

**BYLAWS**  
**COLORADO CHAPTER**  
**OF THE**  
**AMERICAN SOCIETY OF LANDSCAPE ARCHITECTS**

**ARTICLE 1. MEMBERSHIP**

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**Professional Membership**

101. The Society shall extend professional membership in the Chapter to persons whose academic training and professional experience meet the requirements for Full Member or Associate Member as established in the Bylaws of the Society. Persons qualifying for professional membership in the Society shall not be eligible for other forms of affiliation with the Chapter.

***Professional Standing***

102. Full and Associate Members in good professional standing shall uphold the ASLA Code of Professional Ethics and the Constitution and Bylaws of the Society, and shall not be in arrears in dues or other financial obligation to the Society or the Chapter.

**Affiliated Membership**

***Affiliate Members***

103. The Society shall extend affiliate membership in the Chapter to persons who meet the requirements for Affiliate Member as established in the Bylaws of the Society.

***Corporate Members***

104. The Society shall extend corporate affiliate membership in the Chapter to representatives of companies that meet the requirements for Corporate Member as established in the Bylaws of the Society.

**ARTICLE 2. CHAPTER SPONSORSHIPS**

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**Chapter Sponsors**

201. The Chapter may extend sponsorship status in the Chapter to businesses or other organizations within its territory that desire an official affiliation with the Chapter. Chapter sponsorships shall be administered by the Chapter and shall have no standing in the Society.

**ARTICLE 3. ADMISSION**

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**Full, Associate, and Affiliate Members**

301. Full, Associate, and Affiliate Members shall be admitted to membership in the Society in accordance with procedures established in the Bylaws of the Society.

***Effective Date of Membership***

302. The effective date of membership shall be the date on which Full, Associate, and Affiliate Members are admitted to membership in the Society.

### ***Assignment to the Chapter Roster***

303. On the effective date of membership, the Society will assign Full, Associate, and Affiliate Members to the Chapter roster based on primary mailing address or in accordance with individual preference and circumstance.

304. Full, Associate, and Affiliate Members moving from one chapter area to another will be removed from the former chapter roster and added to the new chapter roster by the Society.

305. Full, Associate, and Affiliate Members requesting a change in assignment from one chapter to another will be removed from the former chapter roster and added to the new chapter roster by the Society.

306. Full, Associate, and Affiliate Members requesting concurrent assignment to more than one chapter will be added to each chapter roster by the Society.

### ***Removal from the Chapter Roster***

307. Full, Associate, and Affiliate Members resigning from the Society or terminated for nonpayment of dues will be removed from the Chapter roster by the Society.

308. Full and Associate Members expelled from the Society for failure to uphold the ASLA Code of Professional Ethics and the ASLA Constitution and Bylaws will be removed from the Chapter roster by the Society.

### **Fellows**

309. Fellows shall be selected by the Council of Fellows from nominations submitted by the Executive Board of the Chapter, the Executive Committee of the Society, or the Executive Committee of the Council of Fellows. The Chapter will be notified in the case of nomination of one of its Full Members by the Executive Committee of the Society or the Executive Committee of the Council of Fellows.

### ***Chapter Nomination Process***

The Chapter's Fellows Nomination Committee shall review all members who meet the requirements for Fellowship consideration stated in the Bylaws of the Society. The Fellows Nomination Committee will then recommend specific candidates to the Executive Board of the Chapter for Fellowship nomination. The candidates who are approved by the Executive Board will be nominated for Fellowship.

### **Chapter Honorary Members**

311. The Chapter may elect Honorary Members from within its territory. Chapter Honorary Members shall be individuals other than landscape architects whose achievements of local or regional significance or influence have performed notable service to the profession of landscape architecture. An affirmative vote by two-thirds (2/3) of the entire voting membership of the Executive Board of the Chapter shall be required for election. Chapter Honorary Members shall have no standing in the Society.

## **ARTICLE 4. PRIVILEGES**

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### **Chapter Privileges**

#### ***Society Designation, Seal, or Logo***

401. The official designation of the Chapter shall be the Colorado Chapter of the American Society of Landscape Architects. The seal or logo of the Society may be used with the official Chapter designation, or the abbreviated designation, ASLA Colorado, for business and professional purposes such as chapter stationery, documents, publications, directories, signs, and websites. The Chapter designation, seal, or logo of the Society shall not be used to indicate that a firm, company, or any other group, organization, or institution is a member of or has any standing in the Society.

