

ARTICLE I. Name

The name of this organization shall be The Atlanta Planning Advisory Board (“APAB” or “Board”).

ARTICLE II. Mission

The Mission of this Board shall be to facilitate citizen participation through the neighborhood planning units (“NPU’s”). It shall serve as an advisory board to the City on citywide problems, issues, goals and objectives including the Comprehensive Development Plan. Such matters include but are not limited to land use, zoning, transportation, environmental quality, parks and open spaces. The Board should assist City agencies in determining priority needs. The Board should review and recommend budgetary items.

ARTICLE III. Purpose

The Atlanta Planning Advisory Board is the two-way communication link between the City of Atlanta’s neighborhoods and city government concerning policy decisions that affect its citizens, neighborhoods, NPUs and the city as a whole.

ARTICLE IV. Members

This Board shall be composed of up to seventy-five (75) members, twenty-five (25) NPU Chairs, twenty-five (25) delegates and twenty-five (25) alternate delegates. The NPU Chairperson, the official board member, shall have the right to serve on the board or appoint a delegate or the alternate delegate. Each Neighborhood Planning Unit shall have one (1) vote. Each year, by December 31st, NPU Chairpersons shall submit to the President and Recording Secretary of APAB and the NPU Coordinator the name, address, home and cell phone numbers of both the delegate and alternate delegate for the ensuing year. Failure to timely provide this information will result in both the new NPU representative’s ineligibility to vote at Board meetings and the continued service of the sitting board member until either of the following occurs: (1) the NPU Chair identifies a replacement, (2) the board member resigns or (3) the APAB presiding officer both recognizes and seats the new and alternate delegates. The minutes shall reflect the identity and appointment of the new NPU representative. The Delegate shall have the first right to vote, then if absent or demurs, then Alternate-delegate, and lastly the NPU Chair.

ARTICLE V. Officers and Election

Section 1.

The Officers of the Board shall be President, First Vice President, Second Vice President, Recording Secretary, Corresponding Secretary, Financial Secretary and Parliamentarian. These Officers shall be elected from the voting members of the Board as defined herein and shall perform the duties prescribed by these Bylaws. Employees of the City of Atlanta may serve as voting members on the Board but may not serve as Officers of APAB. All candidates for office must be current members of APAB three (3) months prior to the official vote.

Section 2.

At the regularly scheduled meeting held in September, a Nominating Committee shall be appointed by the President and confirmed by the Board. It shall be the duty of this Committee to present a list of nominated candidates to the Board at the November Board meeting. At that time, additional nominations may be offered from the floor. If the Nominating Committee has not compiled a slate of officers for presentation during the November Board meeting, nominations from the floor shall be solicited from the voting members of the Board and the elections shall proceed as prescribed herein.

Section 3.

1. Members of the Nominating Committee are not eligible to seek or campaign for any office during the term that they are appointed to develop and submit nominations to the Board. However, any member of the Nominating Committee may accept a nomination from the floor or as a write-in candidate the day of the election. Members of the Nominating Committee shall conduct the election at the November meeting.
2. Members of the Nominating Committee shall remain neutral to the slate of candidates and shall not canvas for or promote or speak on behalf of or against any candidate.

Section 4.

The Nominating Committee shall control the nomination and election process. The Nominating Committee shall follow the processes and procedures set out in the document known as the "APAB Nominating Committee Procedures" which is attached hereto, and incorporated herein as "Attachment-1".

If the Nominating committee updates the "APAB Nominating COMMITTEE Procedures" the revised version must be presented and ratified at an Executive Board Meeting prior to or during October's Board Meeting. Following ratification by the Executive Board, the new "APAB Nominating Committee Procedures" document must be presented to and ratified by the APAB Board. Following the aforementioned procedures, the resulting document shall govern the process and procedures of the Nominating Committee and the below steps shall be followed:

1. The Nominating Committee shall present the new process and procedures prior to

developing the list of candidates;

2. The newly ratified “APAB Nominating Committee Procedures” shall be published and presented to the Bylaws Committee;
3. The Bylaws Chair shall submit the document to the APAB President and; The APAB President shall submit the document to the City of Atlanta’s Planning & Community Development and request that it replace Attachment-1 of APAB Bylaws.

