

SOUTH DAKOTA PLANNERS ASSOCIATION BYLAWS

(Approved 10.25.2023)

Article I: Name and Affiliation

This organization shall be known as the South Dakota Planners Association (SDPA), herein referred to as the “Association”. It shall be affiliated with the West Central Chapter of the American Planning Association and other planning organizations as may be appropriate.

Article II: Mission Statement

By promoting the practice of successful, valuable community and regional planning in the state of South Dakota, the Association aspires to enhance the effectiveness of planners and planning activities. Adhering to the values of service and excellence, both to its individual members and the varying jurisdictional entities, the Association strives to: provide informed and objective planning advice on pertinent matters confronting state and local governments; manufacture public, professional and political support for practical planning efforts; facilitate services to its members that enhance communicative, developmental and networking opportunities; ensure the visibility of the Association as a principal influence for planning policy; and empower its members to make the state of South Dakota even more viable for its inhabitants.

Article III: Objectives

The primary objectives of the Association are:

1. To stimulate enthusiasm and interest in community and regional planning among the people of South Dakota and the constituencies we serve.
2. To encourage and promote fraternity among South Dakota professional planners and those serving the field as elected or appointed officials.
3. To assist schools and colleges in informing students of the planning process and the planning profession.
4. To speak as a representative voice of community and regional planning in South Dakota, keeping private citizens and officials accurately informed as to professional planning opinion on contemporary issues.
5. To assist in furthering public understanding of the objectives and functions of the planning process.
6. To provide opportunities for continuing education for professional planners.
7. To provide a forum for discussion of issues of common concern among planners and planning officials.
8. To maintain and promote standards of professionalism among South Dakota planners as identified by the American Planning Association Code of Ethics.

Article IV: Membership

1. Membership in the Association shall be open to any person with special interest in, or consideration for, the objectives of the Association.

2. Voting membership becomes effective upon payment of annual dues, and criteria for membership in good standing shall be determined by the Executive Board on an as needed basis.
3. The Executive Board may award complementary and honorary (non-voting) membership status.

Article V: Dues

1. Annual dues for members shall be determined by the Executive Board. The Executive Board shall have the authority to review the dues rate structure at the Annual Meeting, if deemed necessary by a majority of the Executive Board membership.
2. The fiscal year shall begin on the first day of January and end on the last day of December.

Article VI: Officers and Committees

1. **Officers:** Association officers shall include a President, Vice-President, and Secretary-Treasurer.
2. **Executive Board:** The Executive Board shall consist of the President, Past President, Vice-President and Secretary-Treasurer. The Executive Board may designate additional offices to be represented on the Board in a non-voting capacity. It shall be the duty of the Executive Board to prepare goals for the Association, and plan any activities of the Association. The Executive Board may form working committees to work on issues including but not limited to the annual conference, legislative issues, newsletter and professional development.
3. **Appointed Members:** A Representative to the Western Planner and a Representative to the Western Central Chapter of APA shall be appointed from within the Membership.
3. **Elections:** The Executive Board shall hold election of officers at the Annual Meeting. Nominations for officers shall originate from the floor and can be cast by any member of the Association in good standing. That candidate receiving a majority of the votes cast for his/her respective office shall be declared the winner.

New officers shall assume office on January 1 of the New Year.

In the event of ties in the balloting between candidates for office, a majority of the Executive Board shall cast the deciding ballot. If this process results in a tie, the President shall cast the deciding vote.

4. **Term of Office:** All officers shall be elected for two year terms. The President and Vice-President shall not serve more than two consecutive terms in the same office.

The immediate Past-President shall serve for the period the current President is in office.

If any person is appointed to serve an unexpired term and serves less than one-half of that remaining unexpired term, then that person would be eligible to serve an additional term of office.

5. **Duties of Officers:** All officers of the Association shall be members in good standing, perform the customary duties of their respective offices and the following specific duties:

President:

- a. Call all meetings of the Association and Executive Board and shall preside at these meetings.
- b. Sign all correspondence on the behalf of the Association. He or she may delegate this authority as deemed appropriate.
- c. Assume overall responsibility for coordinating Association programs and activities.
- d. Assign to special committees and task forces pertinent matters that fall within their province and specify guidelines for the conduct of business, as necessary.
- e. With assistance from the Vice-President, select topics and programs, obtain speakers and panelists, secure the facilities, and perform all other necessary functions toward the organization and the implementation of the Annual Meeting.

