

**BYLAWS**

**ARTICLE I: NAME**

**Section 1:** The name of this organization shall be American Academy for Park and Recreation Administration (hereinafter referred to as the "Academy").

**Section 2:** The principal office of the Academy shall be in Kansas City, Jackson County, Missouri. The Academy may have such other offices as may from time to time be designated by the Board of Directors.

**ARTICLE II: PURPOSE**

The Academy has been organized as a nonprofit corporation under the General Not-For-Profit Corporation Act of the State of Missouri to operate exclusively for charitable, educational and scientific purposes. Specifically, its objective shall be:

1. To advance knowledge related to the administration of public parks and recreation.
2. To encourage scholarly efforts both by practitioners and educators to enhance the practice of public parks and recreation administration, and to promote broader public understanding of the importance of public parks and recreation to the public good.
3. To conduct research, publish scholarly papers and/or sponsor seminars related to the advancement of public parks and recreation administration.

**ARTICLE III: MEMBERSHIP**

**Section 1: Membership Categories** There shall be two categories of membership in the Academy: (1) Fellow & (2) Emeritus Fellow.

**Fellow:**

1. Served in a high level of administration in a park and recreation agency for not less than fifteen (15) years with a direct service benefit to the advancement of public parks and recreation. As a general rule, this would mean with significant experience and oversight in a majority of the following areas: parks, recreation, personnel, training, budgeting, planning, capital improvements and marketing; OR served as a recognized educator in the field of parks and recreation administration for a period of not less than fifteen (15) years. Under normal circumstances, this would mean the individual had attained the rank of full Professor; OR served in a high level of administration and as a recognized educator for a combined period of not less than fifteen (15) years.
2. Demonstrated outstanding ability in administration, management or education in the profession of parks and recreation.
3. Displayed a sufficient broad interest and a reflective nature in order to interpret experience within the profession to others.
4. Assumed leadership in the profession and demonstrated keen desire to contribute to the advancement of parks and recreation through participation in the affairs of the Academy.
5. OR be a Director or Chief Executive Officer of a major Federal, State, Regional, County (or Parish) or City with a population of 500,000 or more. Persons desiring to become Fellows of the Academy would be nominated for membership by a committee appointed by the president consisting primarily of Academy Fellows who are directors or chief executive officers of agencies as described above. The committee shall forward the names of nominees the committee recommends along with supporting data to the Board of Directors in accordance with a schedule prescribed by the Board. Fellows selected through this process shall not exceed ten percent (10%) of the Academy Fellow membership and will be in addition to the members allowed in other categories.

**Emeritus Fellow:** A member, or distinguished professional who meets the requirement of membership, who by personal definition is retired from the profession (or whom in the case of direct election of a distinguished professional to Emeritus status), shall be enrolled as an Emeritus Fellow. Emeritus Fellows are encouraged to actively participate in the Academy's programs including serving on committees and shall enjoy all the rights and privileges of full membership including the right to vote.

### **BYLAWS – ARTICLE III: MEMBERSHIP (continued)**

**Section 2: Election of Fellows** Nominations for all members shall be made by a Membership Committee appointed pursuant to Article VII. Any member of the Academy may submit in writing, in such form and with such supporting material as the Membership Committee may prescribe, not more than two (2) proposed nominations for membership in any one year. The Membership Committee may consider other names proposed by members of the Committee with appropriate supporting data from the Committee itself. The Membership Committee shall screen all nominations and forward the names of nominees the Committee recommends along with supporting data to the Board of Directors in accordance with a schedule prescribed by the Board. Nominees receiving a two-thirds vote of the Board of Directors in a mail ballot shall become members of the Academy.

**Section 3: Membership** The number of members in the category of Fellow members, not including Emeritus Fellows, shall not exceed one hundred twenty-five (125), of which no more than twenty percent (20%) or twenty-five (25) may be educators. The Board of Directors shall determine the number of members to be elected each year to insure the maintenance of the membership body consistent with the purposes of the Academy.