Section 5.

Excluding the office of Parliamentarian, no officer shall serve more than three (3) elected consecutive terms for the same office (An appointment to fill a vacant seat will not count towards the three term limit). The Parliamentarian may serve as many consecutive terms as they are elected.

Section 6.

If an officer resigns from the Board, such resignation shall be effective as of that date. The President shall appoint a member to fill the remaining term of the officer.

Section 7. Duties and Functions of Officers

The duties and functions of the officers of the Board shall be as follows:

A. President

1. To preside at all meetings and to maintain order and decorum;
2. To call all meetings in accordance with these rules and applicable laws and to verify that written notices and advertisements for all Board meetings are in proper form;
3. To execute official documents on behalf of and at the direction of the Board and to sign correspondence on behalf of the Board;
4. To review all minutes of the Board and to verify accuracy and all findings of fact;
5. To determine that all actions taken by the Board are correct in form and substance;
6. To establish a tentative agenda and submit said agenda to the NPU Coordinator no less than ten (10) days prior to the regularly scheduled meeting of the Board;
7. To appoint representatives to boards and commissions from APAB or NPUs in general;
8. To appoint committee chairs to all standing and ad-hoc committees;
9. To make appointments for vacant officer and committee chair positions;
10. To remove any appointed officer or committee chair, with or without cause;
11. May dissolve any ad-hoc committee with approval of the Executive Board.

- Note – The enumerated powers in Items 9, 10, and 11 are in the exclusive control of the President, unless so delegated by the President.

B. First Vice President

1. In the President's absence, disability, resignation or disqualification the First Vice President shall perform all of the duties and functions of the President;
2. To be an ex-officio member of all committees and to ensure the proper functioning and reporting of all committees;
3. To be a contact/liaison for NPU's, neighborhood/community associations, and citizen special interest groups; and
4. Shall perform other related duties as prescribed by the President.

C. Second Vice President

1. In the President's and First Vice President's absence, disability, resignation or disqualification, the Second Vice President shall perform all of the duties and functions of the President;
2. To be an ex-officio member of all committees and assist the President and the First Vice President with the proper functioning and reporting of all committees;
3. To be a contact/liaison for the Atlanta City Council, City Departments and Bureaus, other workgroups and task forces that impact Atlanta's citizenry; and
4. Perform other related duties as prescribed by the President

D. Recording Secretary

1. To record, transcribe and certify the minutes of all meetings of the Board, and keep the originals thereof in an appropriate minute book;
2. To act as custodian of the minutes;
3. To certify or attest official documents or actions of the Board; and
4. To assist with improving/innovating communication strategies for the Board in partnership with the Corresponding Secretary, the First Vice President and the Second Vice President.

E. Corresponding Secretary

1. To process correspondence to the Atlanta Planning Advisory Board, NPU's, other citizen participation organizations, groups, city departments or individuals at the direction of the President;
2. To assist the First and Second Vice Presidents with coordinating communication efforts between the Atlanta Planning Advisory Board and city departments, the Neighborhood Planning Units, other citizen participation organizations, groups and the Atlanta City Council;

3. To serve as the Recording Secretary in both the Executive Committee and Board meetings in the absence of the Recording Secretary.

F. Financial Secretary

1. To chair the Budget Committee;
2. To maintain all financial records for the organization including sources of income and invoice/receipt documentation;
3. To make monthly reports at the executive and general body meetings;
4. Assist with financial enterprises and fundraising activities;
5. To provide financial records for an annual audit and answer all inquiries regarding the records.

G. Parliamentarian

The Parliamentarian shall be elected by the membership. The Parliamentarian shall assist the President, the Executive Committee and other members of the Board with adherence to the organization's bylaws and Robert's Rules of Order. The Parliamentarian shall clarify all points of disagreement. The parliamentarian shall ensure adherence to the Bylaws and "Robert's Rules of Order" (Newly Revised current edition). The Parliamentarian is a member of the Bylaws committee.

ARTICLE VI. MEETINGS

Section 1.

