
110 Executive Committee members of meetings, and perform other duties required by these
111 Bylaws, or customary to the office and any additional duties that may be assigned by the
112 Executive Committee.

- 113 3.3 Officers: President-Elect.
- 114 3.3.1 The President-Elect shall assist the President in the guidance and coordination of
- 115 committee activities.
- 116 3.3.2 The President-Elect shall carry out any other duties assigned by the President.
- 117 3.3.3 In the absence of, or in the event of incapacity of the President, the President-Elect shall
- 118 assume the duties of the President.
- 119 3.3.4 The President-Elect shall take over the office of President after the former President's
- 120 term is over.
- 121 3.3.5 The President-Elect shall serve as chairman of either the Program or Legislative Standing
- 122 Committee of the Chapter.
- 123 3.3.6 The President-Elect shall perform such other duties required by these Bylaws or
- 124 customary to the office.
- 125 3.4 Officers: Secretary/Treasurer.
- 126 3.4.1 The Secretary/Treasurer shall maintain, or cause to be maintained, an accurate list of the
- 127 members of the Chapter.
- 128 3.4.2 The Secretary/Treasurer shall prepare and report, or cause to be prepared and reported,
- 129 minutes of Chapter and Executive Committee meetings
- 130 3.4.3 The Secretary/Treasurer shall transmit, or cause to be transmitted, to the Executive
- 131 Director a list of all Chapter officers (including their addresses and telephone numbers)
- 132 within 30 days of their election.
- 133 3.4.4 The Secretary/Treasurer shall submit to the Executive Director proposed Bylaws or
- 134 Amendments as required by the Bylaws of APA.
- 135 3.4.5 The Secretary/Treasurer shall receive and disburse, or cause to be received and disbursed,
- 136 Chapter funds.
- 137 3.4.6 The Secretary/Treasurer shall collect, or cause to be collected, Chapter dues and
- 138 assessments not collected by the National Office.
- 139 3.4.7 The Secretary/Treasurer, with the assistance from the Executive Committee, shall prepare
- 140 the Chapter budget for each calendar year, ensuring that all budget items are directly
- 141 associated with implementation strategies and associated costs or revenue provided in
- 142 the Strategic Plan. Amendments to Budget items, excluding operational costs as needed
- 143 to fulfill budgeted Chapter obligations or provide for the customary Chapter activities and
- 144 operation, may only be made after amendments to the corresponding items in the
- 145 Strategic Plan have been made. Amendments to the Budget may be made by majority
- 146 vote of the Executive Committee.
- 147 3.4.8 The Secretary/Treasurer shall maintain, or cause to be maintained, accounts that will be
- 148 open to inspection by officers and will be subject to an annual professional audit.
- 149 3.4.9 The Secretary/Treasurer shall prepare, or cause to be prepared, for each meeting of the
- 150 membership and of the Executive Committee a financial report to include a current

- 151 balance sheet and an income statement reflecting the Chapter operations for that fiscal
152 year to date.
- 153 3.4.10 The Secretary/Treasurer shall assist the Executive Committee and President in developing
154 formal procedures to insure that expenditures are consistent with the Annual Budget and
155 be responsible for the implementation of these procedures.
- 156 3.4.11 The Secretary/Treasurer shall serve as chairman of a standing committee of the chapter.
- 157 3.4.12 The Secretary/Treasurer shall perform such other duties as required by these Bylaws or
158 customary to the office.
- 159 3.5 Officers: Professional Development Officer
- 160 3.5.1 The Professional Development Officer shall be a member in good standing in the AICP.
- 161 3.5.2 The Professional Development Officer shall develop and chair a Professional Development
162 Committee from among the Chapter AICP members.
- 163 3.5.3 The Professional Development Officer shall advise prospective AICP members as to the
164 qualifications, purposes, and programs of the AICP.
- 165 3.5.4 The Professional Development Officer shall advise current and prospective AICP members
166 on matters pertaining to the AICP Code of Ethics.
- 167 3.5.5 The Professional Development Officer shall develop continuing education programs and
168 other professional development programs for Chapter members.
- 169 3.5.6 The Professional Development Officer shall develop programs or alternatives for Chapter
170 members who are preparing to take the AICP exam.
- 171 3.5.7 The Professional Development Officer shall sit on the Chapter Executive Committee.
- 172 3.6 Officers: Directors at Large
- 173 3.6.1 The Directors at Large shall sit on the Chapter Executive Committee.
- 174 3.6.2 The Directors at Large shall each serve as chairman of a standing committee of the
175 chapter.
- 176 3.6.3 The Directors at Large shall perform such other duties as required by these Bylaws or
177 customary to the office.
- 178 3.7 Officers: Citizen Planner
- 179 3.7.1 The Citizen Planner shall be an active member of a Planning Commission or other
180 appointed board that deals with planning issues.
- 181 3.7.2 The Citizen Planner shall sit on the Chapter Executive Committee.
- 182 3.7.3 The Citizen Planner shall serve as a liaison between professional planners and appointed
183 citizen planners in the Chapter.
- 184 3.7.4 The Citizen Planner shall perform such other duties as required by these Bylaws or
185 customary to the office.
- 186 3.8 Officers: Director of the Graduate City and Regional Planning Program at Clemson University (The
187 CU Program Director)
- 188 3.8.1 The CU Program Director shall sit on the Chapter Executive Committee.

