

BYLAWS
of
ASSOCIATION OF COLLEGIATE
SCHOOLS OF PLANNING, INC.

A Florida Corporation Not for Profit

First Adopted 11.10.01

Revised 3.29.03

Revised 10.23.2004 Portland

Article I.
ADMINISTRATIVE MATTERS

A. These Bylaws constitute the rules and regulations of the Association of Collegiate Schools of Planning, Inc. (the “Association” or “ACSP”), a Florida corporation not for profit.

B. The fiscal year of the Association shall be determined by the board of directors (“Governing Board”) and may be changed from time to time by the Governing Board.

Article II.
MEMBERSHIP

There are four classes of membership in the Association: Full Member, Affiliate Member, Corresponding Member, and Individual Member. Members pay dues to support the Association. The first three classes are open only to academic units such as a school, department, program, curriculum, or institute. Dues for each class are explained in Article III and voting rights in Article IV.

A. Full Membership is open to any 501(c)(3) or similar U.S. academic unit that offers a degree or degrees in planning. Full Members, and only Full Members, have one vote in elections and Association business meetings. Only faculty and students affiliated with Full Members may hold elective office. Each faculty member counted in capitation fees (See Article III) will receive capitation services, including publications and special conference fees.

B. Affiliate Membership is open to any academic unit that has a clear interest in planning, but does not offer a degree in planning. Faculty and students of Affiliate Members may serve on and chair committees but may not vote or hold offices. Affiliate Members may pay capitation fees so that their faculty may receive capitation services, including publications.

C. Corresponding Membership is open to any non-U.S. academic unit that offers a degree in planning. Faculty and students of Corresponding Members may serve on committees but may not vote or hold office. Corresponding Members may pay capitation fees so that their faculty may receive capitation services, including publications.

D. Individual Membership is open to any person who wishes to participate in ACSP's activities. Individual Members shall receive capitation services and publications. Individual members may attend meetings of the Association, participate in its discussions and deliberations, serve on or chair committees and receive publications, but may not vote or hold office.

E. The rights of Members shall terminate upon failure to pay any required dues or fees associated with such membership.

Article III. FINANCES

Budget and Spending Policy

Major expenses incurred by ACSP are paid by ACSP, not by the schools or the officers or committee members involved in the activity. These expenses are covered from dues income. To that end, ACSP approves its budget on an annual basis, with semi-annual reporting of up-to-date operations and cost and revenue forecasts.

To maintain fiscal stability, ACSP has a reserve fund ("Reserve Fund") governed by the following:

- a. ACSP will maintain a Reserve Fund with a minimum balance of at least twice the annual base dues revenue from Full Members, Affiliate Members, and Corresponding Members.
- b. Revenues to the Reserve Fund shall consist of dividends or interest from investment plus surpluses from other ACSP activities as occasion permits.
- c. Withdrawal from the Reserve Fund requires a two-thirds vote of the Governing Board meeting in a regular or special meeting, or by telephone poll, upon petition of the ACSP officers.

The annual dues of Full Members, Affiliate Members, Corresponding Members, and Individual Members shall be fixed by the Governing Board from time to time. Members are expected to underwrite the costs borne by the Association through dues such that the Association's annual revenues are sufficient to maintain operations. The annual budget shall be proposed at a meeting of the Executive Committee and voted upon by the Governing Board. If the proposed increase in dues is to be 15% or greater for any membership class, members of all classes shall receive notice of the proposed dues structure at least 40 days before the Governing Board meeting at which such budget and dues structure will be voted upon.

Capitation

Each Full Member pays base membership dues plus an additional assessment for each faculty member with 50% or more time devoted to the Full Member. This assessment is called "capitation". Capitation may also be paid, and services received, for faculty with less than 50% time devoted to the Full Member. Affiliate Members and Corresponding Members must pay base membership dues and may elect to pay capitation for those of their faculty that they wish to receive the associated services.

Categories of Individual Membership

There will be separate consideration of dues for the following categories of Individual Membership:

- 1) students,
- 2) active faculty, and
- 3) retired faculty.