#### ***Public Statements***

402. The Executive Board may issue public statements in the name of the Chapter on matters of professional interest or concern. However, such Chapter statements shall not be contrary in any way to the public policies of the Society as established by the Board of Trustees. No public statements shall be issued by the Executive Board purporting to have

the approval of the Society without first obtaining the written consent of the executive vice president of the Society, except in the case of a direct quote from an officially adopted and published public policy of the Society.

## **Member Privileges**

### ***Society Designation, Seal, or Logo***

403. Professional membership designations and the seal or logo of the Society may be used by Fellows, Full Members, and Associate Members in accordance with the Bylaws of the Society.

404. Affiliated membership designations may be used by Affiliate Members and Corporate Members in accordance with the Bylaws of the Society.

### ***Emeritus Status***

405. Full Members with twenty-five (25) or more years of continuous membership, including periods of limited status, from the effective date of membership may apply for emeritus status upon full retirement. Emeritus status shall be effective on receipt of a written supporting statement by the Chapter president and verification of eligibility by the Society. Emeritus members shall be designated Emeritus Fellow or Emeritus Member and shall be exempt from Society and Chapter dues. Exception to the requirements for emeritus status may be granted by the Executive Committee of the Society.

### ***Limited Status***

406. Full Members with fifteen (15) or more years of continuous membership from the effective date of membership and practicing landscape architecture only part-time, i.e., twenty-five (25) hours per week or less, due to permanent disability or partial or total retirement may apply for limited status. Limited status shall be effective on receipt of a written supporting statement by the Chapter president and verification of eligibility by the Society. Full Members granted limited status shall pay Society and Chapter dues at one-half (1/2) the Full Member rate.

### ***Temporary Limited Status***

407. Full and Associate Members pursuing an additional degree as a full-time student in an accredited college or university may apply for temporary limited status by submitting a written request to the Society. Temporary limited status shall be granted for one (1) membership year upon receipt of a written supporting statement by the Chapter president and verification of eligibility by the Society. Full and Associate Members on temporary limited status shall pay Society and Chapter dues at one-half (1/2) the Full or Associate Member rate. Temporary limited status may be renewed annually by the Society on receipt of a timely written request and supporting statement by the Chapter president.

### ***Waiver of Dues***

408. In cases of hardship, disability, or other special consideration, a waiver of dues for one (1) membership year may be granted by the Society upon receipt of a written request and supporting statement by the Chapter president. Dues waivers may be renewed annually by the Society on timely receipt of a written request and supporting statement by the Chapter president.

## **ARTICLE 5. DUES AND ASSESSMENTS**

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### **Annual Dues**

501. The Executive Board shall levy the Full, Associate, and Affiliate Member dues required for operating the Chapter. Any proposal by the Executive Board to change the amount of dues shall be submitted to the Chapter membership in writing for a review and comment period of not less than forty-five (45) days. At the close of the review and comment period, the Executive Board shall vote on the proposal. An affirmative vote by three-fourths (3/4) of the entire voting membership of the Executive Board shall be required for adoption.

502. National and Chapter dues for Full, Associate, and Affiliate Members shall be payable annually on the last day of the month preceding the effective date of membership and shall be remitted to the Society.

503. Chapter dues collected by the Society will be rebated to the Chapter.

## **First Year Dues**

504. Payment of Society and Chapter dues for the first year of membership shall accompany all membership applications.

## **Chapter Dues Schedule**

505. The Chapter shall notify the Society in writing of any change in Chapter dues levies at least seventy-five (75) days prior to the first day of the financial year of the Society.

## **Relocation**

506. Full, Associate, and Affiliate Members moving from one chapter area to another after chapter dues have been paid shall not be required to pay dues in the new chapter for that year. If dues have not been paid to the former chapter, dues shall be paid in the new chapter for that year.

## **Reassignment**

507. Full, Associate, and Affiliate Members reassigned from one chapter to another after chapter dues have been paid shall not be required to pay dues in the new chapter for that year. If dues have not been paid to the former chapter, dues shall be paid in the new chapter for that year.

## **Concurrent Membership**

508. Full, Associate, and Affiliate Members may hold concurrent membership in more than one chapter provided applicable dues to each chapter are paid.

## **Delinquency**

509. Full, Associate, and Affiliate Members failing to pay Society and Chapter dues within sixty (60) days of their annual membership renewal date shall be deemed delinquent. The Society shall provide members with written notice of this delinquency and the impending loss of all privileges of membership. If the dues are not paid within a grace period of thirty (30) days, members shall be dropped from the rolls of the Society and the Chapter and lose all privileges of membership.