- 189 3.8.2 The CU Program Director shall serve as a liaison between SCAPA and Clemson University
 190 and shall advise the Executive Committee and the Chapter on the Planning Program at
 191 Clemson University.
- 192 3.9 Officers: President of the Student Chapter of the South Carolina American Planning Association
 193 (The Student Chapter President)
- 194 3.9.1 The president of the Student Chapter of the APA at Clemson University shall serve as the
 195 student representative, and shall be elected from among the active students at Clemson
 196 University, with such process to be determined by Director of the Graduate City and
 197 Regional Planning Program at Clemson University.
- 198 3.9.2 The Student Representative shall serve on the Executive Committee and shall advise the
 199 Executive Committee and the Chapter on the conduct of services to students and the
 200 evolving character of the planning profession.
- 201 3.10 Officers: Director of the Urban Studies Program at College of Charleston (The CofC Program
 202 Director)
- 203 3.10.1 The CofC Program Director shall sit on the Chapter Executive Committee.
- 204 3.10.2 The CofC Program Director shall serve as a liaison between SCAPA and the College of
 205 Charleston and shall advise the Executive Committee and the Chapter on the Urban
 206 Studies Program at the College of Charleston.
- 207 3.11 Officers: Communications Officer
- 208 3.11.1 The Communications Officer shall be a member in good standing in the APA.
- 209 3.11.2 The Communications Officer is responsible for all official communications of the Chapter
 210 to the membership through all types of media.
- 211 3.11.3 The Communications Officer shall develop and chair a Communications Committee from
 212 among the Chapter members.
- 213 3.11.4 The Communications Officer shall ensure that the Chapter Newsletter is published no less
 214 than twice annually, but preferably on a quarterly basis.
- 215 3.11.5 The Communications Officer shall be responsible for the maintenance of the Chapter
 216 Website.
- 217 3.11.6 The Communications Officer may delegate the production of the Chapter Newsletter,
 218 maintenance of the Chapter Website, and/or any other media outlets to another member
 219 of the Communications Committee, but shall retain oversight of and responsibility for all
 220 communication media.
- 221 3.11.7 The Communications Officer shall transmit, or cause to be transmitted, to the Executive
 222 Director at least one copy of each publication of the Chapter.
- 223 3.11.8 The Communications Officer shall sit on the Chapter Executive Committee.
- 224 3.12 Officers: Terms.
 225 The terms of office shall be two years, excluding the President-Elect, who will serve two years as
 226 President-Elect and then two years as President. Terms of office of all officers shall begin at the Fall
 227 Chapter Meeting in even numbered calendar years or on December 15, whichever is sooner. Officers
 228 shall hold office until their successors have been elected and installed. The President and President-Elect

229 shall be elected for a two-year term and may not succeed themselves in the same office without the
230 passage of an intervening term. The Secretary/Treasurer and three members-at-large shall not serve
231 more than two consecutive terms in office without the passage of an intervening term.

232 3.13 Officer Order of Succession.

233 In the event that the President cannot fulfill his or her term, the President-Elect shall assume the office
234 of President of the Chapter and a special election shall be called to replace the President-Elect. In the
235 event that the Secretary/Treasurer cannot fulfill his or her term, the President shall nominate a member
236 of the Executive Committee to be approved by the Executive Committee to assume the duties of
237 Secretary/Treasurer. In the event that any other officer cannot fulfill his or her term, the President shall
238 nominate from the membership of SCAPA a replacement officer to be approved by the Executive
239 Committee using the same criteria for eligibility as if the person under consideration were running for
240 office.