**Section 4: Dues** The annual dues for each membership category of the Academy shall be determined by the Board of Directors.

**Section 5: Inactive Members** The Treasurer shall report to the Board of Directors annually the names of any members who have failed to pay their dues for a period of one (1) year. Any member who fails after appropriate notice to meet the dues-paying obligation shall be considered to have resigned, except that this provision may be suspended by the Board of Directors at its discretion.

**Section 6 Reinstatement of a Member** If a Fellow or Emeritus Fellow has been inactive for a period of one (1) year, such member may be reinstated by action of the Board of Directors upon making payment-in-full of membership dues, both current and in arrears. If a member's name has been removed from the membership roll, but he/she desires to be reinstated as a member, the individual must successfully complete the nomination and election process as set forth in Article III, Section 2, Election of Fellows.

**Section 7:** The Officers and Board of Directors and members of the Membership Committee serving in any particular year may not nominate or second a nomination of any individual as a Fellow of the Academy. They still retain the right to vote on a member.

### **ARTICLE IV: MEETINGS**

**Section 1: Annual Meeting** There shall be an annual meeting of the Academy at such time and place as may be determined by the Board of Directors, for election of members of the Board of Directors, for receiving annual reports, presentation of scholarly papers, and the transaction of other business. Notice of such meeting, signed by the secretary, shall be mailed to the last recorded address of each member not less than five (5) nor more than forty (40) days before the time appointed for the meeting. In the event of the absence of an annual meeting, leadership transition of the Board of Directors shall occur at the next Board of Directors meeting.

**Section 2: Special Meetings** Special meetings of the Academy may be called by the President or the Board of Directors, or shall be called by the President upon the written request of twenty-five members of the Academy. Notice of any special meeting shall be mailed to each member at his/her last recorded address, not less than five (5) nor more than forty (40) days in advance, with a statement of time and place and information as to the subject or subjects to be considered.

**Section 3: Quorum** Twenty-five percent of the membership present at any meeting of the Academy shall constitute a quorum, and, in case there be less than this number, the presiding officer may adjourn the meeting from time to time until a quorum is present.

## **ARTICLE V: BOARD OF DIRECTORS**

**Section 1: Powers** The Board of Directors shall have supervision, control and direction of the affairs of the Academy, shall determine its policies or changes therein within the limits of the bylaws, shall actively prosecute its purposes and shall have discretion in the disbursement of its funds. It may adopt such rules and regulations for the conduct of its business as shall be deemed advisable, and may, in the execution of the powers granted, appoint such agents as it may consider necessary.

**Section 2: Composition** The Board of Directors shall be composed of a President, President-Elect, Secretary, Treasurer, immediate Past President, and six at-large elective Directors.

**Section 3: Elective Directors** At the first annual meeting, there shall be elected by ballot six Directors of the Academy, two of whom shall be elected for a term of one year, two for two years, and two for three years. At each annual meeting thereafter, two Directors shall be elected for a term of three years. Any Director shall be eligible for re-election, but may serve no more than two consecutive three-year terms. Directors shall, upon election, immediately enter upon the performance of their duties and shall continue in office until their successors shall be duly elected and qualified, or unless they resign, are removed, or are otherwise unable to fulfill an unexpired term.

**Section 4: Meetings** The Board shall meet upon call of the President at such time and places as he/she may designate. A majority of the Board shall constitute a quorum. Meetings of the Board of Directors may be held by teleconference or other appropriate telecommunications process.

**Section 5: Action Without Meeting** Any action within the power of the Board shall be deemed to have been validly taken at a meeting duly called and held if such action shall be consented to in writing by all Directors.

## **ARTICLE VI: OFFICERS**

**Section 1: Elective Officers** The elective officers of this Academy shall be a President, a President-Elect, a Secretary, and a Treasurer. These officers shall be elected annually. Election shall be by mail ballot in accordance with Section 2 of Article VII of the bylaws. A majority of the votes cast shall elect.