## **Special Assessments**

510. The Executive Board may levy special assessments for specific purposes. Any proposal by the Executive Board to levy a special assessment shall be submitted to the Chapter membership in writing for a review and comment period of not less than forty-five (45) days. At the close of the review and comment period, the Executive Board shall vote on the proposal. An affirmative vote by three-fourths (3/4) of the entire voting membership of the Executive Board shall be required for adoption.

## **ARTICLE 6. SECTIONS**

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601. The Executive Committee of the Society may establish Chapter sections on:

601.1 verification by the Society of a petition signed by two-thirds (2/3) of the Full and Associate Members with primary mailing addresses in a city or other specific area within the territorial limits of the Chapter and the proposed section;

601.2 and, verification by the Society that a combined total of fifteen (15) or more Full and Associate Members are located primarily within the proposed boundary of the section;

601.3 and, approval of the petition by the Executive Board of the Chapter.

602. Authority over and administrative responsibility for Chapter sections shall be vested in the Chapter Executive Board.

## **Designation**

603. The official designation of a section shall be the "... Section of the Colorado Chapter of the American Society of Landscape Architects. The seal or logo of the Society may be used with the official section designation, or the abbreviated designation, "... Section, ASLA Colorado, for business and professional purposes such as section

stationery, documents, publications, directories, signs, and websites. The section designation, seal, or logo of the Society shall not be used to indicate that a firm, company, or any other group, organization, or institution is a member of or has any standing in the Society.

## Section Chairs

604. Each section shall have a chair. Section chairs shall be Full or Associate Members elected by the Full and Associate members of the section and shall serve as voting members of the Chapter Executive Board.

## Elections

605. Section chairs, and such other section officers as deemed necessary and appropriate by the Chapter Executive Board, shall be elected at a time concurrent with the annual election of the Chapter.

## Public Statements

606. Sections may issue public statements in the name of the section. However, such section statements shall not be contrary in any way to the public policies of the Society as established by the Board of Trustees. Sections shall not issue public statements purporting to have the approval of the Society or the Chapter without first obtaining the written consent of the executive vice president of the Society or the president of the Chapter, except in the case of a direct quote from an officially adopted and published public policy of the Society.

## Disbandment

607. Sections may voluntarily disband by an affirmative vote by two-thirds (2/3) of the Full and Associate Members of the section, voting either by ballot returned to the Chapter secretary or at a meeting called for this purpose not less than thirty (30) days after issuance of the ballot.

608. Sections may be disbanded by the Executive Committee of the Society in response to a request by the Chapter Executive Board for violation of the Constitution and Bylaws of the Society or the Chapter, failure to elect a chair in a timely manner, failure to maintain minimum membership strength as defined in Section 601.2, or for other due cause provided the section is duly notified of the charges against it and given a fair hearing of the charges and a fair opportunity to respond.

## ARTICLE 7. STUDENT CHAPTERS

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701. The Executive Board of the Chapter shall petition the Society for sponsorship of student chapters within its territory. Student chapters may be chartered by the Executive Committee of the Society at educational institutions that:

701.1 grant a degree in landscape architecture at the baccalaureate or higher level from a program in landscape architecture that is accredited by an organization recognized by the Society;

701.2 or, grant a degree in landscape architecture at the baccalaureate or higher level from a program in landscape architecture that is recognized by the sponsoring ASLA chapter;

701.3 or, grant a certificate of completion from a program in landscape architecture that is recognized by the sponsoring ASLA chapter and accepted by the state licensing board as satisfying the educational requirements for admission to the state licensing examination. Student chapter charters shall be effective on approval of Chapter petitions by the Executive Committee of the Society.

703. Student chapters shall undertake activities consistent with the purpose of the Society and shall be encouraged to participate in the programs and activities of the Chapter and the Society and to interact with other student chapters.

## Designation

703. The official designation of a student chapter shall be the "*name of institution*" *Student Chapter of the American Society of Landscape Architects*. The seal or logo of the Society may be used with the official student chapter designation, or the abbreviated designation, "*name of institution*" *Student Chapter, ASLA*, for business and professional purposes such as student chapter stationery, documents, publications, directories, signs, and websites. The student chapter designation, seal, or logo of the Society shall not be used to indicate that a firm, company, or any other group, organization, or institution is a member of or has any standing in the Society.

## **Constitution and Bylaws**

704. The constitution and bylaws of a student chapter, and any amendments thereto, shall be subject to approval by the Chapter Executive Board and its partnering educational institution.

## **Dues and Funds**

705. Student Chapters may establish annual dues for student chapter members in accordance with the student chapter constitution and bylaws, and collect and disburse student member dues and such other funds as are necessary for its operations and accomplishing its purpose.