241 4.0 EXECUTIVE COMMITTEE

242 4.1 Executive Committee: Composition.

243 The Executive Committee shall consist of the Officers as outlined in section 3.1 above. All members of
244 the Executive Committee must be members in good standing in APA.

245 4.2 Executive Committee: Duties.

246 The Executive Committee shall:

- 247 a) Manage the affairs of the Chapter;
 - 248 b) Adopt and update the Chapter's strategic plan;
 - 249 c) Approve any representations of the Chapter's official position on issues;
 - 250 d) Report to the membership upon all business which it has considered or acted upon between
251 Chapter meetings;
 - 252 e) Put into effect the votes of the Chapter;
 - 253 f) Authorize expenditures consistent with the budget including all cash advances and
254 reimbursements of expenditures with receipts;
 - 255 g) Develop procedures to guide the implementation of the budget;
 - 256 h) Approve all Contracts with appropriate parties for services needed by the Chapter;
 - 257 i) Approve by consent the President's appointees for all appointed positions and Chapter
258 representatives to all outside organizations or groups;
 - 259 j) If deemed desirable and prudent, hire and evaluate annually the performance of a Chapter
260 Administrator; and
 - 261 k) Perform such other functions as are delegated herein or by the members of the Chapter.
- 262

263 4.3 Executive Committee: Meetings and Quorums.

264 Meetings of the Executive Committee shall be called by the President or by a majority of the Committee
265 members. There shall be, in each year, at least three meetings of the Executive Committee. Such
266 meetings may be in person, via conference call, or web-enabled. A majority of the Executive Committee
267 shall constitute a quorum for the transaction of business at meetings of the Committee.

268 4.4 Executive Committee: Acting Without Meeting in Person.
269 An action may be taken by the Executive Committee without a meeting if consent, setting forth the
270 action taken, is approved by a majority of the members of the Committee. The President shall report the
271 final decision of the Executive Committee to the Committee in a timely manner.

272 5.0 COMMITTEES

273 5.1 Committees: Legislative Committee.

274 The President, with the advice and consent of the Executive Committee, shall appoint the Chairman of
275 the Legislative Committee from a member of the Chapter Executive Committee. The Legislative
276 Committee shall be responsible for communicating with the Chapter on legislative affairs that will
277 impact the planning profession, providing information and educational opportunities to legislators and
278 other public officials regarding the planning profession.

279 5.2 Committees: Programs Committee.

280 The President, with the advice and consent of the Executive Committee, shall appoint the Chairman of
281 the Programs Committee from the members of the Chapter Executive Committee. The Programs
282 Committee shall be responsible for planning chapter conferences, developing programs for the
283 conferences, and coordinating with the Professional Development Officer to ensure that sessions are
284 offered that comply with AICP certification maintenance standards. At least one of the Directors-at-
285 Large shall serve as the Assistant Programs Chair.

286 5.3 Committees: Communications Committee.

287 The Communications Officer shall serve as the chairman of the Communications Committee. The
288 Communications Committee shall be responsible for the Chapter Newsletter, the Chapter Website, and
289 any official communication of the Chapter to the membership.

290 5.4 Committees: Membership Committee.

291 The President, with the advice and consent of the Executive Committee, shall appoint a Chapter
292 member to serve as the chairman of the Membership Committee. The Membership Committee shall be
293 responsible for maintaining records on chapter membership, recruiting associate and professional
294 members to the Chapter, and conducting new member events.

295 5.5 Committees: Nominating Committee.

296 The nominating Committee shall consist of three Chapter members, one of whom shall be the President-
297 Elect of the Chapter. The President-Elect shall serve as the chairman of the Nominating Committee. The
298 Nominating Committee shall be appointed by the President with the advice and consent of the
299 Executive Committee not later than March 1 of even numbered years. The Nominating Committee shall
300 be responsible for proposing a slate of candidates for Chapter Officers, receiving nominations from the
301 chapter members and conducting the Chapter Election. The Nominating Committee shall also be
302 responsible for coordinating with the National Office regarding elections and reporting election results
303 to the candidates, the Executive Committee, and the Chapter.

304 5.6 Committees: Professional Development Committee.