**Section 2: Term** Each elective officer shall take office at the annual meeting and shall serve for a term of one year and until a successor is duly elected and qualified. Persons occupying the offices of Secretary and Treasurer may serve no more than two consecutive one-year terms.

**Section 3: Vacancies** Vacancies in any office may be filled for the balance of the term thereof by the Directors at any regular or special meeting.

**Section 4: President** The President shall be the principal elective officer of the Academy, shall preside at meetings of the Academy and of the Board of Directors, and shall be a member ex-officio, with right to vote on all committees except the nominating committee.

**Section 5: President-Elect** The President-Elect may be delegated by the President to perform his/her duties, in the event of the President's temporary disability or absence from meetings, and shall have such other duties as the President or the Board may assign. The President-Elect shall succeed to the office of President.

**Section 6: Treasurer** The Treasurer shall keep an account of all monies received and expended for the use of the Academy, and shall make disbursements authorized by the Board and approved by the President and such other officers as the Board may prescribe. All sums received shall be deposited in the bank or banks, or trust company, approved by the Board of Directors. The Treasurer shall make a report at the annual meeting or when called upon by the President. Funds may be drawn only upon the signature of the Treasurer and/or the President. The funds, books and vouchers in the hands of the Treasurer shall, with the exception of confidential reports submitted by members, at all times be subject to verification and inspection by the Board of Directors.

**Section 7: Secretary** It shall be the duty of the Secretary to give notice of and attend all meetings of the Academy, to keep a record of all proceedings, to attest documents and perform such other duties as are usual for such an official or as may be assigned to him or her.

## ARTICLE VII: COMMITTEES

**Section 1: Appointment of Committees** The President, subject to the approval of the Board of Directors, shall annually appoint such standing, special, or subcommittees as may be required by the bylaws or as he/she may find necessary.

**Section 2: Nominating Committee** At least ninety (90) days before the annual meeting, the Board of Directors shall appoint a nominating committee comprised of five (5) members, a majority of whom are past-presidents, and chaired by the immediate Past President to nominate officers and candidates for the Board of Directors. The committee shall notify the Secretary, in writing, at least sixty (60) days before the date of the annual meeting, of the names of the candidates it proposes. The Committee will submit at least two (2) names for each elective office. The Secretary shall mail a ballot to the last recorded address of each member at least forty (40) days before the annual meeting. The date for the return of the ballots and manner of tabulation shall be prescribed by the Nominating Committee.

**Section 3: Membership Committee** The Membership Committee shall be appointed by the President of the Academy and shall consist of, in addition to the President, six appointive members, each having been a member of the Academy for not less than three years. The term of office of the appointive members of the Membership Committee shall be three years, except for the first committee in which two of the appointive members shall be appointed for two-year terms and two appointed for one-year terms. Except for persons serving initial one-year terms, no person may serve on the Membership Committee for two consecutive appointive terms. The President of the Academy shall designate the Chair of the Committee and appoint the two vacancies, and the President-Elect shall designate the Vice Chair.

## ARTICLE VIII: DISSOLUTION

The Academy shall use its funds only to accomplish the objectives and purposes specified in these bylaws, and no part of said funds shall be inured or be distributed to the members of the Academy. On dissolution of the Academy, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific or philanthropic organizations to be selected by the Board of Directors.

## ARTICLE IX: AMENDMENTS

Upon proposals by the Board of Directors, these bylaws may be amended, repealed or altered, in whole or in part, by approval of a majority of the members through mail vote as may be prescribed by the Board of Directors.

Adopted October 28, 1981  
Amended October 25, 1985  
Amended September 17, 1987  
Amended September 8, 1989  
Amended August 10, 1991  
Amended June 3, 1992  
Amended February 2, 1995  
Amended September 6, 1996  
Amended December 6, 1999  
Amended September 6, 2002  
Amended September 9, 2005  
Amended December 14, 2008