

ORANGE COUNTY MUNICIPAL PLANNING FEDERATION CONSTITUTION AND BYLAWS

MISSION STATEMENT

The **ORANGE COUNTY MUNICIPAL PLANNING FEDERATION** formerly known as the **ORANGE MUNICIPAL PLANNING FEDERATION** was created in 1974 as a countywide organization that would effectively provide educational programs and information pertaining to land use planning and related subjects to its members.

In pursuance of its mission to foster improved techniques for sound planning, zoning practices and administration, the FEDERATION:

1. May study new and proposed legislation, existing laws, rules and regulations concerning land use planning;
2. Make them known to its members; and
3. Perform similar services.

ARTICLE I – ORGANIZATION NAME

The name of this organization shall be the “Orange County Municipal Planning Federation” and is hereinafter referred to as the FEDERATION. “Orange County” means Orange County, New York

ARTICLE II – PURPOSE

Section I. The purpose of the FEDERATION shall be to maintain a countywide organization, administered by the Board of Directors that effectively provides educational programs on:

- New, existing and innovative techniques of land use planning;
- The State Environmental Quality Review Act (SEQRA); and
- Other land use planning subjects.

Section II. The FEDERATION may study and recommend new planning initiatives and revisions to existing laws, rules and regulations concerning land use planning consistent with and in support of its mission and, through its programs, report its findings and recommendations to its Members.

ARTICLE III - FEDERATION MEMBERSHIP

Section I. Eligibility

A. Primary Member

1. The elected Legislative Board in a City, Town or Village which is located in Orange County;
2. The Planning Board and Zoning Board of Appeals of an entity described in **A.1.** above; and
3. The Orange County Planning Board.

B. Associate Member

A firm, organization or person active in land use planning or related fields.

C. Advisory Member

1. The Orange County Planning Department; and
2. The Orange County Citizens Foundation.

D. General Member

A person serving on:

1. An entity named in **A.** above; and
2. An Advisory Board, Panel or Commission established by the elected Legislative Board noted in **A.1.** to provide input or conduct studies on matters pertaining to land use planning or related fields.

E. Emeritus Member

A former Officer of the Board of Directors who elects to continue to serve the Board in an ex-officio manner. An Emeritus Member is not a voting member of the FEDERATION or Board of Directors.

Note: Primary and Associate Members are dues paying members.

ARTICLE IV – FEDERATION VOTING

Section I. Each Primary Member (as described in Article III, Section I.A.) who is in “Good Standing” may vote on FEDERATION matters as presented by the Board of Directors of the FEDERATION. One vote each may be cast by the municipal Legislative Board, Planning Board, Zoning Board of Appeals and the County Planning Board

“Good Standing” means the Primary Member is current in the payment of Dues.

Section II. Voting Process

1. Schedule

Voting will be scheduled to coordinate with the Annual Meeting of the FEDERATION.

When a matter requiring a vote cannot be readily coordinated with the Annual Meeting, a Special Mail Vote will be conducted by the Board of Directors.

2. Notification

a. Annual Meeting

The notice and related materials for all matters requiring a vote, except for the election of Board of Directors nominees, shall be mailed to all Primary Members in good standing at least sixty (60) calendar days before the Annual Meeting.

The notice identifying the nominees for open Board of Director positions shall be mailed at least 20 days before the Annual Meeting.

All voting at the Annual Meeting shall be done by roll call of the Primary Members personally in attendance. Any matter subject to a vote is considered passed when a simple majority of Primary Members in attendance vote in its favor. There shall be only one vote per Primary Member.

b. Special Mail Vote

A Ballot Sheet and related materials shall be mailed at least sixty (60) days before the date the Mail Vote Ballot is due.

The matter subject to the Special Mail Vote is considered passed when a simple majority of the return ballots, received by the due date, cast a favorable vote. A tie vote defeats the matter.

c. Mail Delivery

Mailings shall be via the United States Postal Service and addressed to the Mayor or Supervisor of the municipality and the Chairpersons of the Orange County Planning Board and the various municipal Planning Boards and Zoning Boards of Appeals.

ARTICLE V: GOVERNANCE

Section I. Board of Directors

1. There shall be a nine member Board of Directors, which shall consist of four Officers and five Directors. All members of the Board of Directors shall be voting members of that board.
2. The Board of Directors shall have full authority to manage the affairs of the FEDERATION, and the power to fill all vacancies for unexpired terms.

Section II. Officers

The Officers of the FEDERATION shall be President, Vice President, Secretary and Treasurer.

Section III. Officers and Directors: Terms of Office

1. The Officers' and Directors' terms of office shall each be for three (3) years, each Officer and Director being eligible for re-election for a second term of three (3) years.
2. No Officer or Director shall serve more than two (2) consecutive terms in the same office.
3. Where a Director is elected as an Officer, then his/her term as Director shall terminate and a vacancy shall occur for his/her unexpired term as Director.
4. Where an Officer is elected to or assumes the duties of another elected position on the Board, a vacancy shall occur for his/her vacated position for the unexpired term.
5. Officers' and Directors' terms of office shall begin the first day of the month following the Annual Meeting.
6. In the event of a vacancy through resignation, death or other cause, the Board of Directors shall appoint a person to serve the unexpired term.
7. Officers and Directors who lose their municipal appointment through no fault of their own shall continue to serve for the remainder of their elected term.

Section IV. Officers and Directors: Qualification to Serve

All Officers must, as of the date of their election, be a member of a Planning Board, Zoning Board of Appeals or Legislative Board that is itself a member in good standing of the FEDERATION.