305 The President shall appoint a Chapter member who is a member of APA and of The American Institute of
306 Certified Planners (AICP) to serve as the Chapter Professional Development Officer. The Professional
307 Development Officer shall develop and chair a Professional Development Committee from among the
308 Chapter members who are also members of the AICP. The duties of the Professional Development

309 Committee shall be: (a) to advise prospective members of the AICP as to the purposes, professional
310 standards, and programs of the Institute; (b) to assist candidates in preparing for the nationally
311 administered examination; (c) to facilitate the continuing education and professional development of
312 AICP members; and (d) to promote upholding the AICP Code of Ethics and Professional Conduct.

313 5.7 Committees: Awards Committee.

314 The Immediate Past President shall serve as Chairman of the Awards Committee. The Awards
315 Committee shall be responsible for updating award categories as needed, posting a call for nominations
316 for awards in Chapter publications in a timely manner, reviewing and determining award winners, and
317 organizing the bi-annual Chapter Awards Program. Any person or any person within an organization
318 submitting a nomination for any award category is ineligible for membership on that Awards
319 Committee. Members of the Awards Committee must recuse themselves from discussion, consideration
320 and vote on any award category that includes an individual or organization with which they are closely
321 associated.

322 5.8 Committees: Other.

323 The President, with the advice and consent of the Executive Committee, is empowered to appoint
324 special and standing committees, as required, to carry out the purposes of the Chapter.

325 6.0 ELECTIONS

326 6.1 Elections: Method of Balloting.

327 Election of Chapter Officers shall be by written or electronic ballot of the membership and shall occur
328 every two years in even numbered years. A ballot shall be distributed to all regular members in good
329 standing not later than September 1. Members may vote for any qualified person, whether or not
330 he/she was nominated by the Nominating Committee or by petition. Balloting shall be open for a
331 minimum of 28 calendar days.

332 6.2 Elections: Nominations.

333 The Nominating Committee shall communicate to the membership the process and schedule for the
334 election of officers. The membership shall have the opportunity to nominate candidates for each office
335 to the Nominating Committee during an open nomination period. The Nominating Committee shall file
336 with the Executive Committee its report of nominations to fill the offices of President, President-Elect,
337 Secretary/Treasurer, and three Directors at Large not later than May 20. All nominees shall be members
338 of APA and of the Chapter. The Nominating Committee shall promote the nomination of at least two
339 candidates for each office, and the candidates shall run on a straight ticket. Nominations should take
340 into consideration geographic representation from the State's Upstate, Midlands and Lowcountry
341 regions. On or before June 15, the Executive Committee shall distribute copies of the Nominating
342 Committee report to all members of the Chapter. A petition of nomination for one or more offices or
343 office election categories, signed by 10 percent or more of the membership may be submitted in writing
344 and mailed to the Secretary on or before June 30. Nomination petitions postmarked or received on or
345 before June 30 shall be accepted. To be eligible to be nominated by petition, the person under
346 consideration must be a member in good standing with both APA and the Chapter. The names
347 submitted on a petition of nomination shall be included on the official ballot.

348 6.3 Elections: Time of Balloting.
349 A ballot shall be distributed to all members in good standing on or before September 1. Balloting shall
350 be open for a minimum of 28 calendar days with a deadline specified on the ballot. Ballots postmarked
351 or received by the designated deadline specified on the ballot shall be accepted.

352 6.4 Elections: Tally of Ballots.
353 The officers of the Chapter shall be elected by the affirmative written ballots of a majority of the
354 members voting. The results of the election shall be ascertained by the National Office and confirmed by
355 such Executive Committee officers currently serving at the first Chapter Meeting of the calendar year. In
356 case no candidate for a particular office receives a majority of the votes cast, the Executive Committee
357 shall elect one of the candidates to fill that office by majority vote of the Executive Committee. In the
358 case of the Directors at Large, the three candidates with the highest vote total will be deemed elected
359 to the post.

360 6.5 Elections: Date.
361 If any date specified in the election timetable falls on a Saturday or Sunday, the following Monday shall
362 be the effective date specified in these bylaws for that election year. In the event the following Monday
363 is a South Carolina or Federal holiday the following Tuesday shall be the effective date.

