CONSTITUTION

THE NEBRASKA PLANNING AND ZONING ASSOCIATION

ARTICLE I. Name

The name of this organization shall be: Nebraska Planning and Zoning Association (NPZA).

ARTICLE II. Preamble

The Nebraska Planning and Zoning Association (NPZA) is an association composed of individual members; citizens serving planning commissions and boards of adjustment and cities, villages, and counties and their respective elected officials and staff providing planning and zoning as a governmental function; and professional planners all meeting together for the education and the interchange of ideas and the discussion of problems and solutions affecting them in the area of planning and zoning. Any individual, firm, or organization with an interest in community planning, and any village, city, county, or area with or without formal planning are welcome to join the NPZA.

ARTICLE III. Purpose

The NPZA shall have the following purposes:

(a) To encourage and assist the formation of village, city, county, metropolitan, regional, and state planning commissions;

(b) To promote a high standard of general welfare of Nebraska citizens through the application of sound planning and zoning principles;

(c) To provide a state-wide network for exchanging ideas and disseminating information for all persons interested in planning and zoning;

(d) To foster an on-going educational program on village, city, county, metropolitan, and regional planning and zoning principles as they apply to Nebraska; and

(e) To promote and encourage the passage of legislation to carry out the principles of sound comprehensive city, county, metropolitan, regional, and state-wide planning and zoning.

ARTICLE IV. Membership

SECTION 1. Membership. Membership shall be open to all persons, political subdivisions, firms or organizations interested in promoting planning and zoning in Nebraska.

SECTION 2. Membership Classes and Dues. Membership classifications and dues shall be established by the Board of Directors and reviewed annually.

ARTICLE V. Administration

SECTION 1. Board of Directors. The NPZA shall be governed by a Board of Directors consisting of the following officers and representatives: President, Vice President; Recording Secretary, Newsletter Editor, Treasurer, Legal Counsel, Conference Coordinator, Immediate Past-President, the University of Nebraska Planning Program Faculty Liaison ((University Liaison), the current Chapter President of the Nebraska Chapter of the American Planning Association (APA) or their designee, and five (5) at-large members of the NPZA giving due consideration for representing the areas formerly comprising the NPZA districts to be elected by the

membership as provided in Section 4 below. The Executive Committee as subsequently provided below shall govern the NPZA between the meetings of the Board of Directors. Actions taken by the Executive Committee since the last Board Meeting shall be reviewed and approved by the Board of Directors at each subsequent meeting of the Board of Directors and recorded in the Board minutes.

SECTION 2. Elected and Appointed Officers. The elected officers of NPZA shall consist of a President, and a Vice President and the five (5) At-large Board members. The elected officers (President, Vice President, and the five (5) At-large Board members shall appoint a Recording Secretary; Treasurer, a Newsletter Editor, Conference Coordinator, University Liaison, and NPZA Legal Counsel all of which shall be members of the Board of Directors. Appointed officers shall serve at the pleasure of the Board and any vacancy in an appointed office shall be filled as provided in Section 7 hereof.

SECTION 3. Executive Committee. The Executive Committee shall consist of the officers elected at the annual meeting, and the immediate Past President. The Executive Committee shall be custodian of all NPZA property; authorize all contracts and purchases but shall not incur any personal liability exceeding the amount of un-appropriated funds in the NPZA financial accounts; audit all accounts; and shall transact all ordinary and routine business not requiring action by the Board of Directors. The Treasurer, Recording Secretary, and the NPZA legal Counsel shall serve on the Executive Committee as ex-officio members.

SECTION 4. Elections. Elections shall be held every even-numbered year commencing in 2014 and every two (2) years thereafter. All elections shall be conducted during the annual NPZA conference.

SECTION 5. Election of Officers and At-Large Board Members. The President and Vice President, and the five (5) At-large Board members shall be officers and shall be elected in an election year at the annual NPZA conference by the eligible voting members of the NPZA present during the NPZA conference Annual Meeting. The Executive Committee shall compile the votes and announce the results at the NPZA awards banquet subsequently held during annual conference.

SECTION 6. Term of Office. The term of office for elected officers and the five (5) At-large Board members shall commence on January 1 following the close of the NPZA annual conference at which they were elected and continue to January 1 following the close of the NPZA annual conference held during the next even-numbered election year.

