

**NEW JERSEY ASSOCIATION OF PLANNING AND ZONING ADMINISTRATORS  
As amended November 20, 2019**

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**CONSTITUTION**

The undersigned hereby associate themselves as an incorporated voluntary association of planning and zoning administrators, which includes zoning officers, in the State of New Jersey, and establish this Constitution to govern their joint undertaking and affairs.

**ARTICLE I**

**NAME AND PURPOSES**

**Section 1. Name.**

This Association shall be known as the New Jersey Association of Planning and Zoning Administrators.

**Section 2. Purposes.** The purposes of the Association are:

- A. To educate its members to the legal requirements of planning and zoning administration and public employment and thereby promote a better understanding of the official duties and obligations of its members.
- B. To provide opportunities that enable members to develop knowledge and expertise and excel in land use administration and enforcement.
- C. To establish resources for membership assistance.
- D. To enhance the standing of the members in their respective communities.
- E. To promote the cause of competent and efficient municipal government.

## ARTICLE II

### MEMBERSHIP AND VOTING RIGHTS

**Section 1. Classifications.** The membership of the Association shall be Comprised of the following classifications:

**A. Regular Members.**

**Class IA.** Any person currently providing planning and zoning administrative services to planning and zoning boards and commissions in the State of New Jersey.

**Class IB.** Any zoning officer providing services to a municipality in the State of New Jersey.

**Class IIA.** Any person who, prior to retirement or relocation within the State of New Jersey, was a regular member of the NJAPZA and provided planning and zoning administrative services to municipalities and/or boards and commissions in the State of New Jersey.

**Class IIB.** Individual Professional Membership-Any person with an interest in the field of planning and zoning.

**B. Honorary Members.** Individuals who may be nominated for honorary membership by the Membership Committee and confirmed by the Board of Directors, in which event such honorary membership shall be conferred at the next Annual Meeting of the Association. Honorary members shall enjoy all of the privileges of regular membership, except voting rights and the opportunity to hold any office of the Association.

**C. Lifetime Members.** Individuals who have been active, contributing members in good standing for a minimum of 25 years and have been nominated for lifetime membership by the Membership Committee and confirmed by the Board of Directors, in which such lifetime membership shall be conferred at the next Annual Meeting of the Association. Lifetime members shall enjoy all of the privileges of regular membership, including voting rights and the opportunity to hold any office of the Association.

**Section 2. Qualifications for Membership.** A person qualifying by position as a regular member shall become such upon filing a membership application and paying the dues established under the By-Laws of the Association. Honorary and lifetime members and Counsels shall not be required to pay dues.

**Section 3. Voting Rights.** Each regular member and lifetime member in good standing shall be entitled to vote at any meeting of the Association.

## **ARTICLE III**

### **OFFICERS**

**Section 1. Officers.**

A. The officers of the Association shall consist of a President, Vice-President, Secretary and Treasurer. Their duties shall be defined and delineated by the By-Laws of the Association.

**Section 2. Election to Office.**

A. The officers shall be elected at the Annual Meeting of the Association. They shall serve immediately upon election for a term of two (2) years until their successors are elected.

B. Neither the President nor the Vice President shall be eligible to serve more than two successive terms.

**Section 3. Attendance**

A. Board members must attend or call in for every Board meeting or be excused. Any Board member who shall have been absent from two (2) consecutive regular meetings of the Board of Directors shall be considered unwilling or unable to fulfill their Board member obligation, hence the Board shall vote to vacate the position or excuse the Board member at the second regular scheduled Board meeting that is missed. Should the position be vacated it shall be filled as provided in the Constitution. The Board shall consider each absence of a Board member as a separate circumstance and may expressly waive such absence by two-thirds (2/3) vote of the members present at that meeting.

**Section 4. Removal**

A. Board members who are unwilling or unable to fulfill the duties required of them will be subject to dismissal by two-thirds (2/3) vote of the Board members present at a Board meeting, such duties as defined in Article II of the By Laws.

**Section 5. Vacancies**

A. Vacancies that occur on the Board of Directors in between annual meetings shall be temporarily filled by an appointment of the Executive Committee of

the Board of Directors. Such Director(s) serving in temporary appointments will be put to vote before the full membership at the next annual meeting.