364 7.0 7.0 FINANCIAL POLICIES

365 7.1 Financial Policies: General

366 7.1.1 At the final SCAPA Executive Committee meeting of each fiscal year, the
367 Secretary/Treasurer shall present a proposed budget for the next fiscal year for the review
368 and approval of the Executive Committee.

369 7.1.2 The adopted budget shall be updated throughout the year as necessary. The
370 Secretary/Treasurer shall be responsible for informing the Executive Committee of all
371 changes to the adopted budget.

372 7.1.3 The financial report for the previous (or most recent) fiscal year shall be submitted to APA
373 staff and the CPC Executive Committee annually. This report shall include the
374 identification of all sources of income as well as expenditures.

375 7.2 Financial Policies: Planning/Budgeting:

376 The President's financial planning for any fiscal year shall not deviate materially from the Executive
377 Committee's priorities/policies, risk fiscal jeopardy, or fail to be derived from a multi-year plan. Further,
378 without limiting the scope of the foregoing by this enumeration, he or she shall not:

379 7.2.1 Fail to include credible projection of revenues and expenses, separation of capital and
380 operational items, cash flow, and disclosure of planning assumptions.

381 7.2.2 Plan the expenditure in any fiscal year of more funds than are projected to be available or
382 received in that period.

383 7.2.3 Reduce the cash and cash equivalents at any time to less than 5% of the total operating
384 budget.

385 7.3 Financial Policies: Financial Condition and Activities.

386 With respect to the actual, ongoing financial condition and activities, the President shall not cause or
387 allow the development of fiscal jeopardy or a material deviation of actual expenditures from Executive
388 Committee priorities/policies. Further, without limiting the scope of the foregoing by this enumeration,
389 he or she shall not:

390 7.3.1 Expend more funds than have been received in the fiscal year to date unless the debt
391 guideline (below) is met.

392 7.3.2 Indebt the organization in an amount greater than can be repaid by certain, otherwise
393 unencumbered revenues within 90 days.

394 7.3.3 Fail to settle payroll and debts.

395 7.3.4 Allow tax payments or other government ordered payments or filings to be overdue or
396 inaccurately filed.

397 7.3.5 Make a single purchase or commitment of greater than \$7,500. Purchases over \$7,500
398 must have authorization from the Secretary/Treasurer. Splitting orders to avoid these
399 limits is not acceptable.

400 7.3.6 Acquire, encumber or dispose of real property.

401 7.3.7 Fail to aggressively pursue receivables.

402 7.4 Financial Policies: Asset Protection.

403 The President shall not allow corporate assets to be unprotected, inadequately maintained, or
404 unnecessarily risked. Further, without limiting the scope of the foregoing by this enumeration, he or she
405 shall not:

406 7.4.1 Fail to insure against theft and casualty losses.

407 7.4.2 Allow unbounded personnel access to material amounts of funds.

408 7.4.3 Subject plant and equipment to improper wear and tear or insufficient maintenance.

409 7.4.4 Unnecessarily expose the organization, its Executive Committee or staff to claims of
410 liability.

411 7.4.5 Make any capital purchase without a stringent method of assuring the balance of long-
412 term quality and cost.

413 7.4.6 Fail to protect intellectual property, information and files from loss or significant damage.

414 7.4.7 Invest or hold operating capital in insecure instruments or in non-interest-bearing
415 accounts except where necessary to facilitate ease in operational transactions.

416 7.4.8 Endanger the organization's public image or credibility, particularly in ways that would
417 hinder its accomplishment of mission.

418 8.0 SECTIONS

419 8.1 Sections: Formation.

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

424 8.2 Sections: Bylaws.

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

429 8.3 Sections: Directors.

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

431 9.0 DUES

432 9.1 Dues: Establishment.

433 The Chapter, by a written or electronic ballot of the membership, may establish dues or assessments
434 beyond the basic membership rebate from National APA, provided that the APA Board of Directors may
435 establish ceilings for such additional dues and assessments.

436 10.0 AMENDMENT

437 Bylaw amendments may be proposed by the Executive Committee or by a petition signed by 5 percent
438 of the Chapter membership. The membership may amend these Bylaws by a majority vote by eligible
439 voting members at a Chapter Meeting, and by a majority of those voting if by written or electronic
440 ballot. Amendments must be published in a publication of the Chapter membership at least one month
441 prior to the Meeting, with the date and time of the Chapter meeting during which the amendment will
442 be voted upon, or the date that the ballots will be mailed, clearly stated.