Vice-President:

The Vice-President shall act as the President in succession. In addition, the Vice President's responsibilities shall include, but not be limited to, the following:

1. Act as coordinator and liaison between the Executive Board and all Association activities.
2. Assist the President in the guidance and coordination of Association activities.
3. Carry out any other duties and authorities assigned by the President.

Secretary-Treasurer:

The Secretary-Treasurer shall keep minutes of meetings, shall maintain all financial records, keep accounts open at all times for inspection, preside over special elections and perform other tasks as assigned by the Executive Board. In addition, the Secretary-Treasurer's responsibilities shall include, but not be limited to, the following:

1. Assist the President in preparing an annual budget for review by the Executive Board.

2. Transmit to all members of the Executive Board a list of all Association officers (including addresses and telephone numbers) within thirty (30) days of their election.
3. Assure notification of all Association and Executive Board meetings to affected members.
4. Maintain an up to date membership roster of the Association.
5. Receive all money for Association membership dues; sponsorships and all conference related activities.
6. **Duties of the Executive Board:** The Executive Board shall have the authority to carry out the day-to-day business of the Association and shall expend funds. The Executive Board may meet when necessary without prior notice.
7. **Committees:** There shall be the following four (4) standing committees and the ability to form additional temporary ad hoc committees appointed by the Executive Board after consultation with the membership at the Annual Meeting.
 - a. Membership
 - b. Legislation
 - c. Conference Planning/Education
 - d. Social Media/Website Design & Function
8. **Removal and Resignation from Office:** The Executive Board is empowered to remove selected officers in accordance with guidelines specified in Robert's Rules of Order (current edition). Officers wishing to resign their position shall submit a letter of resignation to the President. The President shall submit a letter of resignation to the Vice-President.

In the case of resignation or removal of the President, the Vice-President shall become President. A new Vice-President shall be elected by mail or electronic mail ballot within thirty (30) days of the opening. If a regularly scheduled election of the Association is scheduled within sixty (60) days of the opening, the position shall remain unfilled.

In the case of resignation or removal of the Secretary-Treasurer, a new Secretary-Treasurer shall be elected within thirty (30) days of the opening by mail or electronic mail ballot to members. The Vice-President shall preside over this special election. If a regularly scheduled election of the Association is scheduled within sixty (60) days of the opening the position shall remain unfilled.

Article VII: Meetings

1. **Meetings of the Association:** There shall be one meeting of the Association and the Executive Board during the fiscal year which shall be considered the Annual Meeting.

2. **Quorum:** A majority of the Executive Board shall constitute a quorum at the Annual Meeting. These meetings are open to all who wish to attend. Membership will be notified at least twenty (20) days in advance of the Annual Meeting.
3. **Parliamentary Authority:** In all matters not covered by its Bylaws, the Association shall be governed by Robert's Rules of Order (current edition).

Article VIII: Amendment of the Constitution and Bylaws

A proposal to amend the Bylaws of the Association must be submitted to the Executive Board and presented to the membership in a secret ballot. An affirmative vote of two-thirds (2/3) of the members voting shall be required for approval of any amendment.

Article IX: Publications

The Association shall issue periodic or special publications pertaining to the objectives of the Association as the opportunity or need arises. The Executive Board shall have the responsibility for editorial decisions, publication, and distribution.

Article X: Archives of the Association

The Executive Board shall maintain complete records of Association business and properly care for the Archives of the Association by designating one or more members to oversee the care of the archives and to place them in a proper repository.

Article XI: Purposes

The purposes shall be educational within the definition thereof appearing in Section 501 (c) (6) of the Internal Revenue Service Code.

Article XII: Inurement of Income

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered.

Article XIII: Legislative or Political Activities

No part of the activities of the Association shall be the formulation or dissemination of propaganda pertaining to matters other than those specified under these Bylaws, Article III, "Objectives." The Association shall attempt to influence matters of direct importance to the planning profession in either educational or non-educational pursuits; however, this activity shall not include endorsement of candidates for elective or appointive office.

Article XIV: Dissolution Clause

Upon the dissolution of the Association, the Executive Board shall, after paying or making provision for the payment of all existing liabilities, dispose of all assets of the Association exclusively for the purposes of the Association in such manner, or to such organization or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (6) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Executive Board shall determine. Assets shall be given to other tax exempt organizations with similar objectives as stated in these Bylaws, Article III. Any of such assets not so disposed shall be disposed of by the Circuit Court of the county in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations as said court shall determine which are organized and operated exclusively for such purposes.