**Section 6. General Counsel.**

There shall be a General Counsel appointed annually by the Board of Directors who shall advise in matters of legislation, board organization and procedures and shall perform such other duties as may be prescribed by the Board of Directors. The General Counsel shall be ex-officio a member of the Board of Directors but shall have no vote.

**ARTICLE IV**

**EXECUTIVE COMMITTEE AND BOARD OF DIRECTORS**

**Section 1. Executive Committee.**

A. **Composition.** The Executive Committee shall consist of the officers of the Association and the Immediate Past President

**B. Powers.**

1. The Executive Committee shall be empowered to act on Association business between meetings of the Board of Directors.
2. The Executive Committee shall have the power to accept resignations of officers and fill such vacant offices until the next meeting of the Board of Directors.
3. The Executive Committee shall be responsible for overseeing expenditures within the annual budget. There shall be no expenditure outside of the annual budget without the approval of the Board of Directors.
4. All actions of the Executive Committee shall be by a majority vote of those present at a meeting of the Executive Committee.

C. **Quorum.** A quorum of the Executive Committee shall be a majority of the entire membership of the Committee.

**Section 2. Board of Directors.**

A. **Composition.** The Board of Directors shall consist of the Executive Committee, General Counsel, and Standing Committee Coordinators/Chairpersons. The President, or President's designee, of the New Jersey Planning Officials shall be ex-officio member of the Board of Directors, but shall have no vote.

**B. Powers.**

1. The Board of Directors shall have full power and authority in the interval between meetings of the Association to do all acts and to perform all

functions which the Association itself might do or perform, except that it shall have no power to amend the Constitution and By-Laws or to take any actions inconsistent with policies of the Association. The Board of Directors may hire and have oversight over any staff deemed necessary for the operations of the Association including but not limited to an Executive Director.

2. The Board of Directors shall fill any vacant offices until the next Annual Meeting of the Association.

3. The Board of Directors shall establish the budget of the Association on an annual basis and shall establish the ways and means of satisfying the budgetary needs of the Association, including the creation and modification of membership dues of the Association.

4. All actions of the Board of Directors shall be by a majority vote of those present at a meeting of the Board.

C. **Board of Directors Meetings.**

1. **Regular Meetings.** The Board of Directors shall meet in January, March, June, September, and December.

2. **Special Meetings.** Special Meetings may be called by the President or a majority of the Board of Directors. The Purpose of the meeting shall be stated in a written call to the meeting at least 48 hours in advance.

D. **Quorum.** A quorum of the Board of Directors shall consist of five voting members of the Board. A teleconference or electronic conference shall also constitute a meeting if a quorum participates.

E. **Executive Director.** The Executive Director shall serve at the pleasure of the Board of Directors and be responsible for the administration of the Association.

## **ARTICLE V**

### **REGIONS AND COUNTIES**

**This Article has been deleted, and the space is reserved for future use.**

## **ARTICLE VI**

### **COMMITTEES**

#### **Section 1. Standing Committees.**

A. The following shall be the Standing Committees of the Association:

1. Budget Committee
2. Nominations Committee
3. Annual Convention Committee
4. Membership Coordinator/Committee
5. Education Committee
6. Law and Legislative Committee
7. Newsletter Editor/Committee
8. Public Relations Coordinator/Committee
9. Historian/Records Retention
10. Constitutional By-laws Committee



B. The areas of responsibility of each Standing Committee shall be defined and delineated by the by-laws of the Association.

C. Terms. The President shall appoint the standing Committee Chairs with the approval of the Board of Directors at the first meeting of each calendar year. Committee chairpersons shall be appointed for a one-year term.

D. Attendance. Standing Committee Chairpersons or their designees shall be expected to attend all Board of Directors meeting. In the event that a Standing Committee Chairperson or designee does not attend at least 50% of the Board of Director's meetings, the Board of Directors shall have the authority to replace said Chairperson.

## **Section 2. Special Committees.**

A. The President and/or the Board of Directors shall have the authority to appoint such other Special Committees as may be required as the occasion arises.

## **ARTICLE VII**

### **AMENDMENTS**

**Section 1.** This Constitution may be amended at the Annual Meeting or at any Special Meeting called for such purpose by a two-thirds vote of the members present and eligible to vote at such meeting; provided notice of such amendment was given to the members at least fifteen (15) days prior to the meeting at which such action is to take place.

**IN WITNESS WHEREFORE**, we have caused this Constitution to be signed and sealed on the date appearing opposite our names.