## **Public Statements**

706. Student chapters may issue public statements in the name of the student chapter. However, such student chapter statements shall not be contrary in any way to the public policies of the Society as established by the Board of Trustees. No student chapter shall issue a public statement purporting to have the approval of the Society or the Chapter without first obtaining the written consent of the executive vice president of the Society or the president of the Chapter, except in the case of a direct quote from an officially adopted and published public policy of the Society.

## **Chapter Responsibilities**

707. The Executive Board shall designate liaisons for student chapters. Student chapter liaisons shall be Full or Associate Members of the Society and the Chapter. Student chapter liaisons and student chapter presidents shall act as representatives for student chapters to the sponsoring Chapter, educational institution, and the Society.

708. Student chapter presidents shall be Student Members of the Society and shall serve as ex-officio, nonvoting members of the Executive Board of the sponsoring Chapter.

709. The Chapter awards program chair or the Chapter president shall coordinate the annual selection of student honor and merit awards with the chairs of accredited or endorsed programs within the Chapter territory. Members of the Chapter shall participate in the selection of the awards recipients. Student honor award winners may submit work for exhibit at the annual meeting of the Society.

## **National Student Representative**

710. The student chapters shall elect a national student representative to the Board of Trustees of the Society each year. National student representatives shall be Student Members of the Society whose one-(1)-year term shall begin and end at the conclusion of the midyear meeting of the Board of Trustees.

## **Charter Revocation**

711. The Executive Committee of the Society may revoke of a student chapter charters on the recommendation of the sponsoring Chapter Executive Board provided the student chapter is duly notified of the charges against it and given a fair hearing of the charges and a fair opportunity to respond.

# **ARTICLE 8. EXECUTIVE BOARD AND ELECTIONS**

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## **Executive Board**

801. Administration of the Chapter is vested in the Executive Board. The Executive Board shall: approve proposed amendments to the Constitution; enact Bylaws and amend existing Bylaws; set the time and place for annual meetings of the Chapter; solicit, prepare, and submit nominations for Fellow as appropriate; elect Chapter Honorary Members; issue public statements in the name of the Chapter; establish annual dues; levy special assessments; approve petitions before the Society for establishment of Chapter sections, oversee section operations, and recommend section disbandment; petition the Society to charter student chapters, support student chapter activities, and recommend student chapter charter revocation; designate and relieve an acting president; take action when a Chapter officer fails to act; approve the slate for annual and special elections; break ties in annual and special elections; fill Executive Board vacancies occurring during term; designate nonvoting members of the Executive Board; create and abolish standing committees and other committees; provide advice and counsel to the president on committee appointments; establish Chapter goals and objectives; adopt Chapter programs and budgets; administer contracts, authorize expenditures, and serve as custodian of all Chapter property; direct staff activities and contract support services; prepare Chapter annual reports including year-end financial statements; and perform such other functions as are customary for the Executive

Board of a chapter, or as may be assigned or delegated by the Full Members of the Chapter or the Board of Trustees of the Society.

801.1 Nonvoting members of the Executive Board shall include the Executive Director and such other persons as determined necessary and appropriate by the Executive Board.

### ***Failure to Act***

802. The Executive Board may act for an officer of the Chapter, or cause appropriate action to be taken, when the failure of an officer to act results in or may result in an adverse impact on the Chapter.

## **Officers and Members**

### ***Trustee***

803. The trustee shall: be informed on Chapter and Society goals and objectives, policies and procedures, programs and services, and activities and events; serve as an officer on the Executive Board of the Chapter and serve as the Chapter representative on the Board of Trustees of the Society; facilitate the conduct of the business of the Society by bringing the Chapter perspective to the Board of Trustees and the national perspective to the Executive Board and members of the Chapter; facilitate the conduct of the business of the Board of Trustees by serving on standing councils or committees, special study groups or task forces, or as a representative or delegate of the Society; and perform such other duties as are customary for the office of chapter trustee or as may be assigned or delegated by the Board of Trustees of the Society and the Executive Board of the Chapter.

804. The trustee shall be a Full Member elected for a term of three (3) years. The trustee shall not serve more than two (2) consecutive terms.