SECTION 7. Vacancies. Vacancies occurring in any of the elected offices (President, Vice President, and the five (5) At-large board members) of the NPZA during the term of office shall be filled by majority vote of the Board of Directors and shall serve until the next regular election when the position shall be filled as provided in Section 5. Vacancies in appointed offices shall be filled by a majority vote of the Board of Directors

SECTION 8. Duties of Elected Officers. The elected officers of the NPZA shall perform the specific duties hereinafter set forth as well as all duties customarily pertaining to their office:

(a) *President.* The President shall call and preside at all meetings of the NPZA and the Executive Committee, shall appoint all regular and special committees, shall be responsible for formulating a program to promote the purposes of the NPZA.

(b) *Vice President.* The Vice President shall act as president on the absence or incapacity of the president. The Vice President shall act as the liaison between the NPZA and other organizations within and outside the state.

SECTION 9. Duties of Appointed Officers. The appointed officers of the NPZA shall perform the specific duties hereinafter set forth as well as all other duties customarily pertaining to their office and specifically the following:

(a) *Newsletter Editor.* The Newsletter Editor shall edit and publish the NPZA Newsletter as directed by the Board of Directors.

(b) *Conference Coordinator.* The Executive Committee shall appoint a Conference Coordinator to work with the President, Membership Secretary and Treasurer, and Recording Secretary to plan the annual conference and other educational offerings to the membership in the form of a Spring or Fall Workshop or other events. The appointment shall be for a period of two (2) years. The duties shall include: selecting any of the meals; coordinating the equipment needed by speakers; preparing, copying, and assembling all the materials for the conference packet including the agenda, minutes, articles for the packet, etc.; coordinating the annual meeting/conference contract with a representative of the Venue Provider's staff; preparing packets for each of the individual sessions which include evaluation forms and sign-in sheets; coordinating with the Visitors/Convention Center for site assistance with registration; and contact with the media for press coverage of the annual meeting/conference. The Conference Coordinator shall be the liaison between the conference facility and the membership to ensure all needs are met. Copies of all conference material shall be given to the Conference Coordinator for reproduction, if necessary and as needed.

(c) *Recording Secretary.* The Recording Secretary shall keep a record of all proceedings of the NPZA. The Recording Secretary shall coordinate with the President to develop the agenda for the Board meetings; send notification of Board meetings to the Board members; keep a current list of officers, At-large Board members and appointed officers including titles, addresses, phone, fax numbers, and e-mail addresses; notify members of election of office; keep a record of all official correspondence of the NPZA; and keep the membership informed of actions taken by the Executive Committee and the Board of Directors of the NPZA.

(d) *Treasurer.* The Treasurer shall maintain all financial records which shall be open to inspection by the membership at all times; disburse funds on order of the President as authorized by the Executive Committee; report the financial transactions and conditions of the NPZA at the annual meeting; and collect membership dues and annual meeting/conference and other NPZA event registrations.

(e) *University of Nebraska Planning Faculty Liaison.* This individual shall be a member of the teaching faculty within the University's Community and Regional Planning Program, or its successor program if said Program exists. Said Liaison shall be a representative between the NPZA Board of Directors and the University's Program. The goal is to communicate between the NPZA and the Program to facilitate interaction between students, citizen planners, and professional practitioners.

(f) *NPZA Legal Counsel.* Legal counsel shall serve the Executive Committee and the Board of Directors regarding legal matters affecting the NPZA, as well as advise the Executive Committee and Board of Directors regarding changes in state and federal law, including state and federal case law, which could affect the NPZA.

SECTION 10. Annual Reports. The Executive Committee shall present a report at the NPZA's annual meeting of the NPZA's activities to date and recommendations, if any, for the future of the NPZA.

ARTICLE VI. Meetings/Conferences

SECTION 1. Annual Meetings/Conferences. An annual meeting/conference shall be held for the election of officers and for the transaction of NPZA business. Notice of the meeting/conference

shall be sent to all members not less than thirty (30) days in advance of the meeting. The Board of Directors shall designate the location of the annual meeting/conference.

SECTION 2. Special Meetings/Conferences. Special meetings/conferences may be called by the President, by the Executive Committee, or upon request of fifteen (15) members of the NPZA. Notice of such meetings/conferences shall be sent to all members not less than fifteen (15) days in advance of the meeting.

SECTION 3. Quorum. The eligible voting members present at the annual meeting/conference and at any special meeting/conference called shall constitute a quorum.