Dated:

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|-------|-------|
| _____ | _____ |
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| _____ | _____ |
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**BY-LAWS  
OF THE  
NEW JERSEY ASSOCIATION OF PLANNING AND ZONING ADMINISTRATORS**

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**ARTICLE I  
RULES OF PROCEDURE**

**Section 1. Order of Business.** At all meetings, except Special Meetings, the order of business shall be:

- Roll Call
- Approval of Minutes
- Treasurer's Report
- Reports of Officers
- Reports of Standing Committees
- Reports of Special Committees
- Unfinished Business
- Ratification of Decisions
- New Business
- General Discussion
- Adjournment

**Section 2. Rules of Order.** "Roberts' Rules of Order" shall govern all proceedings, insofar as they are not inconsistent with the Constitution and By-laws.

## ARTICLE II

### OFFICERS

#### **Section 1. The President.**

A. The President shall preside at all meetings of the Association, shall supervise all activities of the Association as Chief Executive Officer and shall chair the Executive Committee.

B. The President shall appoint the members of all Standing Committees and may create and appoint members of Special Committees, unless a Special Committee is created by a vote of the Board of Directors and such vote also denies the appointive power to the President and establishes an alternative method of appointment or makes its own appointments. The President shall be a member ex-officio of all committees and shall be entitled to vote.

#### **Section 2. Vice-President.**

The Vice-President shall assist the President in the discharge of the duties of that office and, in the absence or inability of the President to so act, to perform the duties of President, and such other duties as the President shall direct.

#### **Section 3. Secretary.**

A. The Secretary shall, at the request of the President, be the corresponding agent for all communications of the Association.

B. The Secretary shall send out all notices of regular and special meetings of the Association.

C. The Secretary shall keep a record of the attendance of members of all meetings of the Association, shall keep a book of minutes in which

shall be recorded the business of the Association, and shall make such records available to any member of the Executive Committee or Board of Directors upon request.

**Section 4. The Treasurer.**

A. The Treasurer shall receive and disburse the funds of the Association.

B. The Treasurer shall make all disbursements under the direction of the Executive Committee by check counter-signed by such other officer designated by the Board of Directors.

C. The Treasurer shall render a report on the financial status of the Association at each Executive Committee meeting, Board of Directors meeting and Annual Meeting.

D. The Treasurer in consultation with the Budget Committee shall prepare the annual budget for the upcoming year in December and shall render a final and complete financial report for the preceding year at the January Board of Directors meeting.

E. With the approval of the Board of Directors, the Treasurer shall be responsible for the investment of Association funds.

F. The Treasurer shall be bonded in an amount deemed adequate by the Board of Directors. The Treasurer's accounts may be audited annually by an individual or individuals chosen by the President and confirmed by the Board of Directors. The Treasurer shall abstain from participating in the choice of an auditor.

Prior to the commencement of the term of a new Treasurer, the accounts shall be audited as stated above.

G. The Treasurer shall supervise the preparation of any and all tax and other governmental reporting forms, if required.

### **ARTICLE III**

#### **REGIONS AND COUNTIES**

**This Article has been deleted, and the space is reserved for future use.**

### **ARTICLE IV**

#### **INDEMNIFICATION OF OFFICERS**

**Section 1.** Every officer of this Association acting within the scope of her or his duties shall be indemnified and held harmless from any claims arising out of the lawful exercise of the duties and responsibilities of that officer. Such indemnification shall include the results of any judgment against any officer, any fine or other penalty, reasonable counsel fees, costs of suit and disbursements reasonably related thereto.

**Section 2.** The Board of Directors shall be the final arbiter of whether the officer was acting lawfully and within the scope of her or his duties whether the costs sought to be indemnified are reasonable. Such costs may be paid in advance of the final disposition of the claim, at the discretion of the Board of Directors; but only upon the written undertaking or security of the payee to return the funds (in a form

satisfactory to the Association's legal counsel) if indemnification is later determined to be inapplicable.

**Section 3.** No action to enforce an officer's right to indemnification shall be brought prior to six (6) months following any final judgment, order or settlement in which the officer is to pay damages, to permit the Board of Directors to make a determination based upon all the available evidence and conduct an independent investigation, if deemed necessary.