### ***President***

805. The president shall: set the time, place, and agenda for meetings of the Executive Board and Council of Directors; call special meetings of the Chapter; preside at meetings of the Chapter, Executive Board and Council of Directors; represent and act for the Chapter as directed by the Executive Board and consistent with the policies of the Society as established by the Board of Trustees; in consultation with the Executive Board, appoint the members of the Council of Directors to serve during their term, chairs of standing committees, and any special study groups or task forces; dismiss appointees for failure to act or other cause; serve as a member of the Chapter Presidents Council; oversee the management and administration of Chapter programs and budgets as adopted by the Executive Board; designate and relieve an acting president; appoint interim trustees when vacancies occur during term; provide supporting statements to the Society for Emeritus Status, Limited Status, Temporary Limited Status, and Waiver of Dues applicants; report on the state of the Chapter at the annual meeting of the Chapter; and perform such other duties as are customary for the office of chapter president, or as may be assigned or delegated by the Executive Board.

806. The president shall be a Full Member elected for a term of three (3) years; with one (1) year as president-elect, one (1) year as president, and one (1) year as immediate past president.

807. The president shall be limited to serve four (4) consecutive years, excluding the two (2) years served as president-elect and immediate past president.

### ***Acting President***

808. Should the president through illness, injury, or other cause become temporarily unable to perform the duties of the office of president, the president-elect, a vice president, or the immediate past president shall be designated as acting president. The designation shall be made by the president or by a majority vote of the entire voting membership of the Executive Board if the president is unable to act. The acting president shall perform the duties of the president until relieved by the president if the designation is made by the president or by the Executive Board if the designation is made by the Executive Board.

### ***President-Elect***

809. The president-elect shall: in consultation with the Executive Board, select for appointment when he or she assumes office as president the chairs and members of standing committees, other committees, and any special study groups or task forces; represent and act for the Chapter as directed by the president and consistent with the policies of the Society as established by the Board of Trustees; serve as acting president when designated by the president or the Executive Board; serve as a member of the Chapter Presidents Council; and perform such other duties as are customary for the office of chapter president-elect or as may be assigned or delegated by the president.

### ***Immediate Past President***

810. The immediate past president shall: represent and act for the Chapter as directed by the president and consistent with the policies of the Society as established by the Board of Trustees; serve ex officio as a member of the Nominating Committee; serve as acting president when designated by the president or the Executive Board; and perform such other duties as are customary for the office of chapter immediate past president or as may be assigned or delegated by the president.

### ***Vice Presidents***

811. The Executive Board will include three (3) Vice Presidents: Vice President of Programs, Vice President of Government Affairs, and Vice President of Public Relations. The vice presidents shall: serve as liaisons for the president to standing committees, other committees, and any special study groups or task forces; monitor the management and administration of Chapter programs and budgets as adopted by the Executive Board; represent and act for the Chapter as directed by the president and consistent with the policies of the Society as established by the Board of Trustees; serve as acting president when designated by the president or the Executive Board; and perform such other duties as are customary for the office of chapter vice president or as may be assigned or delegated by the president.

812. The vice presidents shall be Full Members elected for a term of one (1) year.

### ***Secretary***

813. The secretary shall: maintain a record of the proceedings of the business meetings of the Chapter and the Executive Board; prepare and issue notices of the meetings of the Chapter and the Executive Board; prepare, issue, and receive ballots; administer annual and special elections and notify candidates of election results; serve ex officio as a member of the Constitution and Bylaws Committee; maintain the Constitution and Bylaws of the Chapter; certify documents; and perform such other duties as are customary for the office of chapter secretary or as may be assigned or delegated by the president.

814. The secretary shall be a Full or Associate Member elected for a term of one (1) year.

### ***Treasurer***

815. The treasurer shall: collect all fees, dues, charges, and other funds due the Chapter; be the custodian of all Chapter funds and disburse such funds only as authorized by the Executive Board; keep the accounts of the Chapter that shall be open at all times to inspection by the Executive Board; present quarterly reports on the financial condition of the Chapter and year-end financial statements to the Executive Board; and perform such other duties as are customary for the office of chapter treasurer or as may be assigned or delegated by the president.

816. The treasurer shall be a Full or Associate Member elected for a term of two (2) years.

## **Elections**

### ***Annual Elections***

817. By April of each year the president shall establish a timeline for elections in order to provide the results to the Society two months prior to the annual meeting.

818. The president shall issue a call for potential nominees to the Full and Associate Chapter Membership and shall appoint a Nominating Committee pursuant to Section 940.

819. The Nominating Committee shall prepare a slate of qualified candidates for each position which shall be subject to approval by the Executive Board. The slate may include more than one candidate for a position and shall include space for a write-in candidate for each open position.

820. Election ballots shall be provided to Full and Associate members of the chapter in good professional standing. The balloting may be conducted by electronic means or otherwise, as determined by the board, and the results shall be subject to certification by the board. Ballots received after the closing date shall not be counted.