**Article IV.
VOTING**

Participation in meetings of the Association is open to all faculty and students of Full Members, Affiliate Members, Corresponding Members, and Individual Members. Each Full Member shall have one vote in the conduct of the affairs of the Association. In the case of election for officers and regional representatives, the administrative head of the Full Member institution/school/program shall cast the vote after polling and recording the individual votes of each capitated faculty member. For all other matters, the Full Member's vote may be cast by the administrative head of the Full Member or by an individual that is affiliated or employed by such Full Member and is designated as its representative by the administrative head. The candidate receiving a plurality of the votes cast shall win the election. In the case of a tie vote the Chair of the Nominating Committee will decide the winner by means of a validated coin toss.

**Article V.
QUORUM**

Representatives of a majority of the total number of Full Members of the Association shall constitute a quorum for the transaction of business at any business meeting of the Association.

**Article VI.
OFFICERS**

A. The officers of the Association are the President, Vice President, Secretary, and Treasurer.

B. All Officers except President are elected by mail ballot conducted in advance of the Annual Meeting by the Nominating and Elections Committee. The President-Elect shall become President. The President and newly elected officers are installed at the conclusion of the Annual Meeting following the election.

C. Duties of the Officers

1. President

a. Chairs the Governing Board and Executive Committee.

b. Interprets policy established by the Association, the Governing Board and the Executive Committee.

c. Appoints all non-specified Standing and Ad-hoc Committees.

- d. Coordinates activities of officers and committees.
- e. Works with the Treasurer and Executive Committee to prepare an annual budget for approval of the Governing Board.
- f. Presides at meetings of the Association.
- g. Appoints members to the Planning Accreditation Board as may be required by the charter of that organization and appoints the International Programs Liaisons, a Bursar to assist the Treasurer in the disbursement of funds, and two student representatives to the Governing Board.
- h. Assures the orderly succession of officers should an incumbent be unable to serve his/her complete term by either calling for a special election or appointing a replacement when none is specified in these Bylaws.
- i. Appoints a replacement to complete the term of any vacant seat on the Governing Board.

2. Vice-President

- a. Is the President-Elect.
- b. Chairs the Committee on Review and Appraisal.
- c. Oversees ACSP publications including: the Journal of Planning Education and Research (“JPER”), “ACSP Update”, and other print and electronic communications of the organization as a whole.
- d. Performs other activities and tasks as may from time to time be assigned by the President.
- e. Acts for the President in his/her absence or incapacity.
- f. Assumes the office of President in the event the incumbent resigns or is otherwise unable to complete his/her term. In this case, an election for Vice-President to fulfill the term shall be held as soon as practical.
- g. Serves as Parliamentarian for the Association.
- h. Appoints the Chair of the Conference Committee.

3. Secretary

- a. Is responsible for recording and disseminating to all Full Members, the names and titles of administrative heads of Full Members and of any other Members that may subsequently be authorized to vote in Association meetings.
- b. Collects and maintains current information on schools for use of the Association, by

assembling and overseeing the publication of the “A Guide to Planning Education”.

c. Conducts the correspondence of the Association.

d. Keeps and distributes minutes of the Annual Meeting of the Association, Governing Board meetings, and Executive Committee meetings.

4. Treasurer

a. Is responsible for the collection of dues and the keeping of financial accounts.

b. Is responsible for approving expenditures and making disbursements.

c. Oversees audits and reviews of organization finances.

d. Works with the President and committee Chairs to prepare an annual budget for Governing Board approval.

e. Chairs the Standing Committee on Finance and Investment.

5. Past-President

a. Is a voting member of the Governing Board.

b. Is available for consultation with the officers, upon request.

D. Terms of Office

The Terms of Office of the President, Vice-President, Secretary and Treasurer shall ~~+~~be two years, and run concurrently. The elections for Vice-President/President-Elect, Secretary and Treasurer shall take place in odd-numbered years and be concluded no later than 45 days prior to the date of the Annual Meeting. These terms of office begin at a fall meeting, in odd-numbered years. The President shall not succeed him/herself to a term in office. One U.S. Regional Representative from each Region is elected annually, for a two-year term.