## **ARTICLE V**

### **MEETINGS**

**Section 1. Annual Meeting.** The Association Annual Meeting shall be held in the month of November of each year, at the call of the President. Notice of the Annual Meeting shall be given to all members at least fifteen (15) days in advance.

**Section 2. Special Meeting.** Special meetings may be called by the President or a majority of the Board of Directors, either when deemed expedient or upon the written request of fifteen (15) members in good standing. Notice of special meetings shall be given to all members at least seven (7) business days in advance of such meeting.

**Section 3. Quorum.** Fifteen (15) members shall constitute a quorum for the transaction of business. A majority vote of the quorum shall determine all questions, except for Constitutional and By-Law amendments.

## ARTICLE VI

### DUES AND OTHER CHARGES

**Section 1. Dues.** Annual dues shall be established by the Board of Directors and shall reflect the budgetary needs of the Association. The fiscal year for dues shall commence on January 1<sup>st</sup> of each year. Members in good standing shall have paid their dues in full by June 1<sup>st</sup> of each year to be included in the membership directory.

A. Membership dues received from new members after June 30<sup>th</sup> shall extend their initial term of [the initial] membership through the end of the following year, giving them an 18-month membership period. This provision applies to first-time members only and does not apply to lapsed members or to renewing members who submit payment after the June 1<sup>st</sup> deadline.

B. Retired members are eligible to receive a 10% reduction in the annual dues set by the Board of Directors.

**Section 2. Other Charges.**

A. The Association may make optional programs available to its members, such as liability insurance coverage. Any member or honorary member who wishes to participate in any such programs may do so by paying the annual charge therefore, and completing other documentation as may be required.

B. Non-member participation in any such program may be permitted under such terms and conditions as may be established by the Association.



**ARTICLE VII**  
**COMMITTEES**

**Section 1.** The following Standing Committees of the Association shall have the following functions and responsibilities:

A. **Budget Committee.** The Budget Committee, chaired by the Association Treasurer, shall include the President and the Immediate Past President. The Committee may include a member of the Association, appointed by the President and approved by the Board of Directors, to assist the Treasurer in carrying out the duties of the office. The Budget Committee shall prepare the annual Association budget and recommend the amount of annual dues based thereon. The proposed annual Association budget shall be distributed seven (7) days prior to the December Board of Directors meeting for presentation and discussion. The budget shall be adopted at the January Board of Directors meeting.

B. **Nominations Committee.** The Nominations Committee, chaired by the Immediate Past President, is charged with the duty of presenting a slate of officers for election by the membership and, upon request of the President, furnishing a list of recommended candidates for appointment to vacated offices by the Board of Directors. The President shall appoint a Nominating Committee at the June Board of Directors meeting. The Nominations Committee shall present the slate of officers at the September Board of Directors meeting and a ballot shall be circulated to the membership with notice of the Annual Meeting.

C. **Annual Convention Committee.** The Annual Convention Committee, chaired by a member appointed by the President with the approval of

the Board of Directors, shall make all necessary arrangements for the Annual Meeting, including preparation of a program.

D. **Membership Committee.** The Membership Committee, chaired by a member appointed by President with the approval of the Board of Directors is charged with the duty of securing and maintaining the enrollment of the Association. The Membership Chairperson shall maintain the membership rolls, and the Executive Director shall send out the annual dues notices in addition to posting the information on the website.

E. **Education Committee.** The Education Committee, chaired by a member appointed by the President with the approval of the Board of Directors, shall coordinate all courses and programs offered by the Association for the education of the members. The Education Committee is responsible for ensuring that, to the maximum extent possible, program content is eligible for continuing education credits toward the renewal of board secretary, land-use administrator, and zoning official certificates through Rutgers-Center for Government Services.

F. **Law and Legislative Committee.** The Law and Legislative Committee, chaired by a member appointed by the President with the approval of the Board of Directors, shall include the General Counsel. The Committee is charged with the duties of:

1. disseminating recent cases and proposed and adopted legislation of interest to the membership
2. representing the Association as amicus curiae in cases of interest to the Association, as directed by the Board of Directors

3. responding to legal inquiries from members

4. taking a position on pending legislation or other issues of

municipal concern as follows:

a. The Law and Legislative Committee shall review the legislation or issue of municipal concern and make a recommendation to the Board of Directors.

b. The Board of Directors shall review the legislation or issue of municipal concern at its first regular meeting after receipt of the Committee's recommendation or, if immediate action is required, at a special meeting called to consider the matter.