821. Nominees receiving the highest number of votes for each position shall be elected. If there is a tie in the number of votes cast, the Executive Board shall elect one of the nominees to the position by a majority vote of the full voting membership of the Executive Board.

822. Incoming officers and other members of the Executive Board shall assume office at the conclusion of the annual meeting of the Society and shall hold office until their successors are installed 817.



### ***Vacancies and Special Elections***

825. The Society shall be notified when vacancies occur in Chapter offices and when such vacancies are filled.
826. Vacancies occurring during term in the office of Chapter trustee shall be filled in the next Chapter election. In the interim period, the president may appoint a trustee provided the length of that appointment is no more than one year. Vacancies occurring during term in Executive Board positions other than that of trustee shall be filled for the balance of the term by a majority vote of the entire voting membership of the Executive Board.
827. Vacancies may be filled by the President for a term expiring at the next Chapter election
- 827.5 Officers and other members of the Executive Board shall assume office on taking the oath of office when filling vacancies and shall hold office until their successors are installed.

## **ARTICLE 9. COMMITTEES**

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### **Terms**

901. Terms of service for members of the Council of Directors, chairs and members of standing committees, and other committees created by the Executive Board shall be a minimum of one (1) year and shall begin and end at the conclusion of the annual meeting of the Society.
902. Terms of service for the chairs and members of any special study groups or task forces created by the president shall be concurrent with the term of the president making the appointment.

### **Appointments**

903. In consultation with the Executive Board, the president shall appoint the chairs and members of standing committees, other committees, and any special study groups or task forces.
904. In consultation with the Executive Board, the president-elect or -designate shall select for appointment when he or she assumes office as president the members of the Council of Directors.
905. The members of the Council of Directors, chairs and members of standing committees, and other committees may be reappointed for succeeding terms and shall continue in their duties until replaced by their successors.
906. The chairs and members of special study groups or task forces may be reappointed by succeeding presidents to complete their charge.
907. Appointees may be dismissed by the president at any time for failure to act or other cause.

### **Council of Directors**

908. There shall be a Council of Directors that shall, with the Executive Board, provide region- and practice-oriented direction on issues related to the program, activities and membership of the Chapter.

### ***Voting Members of the Council***

909. The Council of Directors shall include the Executive Board of the Chapter and eleven (11) At-Large Members: Denver Area Director, Boulder Area Director, South Area Director, North Area Director, West Area Director, Communications Director, Membership Director, GreenCO Representative, Professional Education Director, Student Chapter Liaison, and Fellows Liaison.
- 909.1 The At-Large Member - Area Directors shall: be informed on Chapter goals and objectives, policies and procedures, programs and services, and activities and events; facilitate the conduct of the business of the Chapter by bringing the area perspective to the Council and the Chapter perspective to the members of the area; facilitate the conduct of the business of the Board by serving on standing or other committees or special study groups or task forces; and perform such other duties as are customary for the position of At-Large Member - Area Director or as may be assigned or delegated by the Executive Board of the Chapter.
- 909.2 The At-Large Member - Communications Director shall: be informed on Chapter goals and objectives, policies and procedures, programs and services, and activities and events; determine and direct the general focus of the Chapter

communications; request, collect and edit articles for communications; and perform such other duties as are customary for the position of Communications Director or as may be assigned or delegated by the Executive Board of the Chapter.

909.3 The At-Large Member – GreenCO Representative shall: be informed on Chapter goals and objectives, policies and procedures, programs and services, and activities and events; facilitate the conduct of the business of the Chapter by bringing the Chapter perspective to the GreenCO organization; inform the Council and Board about the actions of the GreenCO organization; facilitate the conduct of the business of the Board by serving on standing or other committees or special study groups or task forces; and perform such other duties as are customary for the position of At-Large Member – GreenCO Representative or as may be assigned or delegated by the Executive Board of the Chapter.

909.4 The At-Large Member – Professional Education Coordinator shall: be informed on Chapter goals and objectives, policies and procedures, programs and services, and activities and events; schedule and coordinate educational programs for professionals including, continuing education classes, LARE review classes, lectures, and seminars; and perform such other duties as are customary for the position of At-Large Member – Professional Education Coordinator or as may be assigned or delegated by the Executive Board of the Chapter.