The Vice-President/President-Elect shall assume the office of President at the fall ~~+~~meeting two years after having assumed the office of Vice-President/President-Elect. The term of office of the Vice-President shall conclude later that year with the beginning of the term of office of the President which the President-Elect assumes.

Upon the conclusion of his/her term, the President shall serve for a term of one year as Past-President.

E. Removal

Any officer elected or appointed by the Governing Board may be removed by the Governing Board whenever in its judgment the best interests of the Association will be served thereby. Removal shall be without prejudice to the contract rights, if any, of the person removed. Election or appointment of an officer shall not of itself create contract rights.

F. Resignation

Any officer of the Association may resign at any time by giving written notice to the Governing Board, the President, or the Secretary of the Association. Such resignation shall take effect at the time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Article VII. U.S. REGIONAL REPRESENTATIVES

For purposes of geographic representation, the United States shall be considered to consist of five regions (“Regions”). The boundaries of and among the Regions shall be established from time to time by the Governing Board. Insofar as is practical, the number of Full Members in each of the Regions shall be as equal as possible. Identification of each Region by number or name shall be established by the Governing Board.

Purpose

The Regions are established to facilitate and encourage the pursuit and achievement of the purposes of the Association (as described in the Association’s Articles of Incorporation) within geographical areas smaller than the area encompassing all member institutions. This will reduce time and cost involved in meeting travel, allow the identification and consideration of issues uniquely affecting a Region’s membership, and permit more thorough deliberation than is possible at Association meetings of matters of concern to the entire membership.

Representation

There shall be two representatives (“U.S. Regional Representatives”) from each region on the Governing Board. U.S. Regional Representatives shall serve two-year terms and must be capitated at a Full Member institution in the represented region at the time of election. A vacancy in the seat of any U.S. Regional Representative will be filled by appointment of the President.

Each U.S. Regional Representative will consult, in any practicable manner, with his/her constituent members to identify issues and concerns, and will report such issues and concerns to the Governing Board at the Annual Meeting.

Article VIII.
INTERNATIONAL PROGRAMS LIAISONS

For the purpose of inclusive representation and to facilitate and encourage the pursuit and achievement of the purposes of the Association in regard to worldwide understanding, appreciation and perspective, International Programs Liaisons to the Governing Board will be welcomed from academic units in countries or regions outside of the United States. International Programs Liaison posts will be established by the Governing Board, from time-to-time, as interest from or in geographic areas arises.

Article IX.
THE GOVERNING BOARD

A. The Governing Board shall consist of the following voting and non-voting members:

The 17 *voting* members are:

1. The four officers: President, Vice-President, Secretary and Treasurer.
2. The Past-President.
3. The ten U.S. Regional Representatives.
4. Two student representatives appointed by the President.

The *non-voting* members of the Governing Board are:

1. The three academic members of the Planning Accreditation Board appointed by the ACSP President.
2. The International Programs Liaisons.
3. The Chair of each Standing Committee.
4. The Editor of the Journal of Planning Education and Research

B. Members of the Governing Board shall assume their respective offices at the Annual Meeting of the Association.

C. Unless otherwise provided herein, vacancies on the Governing Board shall be filled by the President for the remainder of the term of office, as soon as practicable upon notice of the vacancy.

D. Duties and Powers

1. The Governing Board is empowered to transact all routine business not specifically reserved for action by the Association, with the proviso that any action of the Governing Board may be overridden by a majority vote of the Full Members.
2. A quorum of the Governing Board shall consist of a simple majority of its voting members.
3. All Governing Board members, both voting and non-voting as well as the Chairs of all special and ad-hoc committees, task forces, and interest groups shall receive notice of, agenda for, and minutes of Governing Board meetings. In addition, upon taking office all committee, task force and interest group Chairs shall receive information about budgetary and other resources of the Association available to his/her committee.

4. The Governing Board shall meet at least annually, including at the Annual Meeting of the Association and other times at the call of the President or of any seven of its voting members: notice of the date, time, place and agenda shall be in writing, and communicated at least two weeks prior to the meeting, to each member of the Governing Board.