Section V. Duties of the Officers and Directors

The duties of the Officers and Directors shall be to:

1. Advance the mission of the FEDERATION;
2. Adopt policies to be pursued by the FEDERATION; and
3. Decide all matters before the Board relating to the FEDERATION's business' including but not limited to hiring of staff, consultants and the approval of financial expenditures.

Section VI. Duties of the Officers

1. The **President** shall preside at all meetings of the FEDERATION. The President shall have such usual powers of supervision and management as may pertain to the office. The President shall, with the consent of a majority of the Board of Directors present at the meeting (quorum not required), appoint members to the standing Education Committee and to any other special committee established by the Board of Directors. The President shall be an ex officio member of all such committees except the Nominating Committee.
2. The **Vice President** shall:
 - a. perform the duties of the President in the event of the absence of the President;
 - b. perform such other duties as the President may designate; and
 - c. assume the office of the President in the event of resignation or incapacitation of the President.
3. The **Secretary** shall work with staff personnel to keep full and accurate records of all meetings of the FEDERATION and the membership list, and shall perform such other functions as may be incidental to the position. Written records shall be kept of all Board Meetings and decisions.
4. The **Treasurer** shall work with staff personnel to keep full and accurate financial records of the FEDERATION. Responsibilities include overseeing the collection of dues, deposits to account, payment of invoices, preparation of a written monthly financial report to the Board, and such other functions, as may be incidental to the position.

Section VII: Board of Directors Meetings and Voting

1. Meetings

- a. Meetings of the Board of Directors shall be held monthly and at other times:
 - 1) on call by the President; or
 - 2) upon written request of five (5) members of the Board thereof.Five (5) Board members present at the meeting shall constitute a quorum.
- b. Attendance at such meetings is essential and absences can negatively impact the Federation's mission. Therefore, any Officer or Director who fails to:
 - 1) attend two consecutive Board meetings in a twelve month period without good and sufficient cause acceptable to the President and a majority of the Board of Directors; or
 - 2) regularly notify the Board's staff coordinator of non-attendance of the monthly or special Board meetings;shall be deemed to have resigned and will no longer serve as an Officer or Director.

2. Voting Process

- a. Items requiring a vote will be presented to the Board with the approval of the President.
- b. A quorum of Board members must be present at a Board meeting to conduct a vote. An item subject to a vote is considered passed when a simple majority of Board members present cast their votes. A tie vote defeats the item.
- c. Voting by postal or electronic mail is not permitted except as provided in **d.** below.
- d. Voting by electronic mail (e-mail) is permitted, with the approval of the President, when a time sensitive item could not be voted on at a scheduled meeting because of a lack of quorum.

ARTICLE VI: NOMINATIONS FOR ELECTION OF OFFICERS and DIRECTORS

Nominating Committee

1. The Board of Directors shall appoint the nominating Committee.
2. Members of the Board of Directors shall not serve on the Nominating Committee.
3. The duties of the Nominating Committee shall be to propose candidates to fill open positions on the Board of Directors.
4. The Nominating Committee shall be formed three (3) months prior to the Annual Meeting and shall consist of three (3) persons who are members of the Federation.
5. The Chairperson of the Nominating Committee shall be elected from among its members.

ARTICLE VII: COMMITTEES OF THE BOARD OF DIRECTORS

Section I. Education Committee

The Education Committee shall be a standing committee whose members are appointed by the President and favorably voted upon by the Board of Directors.

The duties of the Education Committee shall be to recommend to the Board of Directors:

1. programs for the training and education of members; and
2. scheduling for the continuing education workshops.

Section II. Special Committees

Special committees, such as the Nominating Committee, are appointed by the President and favorably voted upon by the Board of Directors to pursue specific areas of interest that would enhance the mission of the FEDERATION.

ARTICLE VIII: MEETINGS OF THE FEDERATION

Section I. The Annual Meeting of the FEDERATION shall be held no later than October 31st of each year unless extenuating circumstances require a later date.

Section II. Meetings of the FEDERATION membership, other than the Annual Meeting, shall be held at such other times as the Board of Directors may determine.

Section III. The office location for the FEDERATION is at the Orange County Planning Department.

ARTICLE IX: FINANCIAL SUPPORT AND DUES

Section I. For the support of the FEDERATION to attain its objectives as outlined in ARTICLE 12-B of the New York State General Municipal Law, the municipalities and associates comprising its membership shall pay dues as shall be fixed by the Board of Directors.

Section II. The following entities shall be subject to such dues:

1. Each town, city and village of Orange County;
2. The Orange County Planning Board; and
3. Associate Members (as described in Article III, Section I.B. of the Constitution and By-laws of the FEDERATION).

Section III. Membership dues shall be used to offset administrative expenses and include a one year subscription to the FEDERATION newsletter.

Section IV. Each class of membership shall pay dues annually in such amounts as are fixed by the Board of Directors. The amount of dues shall be set prior to June 1 of each year.

Section V. Such dues, payable in advance, become due on August 1 of each year. Each Member is in good standing only when such dues are paid.

ARTICLE X: TERMINATION OF THE FEDERATION

Section I. Upon termination of this FEDERATION, the assets remaining after payment of all Due accounts shall be distributed by the Board of Directors to accredited educational institutions for the furtherance of research and the provisions of scholarships in the field of municipal land use planning.

ARTICLE XI: ENACTMENT

If enacted by vote of the Federation membership at its 2014 Annual Meeting, this revised **Constitution and Bylaws** shall become effective on the first day of the month following the Annual Meeting.

A sitting Officer or Director whose first **two (2)** year term expires in 2014 is eligible for a second term of **three (3) years**.

A sitting Officer or Director who is elected to a new Board position is eligible for two consecutive terms of three (3) years each at that position.