The meeting shall conform and comply with the United States Constitution, the Constitution of the State of Georgia, the laws of the City of Atlanta, and the Bylaws of APAB. Where the Bylaws are silent Robert's Rules of Order shall take precedence.

The regular meetings of the Board shall be held on the third (3rd) Saturday of every calendar month at 10:00 a.m. Said meetings shall be held at Atlanta City Hall, or at another public place or date in the City of Atlanta as approved and announced by the Board at a regularly scheduled meeting. APAB Monthly Meetings shall be cancelled by a majority vote of the Executive Committee. Notice of the regularly scheduled meetings shall be mailed electronically to all APAB members and NPU chairs a minimum of four (4) days prior to the scheduled monthly meetings and mailed to the voting members (without access to electronic mail) at least seven (7) days prior to the meeting. Members without email addresses must notify the NPU Coordinator of their lack of access to email to receive notices of any meeting at least four (4) days prior to the scheduled meeting via mail and telephone.

APAB meetings may be held physically, virtually, or in a hybrid format as circumstances dictate. For those meetings where virtual attendance is permitted, virtual attendees must

register and provide their full name and relevant affiliation. Voting members must also provide their NPU affiliation.

Section 2.

The regular meeting held in January of each year shall be the annual organizational meeting of the Board. In addition to any other business to be considered at that meeting, the Board shall:

1. Install officers;
2. Establish committees and appoint chairpersons; and
3. Set forth goals and objectives for the year

Section 3.

The President may call a special meeting of the Board given proper notice as provided by Article VI Section 1. Additionally, upon written request from at least eight (8) members of the Board, the President shall call a special meeting of the Board to be held not less than ten (10) nor more than twenty (20) calendar days from the date of receipt of said request. The request shall state the specific purpose for the special meeting and shall include the signatures of the requesting Board members. A notice of the special meeting shall be emailed at least (7) days prior to the meeting. Only the business for which the meeting was called shall be considered.

Section 4.

The Board may sponsor public hearings, workshops, or other meetings. To be official, a quorum of voting members of the Board must ratify any action taken at such meetings.

Section 5.

Thirteen (13) members of the Board shall constitute a quorum.

Section 6.

1. A simple majority of votes cast shall determine the outcome of a motion, with the exception of amendments to these Bylaws.
2. Amendments to the Bylaws shall require a quorum present during the vote and shall require a 2/3 vote of those members present for approval.

Section 7.

Transmission of communications or notices as provided for in these Bylaws shall be made by either mail or email when such electronic addresses are available.

Section 8.

The Executive Committee shall be empowered to conduct its meetings by online/telephone conference. The online/telephone conference number shall be published to all members of APAB and published on the agenda for the meeting or on the APAB website. The Executive Committee may vote electronically when an issue requiring a vote is presented in an electronic format.

ARTICLE VII. Committees

Section 1. Executive

This committee shall be composed of the President, First Vice-President, Second Vice President, Financial Secretary, Corresponding Secretary, Recording Secretary, Parliamentarian and all chairs of standing committees. It shall be the duty of this committee to assist the President in developing meeting agendas and conducting the business of the Board.

Section 2. Public Safety

It shall be the duty of this committee to investigate and make recommendations to the Board on all questions related to police services, fire services and other general public safety issues. When time does not permit for presentation of the committee's concerns to the Board, the President or the Executive Committee may act.

Section 3. Community Development/Human Resources

It shall be the duty of this committee to monitor the City's Comprehensive Development Plan, the Community Development Block Grant Program, the Capital Improvements Plan and projects submitted by the individual Neighborhood Planning Units to ensure that all projects align with stated goals. This committee shall review and comment on policies used to allocate funds and make recommendations to the Board for presentation to the City. When time does not permit for presentation of the committee's concerns to the Board, the President or the Executive Committee may act.

Section 4. Zoning

It shall be the duty of this committee to monitor matters related to land use, zoning, urban design and historic preservation, with attention to citywide issues. This committee shall make recommendations to the Board for appropriate action. When time does not permit for presentation of the committee's concerns to the Board, the President or the Executive Committee may act.