5. All Governing Board meetings are open to all classes of members.

E. Resignation

Any member of the Governing Board of the Association may resign at any time by giving written notice to the Governing Board, the President, or the Secretary of the Association. Such resignation shall take effect at the time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Article X. COMMITTEES

A. The following shall be the Standing Committees of the Association and each Committee's respective purpose.

1. Executive. To review, appraise, and set the Governing Board agenda. To propose a budget and to undertake other actions as are deemed necessary for the successful accomplishment of the Association's goals. The Executive Committee meets at least two times a year in addition to participating in Governing Board meetings. The Executive Committee is composed of the officers of the Association.

2. Finances and Investment. To determine, administer, and provide oversight on appropriate financial policies and procedures for ACSP and to provide for and oversee the appropriate and timely review thereof. This Committee shall consist of at least three people, and shall be chaired by the Treasurer of ACSP.

3. Nominating and Elections. To encourage planning academicians in a wide range of planning programs to assume leadership roles in the Association and to organize and conduct in a timely fashion and in a well publicized manner all required and special elections of the Association, and to endeavor to assure widespread participation therein, especially by racial and ethnic minorities. This Committee will make a good faith effort to nominate at least two candidates for each office in the Association and conduct a mail ballot in advance of the Annual Meeting, for officers and Regional Representatives. In case of a vacancy in the offices of Vice-President, Secretary or Treasurer, this Committee will hold an election to fill the term of office, as soon as practical.

4. Review and Appraisal. To review the activities, programs, ways and means of the Association, to help set the Presidential agenda, and to recommend policy or organizational changes to help assure the fulfillment of the Association's purposes. The Vice-President chairs this Committee, and the Vice-President appoints its membership, for a one-year term.

5. Conferences. The purpose of this Committee is to provide guidance and oversight for all Association-sponsored meetings and conferences. The Chair of this Committee is the Conference Coordinator. This Committee is composed of at least two representatives of the Conference Track Chairs, a representative of the immediate past conference host committee, representatives of host committees for all designated or planned to-date future host sites, a student representative and other persons as may be appointed by the President. The purpose of this Committee is to assure that the ACSP Annual Conference and other such meetings are organized professionally and in a manner that supports meaningful communication and interaction, and to continue to improve ACSP Conferences for the benefit of all attendees.

6. PAB Advisory. To solicit and review applications and submit recommendations for educator membership in the Planning Accreditation Board site visitor pool. To review and advise the ACSP Governing Board, Officers, and Membership on PAB matters of importance to ACSP.

7. Membership. To interpret conditions for membership in the Association, to recommend needed changes in membership criteria, and to receive applications for membership and transmit them to the Governing Board, with recommendations.

8. Institutional Governance. To review and recommend changes, updates, or amendments to the Association's Articles of Incorporation, Bylaws, and the rules and procedures that govern the major activities of ACSP. To evaluate the formal governance structure of ACSP. To identify and suggest alternative approaches, methods, and strategies to improve governance and administrative efficiency, diversity and fairness. And to address specific problems as they arise.

B. Special committees, task forces, interest groups, including the following and similar, may be authorized by the President, Executive Committee, Governing Board or the Association membership from time to time.

Article XI. MEMBERSHIP MEETINGS

A. Annual Meetings of the members shall be held at a time and place to be fixed by the Governing Board for installation of officers and U.S. Regional Representatives, and for the conduct of other Association business. Other business meetings of the members may be held at the call of the Governing Board, or by a majority of the Full Members of the Association.

B. Other meetings of the members that have programs of special interest to planning educators shall be arranged at times and places to be determined by the Governing Board.

C. Meetings of the members shall be conducted in conformance to the most current edition of Robert's Rules of Order, Newly Revised.

**Article XII.
STAFF**

The Governing Board may authorize the President to hire staff that the Governing Board or the membership believes is necessary. All such appointments, salaries, duties, responsibilities, authority and relationships shall, if at all possible, be determined or ratified by the Governing Board prior to such action. In special circumstances, the President may hire staff conditional upon the Governing Board's subsequent approval.