5. representing the interests of the membership before legislative committees, and

6. offering legal counsel to the Association.

G. **Newsletter Editor/Committee.** The Newsletter Committee Chair shall be a member appointed by the President with the approval of the Board of Directors. At the discretion of the President and the Board of Directors, the Executive Director may serve as the Newsletter Editor. The Newsletter Chair and Editor shall receive all of the articles and shall handle all of the necessary requirements for the publication of the newsletter, which shall occur at least twice a year as determined by the Board of Directors.

H. **Public Relations Coordinator/Committee.** The Public Relations Coordinator shall be appointed by the President with the approval of the Board of Directors. In consultation with the President and the Executive Director,

the PR Coordinator shall be responsible for all press releases, articles, photographs, graphics and other forms of outreach used to enhance public awareness and knowledge of the Association.

I. **Historian/Records Retention Coordinator.** The Historian/Records Retention Coordinator shall be appointed by the President with the approval of the Board of Directors to review and monitor legal requirements for maintaining Association records and to compile a history of the Association each year as well as maintain documentation from previous years (if applicable).

J. **Constitutional By-Laws Committee.** The Constitutional By-Laws Committee shall consist of no less than three (3) members, one of whom shall be an officer in good standing, appointed by the Board of Directors. The purpose of the Committee shall be to periodically review the Constitution and By-laws and make recommendations to the Board of Directors.

K. **The Board of Directors** shall be responsible for the appointment, job description and annual performance review of the Executive Director.

## **ARTICLE VIII**

### **SCHOLARSHIP PROCEDURES**

**Section 1.** The following procedures shall be known as the NJAPZA scholarship procedures for reimbursement.

A. The Scholarship Awards shall be the responsibility of the Association's Treasurer.

B. Three scholarships are to be awarded to members in good standing at the convention luncheon.

C. Scholarships will be dated and must be used by December two years from the issue date

D. The amount of each scholarship will be determined yearly by the Board of Directors.

E. The scholarship may be used for [one 3-day course, or three 1-day courses, or] any of the courses comprising the CGS-Rutgers planning and zoning administration certification program. If a scholarship winner has already completed the certification program, he or she may take any relevant land-use or administrative course approved by CGS-Rutgers for continuing education credits toward certificate renewal. However, scholarships may not be used to pay for the Association annual luncheon.

F. The Association will reimburse the scholarship recipient or the municipal employer for the cost of the course upon receipt of the following:

1. Proof of attendance;
2. Proof of satisfactory completion of the course if grades are given;
3. Proof of payment in the form of a cancelled check or copy of a municipal purchase order.

G. If any requirement is not met, the scholarship recipient or the member's municipality is responsible for payment of the course.

H. The Association Treasurer shall keep a running account of scholarship disbursements.

I. A scholarship report shall be maintained by the Association's Treasurer.

**Section 2. "The Jackie Zelinka Memorial Scholarship"**

A. The Jackie Zelinka Memorial Scholarship is intended to be awarded annually provided sufficient funds are raised to cover the full amount of this Scholarship.

B. This scholarship will be awarded to a person attending either Introduction to Planning & Zoning Administration or Introduction to Zoning Administration and Enforcement, offered by Rutgers, Center for Government Services. This recipient will also receive a one year membership to NJAPZA.

C. This scholarship shall be the responsibility of the Association's Treasurer.

D. The amount of this scholarship will be determined yearly by the Board of Directors.

E. The scholarship will be dated and must be used within twelve (12) months of being awarded.

F. The Association will reimburse the scholarship recipient or the municipal employer for the cost of the course upon receipt of the following:

1. Proof of attendance;
2. Proof of satisfactory completion of the course if

grades are given;

3. Proof of payment in the form of a cancelled check or copy of a municipal purchase order.

G. If any requirement is not met, the scholarship recipient or the member's municipality is responsible for payment of the course.

H. The Association Treasurer shall keep a running account of scholarship disbursements.

I. A scholarship report shall be maintained by the Association's Treasurer.

## **ARTICLE IX**

### **AMENDMENTS**

**Section 1.** These By-Laws may be amended at the Annual Meeting or at any Special Meeting called for such purpose by a two-thirds vote of the members present and eligible to vote at such meeting; provided notice of such amendment was given to the members at least fifteen (15) days prior to the meeting at which such action is to take place.