Section 5. Utilities

It shall be the duty of this committee to monitor matters that appear on the agendas of the City Council's Utilities Committee, with attention to citywide issues. This committee shall monitor and consider actions of public or private entities that may effect the environment, health and

livability of neighborhoods. When time does not permit for presentation of the committee's concerns to the Board, the President or the Executive Committee may act

Section 6. Transportation

It shall be the duty of this committee to monitor matters that appear on the agendas of the City Council's Transportation Committee and to make recommendations to the Board for presentation to the City. When time does not permit for presentation of the committee's concerns to the Board, the President or the Executive Committee may act.

Section 7. Finance

It shall be the duty of this committee to monitor matters that appear on the agendas of the City Council's Finance/Executive Committee and to make recommendations to the Board for presentation to the City. When time does not permit for presentation of the committee's concerns to the Board, the President or the Executive Committee may act.

Section 8. Committee on APAB

It shall be the duty of this committee to oversee and monitor matters that appear on the agendas of the City Council's Committee on Council and make recommendations to the APAB Board for presentation to the City. When time does not permit for presentation of the committee's concerns to the Board, the President or the Executive Committee may act.

Section 9. Education

It shall be the duty of this committee to oversee and monitor information and modifications from the Atlanta Board of Education and educational institutions for the City. When time does not permit for presentation of the committee's concerns to the Board, the President or the Executive Committee may act.

Section 10 Bylaws Committee

The President shall appoint both the Bylaws Committee Chair and the members of the Bylaws committee. The president shall not serve as chair. The Bylaws Committee shall consist of a minimum of three (3) and a maximum of (5) board members. The parliamentarian shall be a member of the committee. Duties of the Bylaws Committee are inclusive of but are not limited to:

1. Quarterly review of the Bylaws,
2. Receive bylaw revision requests from the membership,
3. Make bylaw recommendations to the executive board,
4. Present bylaw recommendations to the membership,
5. Notify the Executive Board of any conflicts between the Bylaws and actions of the board.

Section 11. Ex-officio members

The President and First Vice President and the Second Vice President shall be ex-officio members of all Committees, except the Nominating Committee. The Executive Board member restrictions include:

1. The President shall not chair the Bylaws Committee,
2. The President, First Vice President and Second Vice President shall not serve as members of the Nominating Committee.

ARTICLE VIII. Appointments to External Organizations

Section 1. Appointments Generally

The Board's process for selecting Appointees to external bodies, when it is called upon to do so, shall be as follows: the President will nominate a proposed appointee, and the Board shall confirm or reject the nomination.

Section 2. Board Appointee Duty to Report to Board

Appointees of the Board to external bodies shall report to the Board on the activities of the external body on which they serve and shall do so regularly, as requested by the President or a majority of the members of the Board. This provision applies to all appointees of the Board, including current existing appointees.

ARTICLE IX. Parliamentary Authority

The Board shall be governed by the Bylaws set forth in this document. If an issue is not covered by these Bylaws, the current edition of Roberts Rules of Order *Newly Revised* shall govern the Board.

ARTICLE X. Bylaws

The Bylaws shall conform and comply with the United States Constitution, the Constitution of the State of Georgia and the laws of the City of Atlanta. Where the Bylaws are silent Robert's Rules of Order shall take precedence.

Section 1. Amendment of Bylaws

These Bylaws may be amended at any regular meeting of the Board by a two-thirds (2/3) vote of the members present, provided that the amendment has been submitted in writing at the previous regular meeting and provided that notice of the intent to consider said amendment(s) has been included in the notice of the meeting mailed to each member as provided for hereinabove.

Section 2. Availability of Bylaws

A copy of these Bylaws, and any amendments or revisions hereto, shall be certified by the President and Recording Secretary of APAB and filed with the Municipal Clerk as soon as practical after adoption by the Board. A copy of these Bylaws, any amendments or revisions hereto and the ordinance creating the Board, shall be available upon request to any party.

ADOPTED this 19th day of NOVEMBER 2020

Certified By:

Debbie Skopczynski
President
Atlanta Planning Advisory Board

Gloria Hawkins-Wynn
Recording Secretary
Atlanta Planning Advisory Board