ARTICLE VII. Committees

SECTION 1. Standing Committees. The NPZA shall have the following standing committees:

(a) *Nominating Committee.* The Nominating Committee shall be made up of the last three (3) past presidents of the NPZA with the immediate past president being the chairperson of the committee. In a NPZA election year the Nominating Committee shall meet at least sixty (60) days prior to the annual meeting of the NPZA. The committee shall present to the current NPZA President and the Board of Directors a slate of candidates for President and Vice President at least forty-five (45) days prior to the annual meeting. The Membership Committee shall notify the membership of the slate of officers at least thirty (30) days prior to the annual meeting. Members wishing to be elected as one of the five at-large members of the Board of Directors shall notify the Membership Committee at least thirty (30) days prior to the annual meeting of his or her desire to be an at-large member. Any member eligible for President or Vice President or at-large member of the Board of Directors not on the slate of candidates may notify the Membership Committee in writing not less than fifteen (15) days prior to the annual meeting of his or her desire to be placed on the ballot to be voted on at the annual meeting and of his or her willingness to serve in such elective office. If at least five members have not notified the Membership Committee to be an at-large member, within the thirty-day or fifteen-day window to be placed on the ballot, only those who have so notified the Membership Committee shall be placed on the ballot. If the number of at-large position appearing on the ballot is less than five, a vacancy or vacancies of at-large members on the Board of Directors shall occur, and the vacancy or vacancies shall be filled as provided in Section 7 hereof.

(b) *Conference Committee.* The Conference Committee shall consist of not more than a total of six (6) persons and be responsible for making recommendations to the Executive Committee and Board of Directors regarding all aspects of the NPZA Annual Conference. The Conference Coordinator, Treasurer, and the President shall be permanent members on the Conference Committee. The President shall serve as the chairperson of the Committee and may appoint up to three (3) additional persons to serve on the Conference Committee. The Conference Committee shall meet with representatives of the Nebraska Chapter of the American Planning Association as necessary regarding the planning of the annual conference.

(c) *Membership Committee.* The Membership Committee shall organize and conduct an annual membership campaign; issue all membership cards and certificates; maintain an up-to-date record of memberships; annually publish a membership roster; manage the registration process for the annual NPZA conference or other events sponsored by the NPZA; and maintain NPZA conference registration data for each conference and sponsored event.

SECTION 2. Special Committees. Special committees of such number, titles, and duties may be created by the President or Executive Committee as may be necessary to carry out the purpose of the NPZA.

SECTION 3. Committee Procedures. The following procedures shall apply to all committees, which may include other operational procedures as established by the Executive Committee.

(a) *Meetings.* Each committee shall meet at such time and places as directed by the chairperson of the committee.

(b) *Terms*. Members of any Standing or Special Committee shall serve for two (2) years or until their successors are appointed. Any vacancies in committee membership shall be filled by the President after consultation with the committee chairperson.

(c) *Reports*. All committees shall submit reports of their activities in writing to the Board of Directors at the conclusion of their service.

ARTICLE VIII. Business

SECTION 1. Reporting. The Executive Committee shall report upon all business having been transacted before being voted upon by the Board of Directors.

SECTION 2. Authorization. No member is authorized to give or express an opinion on behalf of the NPZA, unless specifically authorized to do so by the President or the Board of Directors.

SECTION 3. Nondiscrimination. The NPZA shall not discriminate against any persons on account of disability, race, national origin, sex, age, and political or religious affiliations in violation of any applicable laws, rules and regulations of any governmental agency with jurisdiction over any such matter.

ARTICLE IX. Dissolution

SECTION 1. Distribution of Assets. In the event of the dissolution of the Nebraska Planning and Zoning Association the assets of the organization shall be distributed as follows:

(a) Liabilities. All liabilities and obligations shall be paid, satisfied, and discharged or adequate provisions shall be made thereof.

(b) Transferability. All remaining assets shall be transferred to another non-profit organization or corporation having similar purposes as the NPZA as determined by the Board of Directors.

ARTICLE X Amendments to the Constitution

Any proposed amendments to the NPZA Constitution must be submitted in writing to the President at least sixty (60) days prior to the annual meeting. Proposed amendments shall be reviewed by the Board of Directors prior to the annual meeting and shall be submitted to the eligible voting members of the NPZA present during the NPZA annual conference. The Executive Committee shall compile the votes and announce the results at the NPZA awards banquet subsequently held during annual conference. Amendments shall be approved by a two-thirds (2/3) vote of the eligible voting members attending the NPZA annual conference.

PASSED AND APPROVED this _____ day of _____, 2024.

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NPZA Recording Secretary