909.5 The At-Large Member – Student Education Coordinator shall: be informed on Chapter goals and objectives, policies and procedures, programs and services, and activities and events; coordinate with the landscape architecture programs at the universities located within the boundaries of the Chapter; inform the Council and Board about the activities of the landscape architecture programs, and the landscape architecture programs about the activities of the Chapter; facilitate better and more meaningful interactions between the Chapter and the landscape architecture programs; and perform such other duties as are customary for the position of At-Large Member – Professional Education Coordinator or as may be assigned or delegated by the Executive Board of the Chapter.

909.6 The At-Large Member – Fellows Representative shall: be informed on Chapter goals and objectives, policies and procedures, programs and services, and activities and events; facilitate the conduct of the business of the Chapter by bringing the perspective of the Fellows group to the Council and Board and the Chapter perspective to the Fellows members; facilitate the conduct of the business of the Board by serving on standing or other committees or special study groups or task forces; and perform such other duties as are customary for the position of At-Large Member – Fellows Representative or as may be assigned or delegated by the Executive Board of the Chapter.

909.7 The At-Large Member - Membership Director shall: be informed on Chapter goals and objectives, policies and procedures, programs and services, and activities and events; report on the number of current/new/lapsed members to the Council and Board on a monthly basis; define section and area boundaries within the state; participate in quarterly conference calls with national ASLA; advise the Council and Board on member recruitment and retention efforts; communicate to members via the Chapter newsletter about the programs/services/privileges available; and perform such other duties as are customary for the position of At-Large Member - Membership Director or as may be assigned or delegated by the Executive Board of the Chapter.

### ***Nonvoting Members of the Council***

910. Nonvoting members of the Council shall include the student chapter presidents and such other persons as determined necessary and appropriate by the Executive Board.

## **Standing Committees**

### ***Advocacy Committee***

911. There shall be an Advocacy Committee composed of at least four (4) Full or Associate Members of the Chapter. The Vice President of Government Affairs shall serve as Chair for the Advocacy Committee.

912. The Advocacy Committee shall be responsible for developing the extent and the manner in which the Chapter implements and pursues actions to influence government policy. The Advocacy Committee shall advise the Board on specific advocacy issues and actions, and provide guidance/counsel to the Board for implementing such actions. The purpose of these activities is to benefit the Chapter and its members, the Landscape Architecture profession, and the public by providing responsible and balanced input and advice to policy makers. All efforts shall be in accordance with the Constitution, Bylaws, and applicable laws.

### ***Audit Committee***

913. There shall be an Audit Committee composed of three (3) Full or Associate Members of the Chapter, of whom one shall be a Chapter officer other than the treasurer and two shall be Chapter members other than immediate past president or current members of the Executive Board.

914. The Audit Committee shall arrange for the annual audit of the accounts of the Chapter by an independent certified public accountant.

#### ***Budget Committee***

915. There shall be a Budget Committee composed of three (3) Full or Associate Members of the Chapter. The Treasurer shall serve as Chair for the Budget and Audit Committee.

916. The Budget Committee shall, in coordination with the Executive Board, Council of Directors, and Standing Committees, prepare the annual budget of the Chapter for adoption by the Executive Board.

#### ***Communications Committee***

917. There shall be a Communications Committee composed of at least four (4) Full or Associate Members of the Chapter. The Communications Director shall serve as Chair for the Communications Committee.

918. The Communications Committee shall provide information of interest and value to Chapter members and to provide vehicles of communication for input from Chapter members to the Board and its various committees. The Communications Committee shall coordinate and monitor activities related to the Chapter via the newsletter, electronic alerts, website, and social media sites. The Communications Committee will be responsible for sending out electronic updates and notifications on programs and activities; preparing and distributing a quarterly publication; performing content management and maintenance of the Chapter's web site; encouraging members to provide content, editorials and recommendations to the Board; circulating notices of committee activities; and providing greater standardization of Chapter communication resources.

#### ***Conference Committee***

919. There shall be a Conference Committee composed of at least four (4) Full or Associate Members of the Chapter. The President-Elect shall serve as Chair for the Conference Committee.

920. The Conference Committee shall plan, organize and execute all facets of a state-wide conference for Chapter members. The Conference Committee shall be responsible for determining a venue location and dates; developing a program schedule; developing program content; selecting and securing presenters; soliciting conference participants; and soliciting conference exhibitors.

#### ***Education Committee***

921. There shall be an Education Committee composed of at least four (4) Full or Associate Members of the Chapter. The Professional Education Coordinator shall serve as Chair for the Education Committee.

922. The Education Committee shall establish programs and course delivery to prepare unlicensed professionals for licensure, as well as to enhance the ongoing training and qualifications of Chapter members. The Education Committee shall gather information about the educational needs of Chapter members in order to facilitate and develop relevant professional studies; develop course curriculum, which supports certification, licensures, and continuing education requirements; and delivers education and training services to Chapter members.