**Article XIII.
BOOKS AND RECORDS**

A. Corporate Records

1. The Association shall keep as records minutes of all meetings of its members and the Governing Board, a record of all actions taken by the members or the Governing Board without a meeting, and a record of all actions taken by a committee of the Governing Board in place of the Governing Board on behalf of the Association.
2. The Association shall maintain accurate accounting records.
3. The Association or its agent shall maintain a record of its members in a form that permits preparation of a list of the names and addresses of all members in alphabetical order by class of members.
4. The Association shall maintain its records in written form or in another form capable of conversion into written form within a reasonable time.
5. The Association shall keep a copy of the following records:
 - a. Its articles or restated articles of incorporation and all amendments to them currently in effect.
 - b. Its bylaws or restated bylaws and all amendments to them currently in effect.
 - c. The minutes of all members' meetings and records of all action taken by members without a meeting for the past 3 years.
 - d. Written communications to all members generally or all members of a class within the past 3 years, including the financial statements furnished for the past 3 years under, Section C of this Article.
 - e. A list of the names and business street, or home if there is no business street, addresses of its current directors and officers.
 - f. Its most recent annual report delivered to the Florida Department of State under Section 617.1622, Florida Statutes.

B. Inspection of Records by Members

1. A member is entitled to inspect and copy, during regular business hours at the Association's principal office, any of the records of the Association described in Section A.(5) of this Article, if the member gives the Association written notice of his or her demand at least 5 business days before the date on which he or she wishes to inspect and copy.

2. A member is entitled to inspect and copy, during regular business hours at a reasonable location specified by the Association, any of the following records of the Association if the member meets the requirements of subsection (3) and gives the Association written notice of his or her demand at least 5 business days before the date on which he or she wishes to inspect and copy:

- a. Excerpts from minutes of any meeting of the Governing Board, records of any action of a committee of the Governing Board while acting in place of the Governing Board on behalf of the Association, minutes of any meeting of the members, and records of action taken by the members or Governing Board without a meeting, to the extent not subject to inspection under subsection (1).
- b. Accounting records of the Association.
- c. The record of members.
- d. Any other books and records.

3. A member may inspect and copy the records described in subsection (2) only if:

- a. the member's demand is made in good faith and for a proper purpose;
- b. the member describes with reasonable particularity his or her purpose and the records he or she desires to inspect; and
- c. the records are directly connected with the member's purpose.

4. The Association may deny any demand for inspection made pursuant to subsection (2) if the demand was made for an improper purpose, or if the demanding member has within 2 years preceding his or her demand sold or offered for sale any list of members of the Association or any other corporation, has aided or abetted any person in procuring any list of members for any such purpose, or has improperly used any information secured through any prior examination of the records of the Association or any other corporation.

5. For purposes of this section, a "proper purpose" means a purpose reasonably related to such person's interest as a member.

C. Financial Reports for Members. Within 60 days following the end of the fiscal year of the Association, the Governing Board shall mail or furnish by personal delivery to each member a complete financial report of actual receipts and expenditures for the previous 12 months. The report shall show the amounts of receipts by accounts and receipt classifications and shall show the amounts of expenses by accounts and expense classifications.

**Article XIV.
AMENDMENTS**

These Bylaws may be amended by an affirmative vote of two-thirds of the Full Members at any Annual Meeting of the Association or by mail ballot. Proposed amendments to the Bylaws shall be submitted to the Secretary at least sixty days before the Annual Meeting or vote date, and notice thereof shall be sent forth with by the Secretary to each Full Member to be received at least forty-five days prior to the vote. If a committee is appointed to revise the Bylaws and report at a certain meeting, then that appointment constitutes notice. Amendments to these Bylaws go into effect at the close of the Annual Meeting at which they were adopted or in the case of mail ballot amendment, at the next Annual Meeting of the Association.

**Article XV.
IMPLEMENTING CLAUSE**

A. A Vice-President/ President Elect shall be elected in the Spring of 2002 and will assume office at the Fall 2002 Annual Meeting of the Association. One seat from each Region will be filled by election in spring 2002. Then-current U.S. Regional Representatives will draw straws to determine which seat will be up for election, and which will be extended.

B. A Vice-President, Secretary and Treasurer and one U.S. Regional Representative from each Region will be elected in the spring of 2003 and shall assume office at the 2003 Annual Meeting of the Association. At that time the then-current Vice-President/President Elect will assume the office of President.