#### ***Events and Service Committee***

923. There shall be an Events and Service Committee composed of at least ten (10) Full or Associate Members of the Chapter. The Vice President of Programs shall serve as Chair for the Events and Service Committee. The five (5) Area Directors and one (1) Wyoming Liaison shall serve as members of the Events and Service Committee.

924. The Events and Service Committee shall serve as a single point of coordination for all state-wide programming activities for Chapter members. The Events and Service Committee shall be responsible for those strategic actions, public events, or social gatherings that support the goals of the Chapter. The Events and Service Committee shall be responsible for identifying new program and service ideas; scheduling and implementing social events, outreach events, and service opportunities in all five (5) areas of the state (Denver, Boulder, North, South and West) and Wyoming; and scheduling and implementing the annual Design Awards program for the Chapter.

#### ***Fellows Committee***

925. There shall be a Fellows Committee composed of at least four (4) Fellows of the Chapter. The Fellows Representative shall serve as Chair for the Fellows Committee.

926. The Fellows Committee shall review all members who meet the requirements for Fellowship consideration set forth by the American Society of Landscape Architects. The Committee will then recommend specific candidates to the Board for Fellow nomination. The Fellows Committee shall serve as a liaison between the Chapter's Fellows and the profession of Landscape Architecture at large.

#### ***Landscape Contractor Outreach Committee***

927. There shall be a Landscape Contractor Outreach Committee composed of at least four (4) Full or Associate Members of the Chapter. The GreenCO Representative shall serve as Chair for the Landscape Contractor Outreach Committee.

928. The Landscape Contractor Outreach Committee shall serve as the Chapter's liaison between its member Landscape Architects and the Landscape Contractor profession. The Landscape Contractor Outreach Committee shall work to increase the mutual understanding and respect of both the design community and those professionals responsible for the construction and installation of designed works by Landscape Architects; identify ways for the affiliated professions to work together on social or service projects; and coordinate with the Board and other Standing Committees to involve Landscape Contractors in the operation and success of the Chapter.

#### ***Membership Committee***

929. There shall be a Membership Committee composed of at least four (4) Full or Associate Members of the Chapter. The Membership Director shall serve as Chair for the Membership Committee.

930. The Membership Committee shall serve as the Chapter's primary vehicle for securing new members and retaining existing members. The Membership Committee shall work to increase Full or Associate Members of the Chapter; identify under-represented segments of membership and target them for recruitment; evaluate future trends in what younger members will want out of Chapter membership; and coordinate with the Board and other Standing Committees to identify members for active participation in Chapter activities.

#### ***Organization Committee***

931. There shall be an Organization Committee composed of three (3) Full or Associate Members of the Chapter. The Secretary shall serve as Chair for the Organization Committee.

932. The Organization Committee shall be the keeper of the Constitution, Bylaws and Chapter Policies and ensure that Board members have current copies of all such documents and are aware of how the Chapter is organized; prescribe a format for the preparation of sponsored amendments; review proposed amendments for consistency with the Constitution or the Bylaws and assist the sponsor in rectifying any inconsistency; and draft amendments as necessary and appropriate to ensure consistency with the Constitution and Bylaws of the Society.

933. The laws of the state shall prevail when a chapter is incorporated under state law and such legal requirements may be at variance with the Constitution and Bylaws of the Society.

#### ***Public Relations Committee***

934. There shall be a Public Relations Committee composed of at least four (4) Full or Associate Members of the Chapter. The Vice President of Public Relations shall serve as Chair for the Public Relations Committee.

935. The Public Relations Committee shall ensure that the public has an understanding of and appreciation for the Chapter and the practice of Landscape Architecture. The Public Relations Committee shall facilitate the marketing of the benefits of Landscape Architecture and using the services of Landscape Architects to the general public, affiliate design and construction professionals, legislators, regulators, and municipal agencies; facilitate marketing of the Chapter, its benefits and privileges, to licensed Landscape Architects, students, and affiliated businesses; ensure that Chapter events and news are released to regional publications and media outlets in an effort to gain awareness for the profession of Landscape Architecture and attract new professionals to the Chapter.

#### ***Sponsorship and Advertising Committee***

936. There shall be a Sponsorship and Advertising Committee composed of at least four (4) Full or Associate Members of the Chapter. The Immediate Past President shall serve as Chair for the Sponsorship and Advertising Committee.

937. The Sponsorship and Advertising Committee shall contact and recruit sponsors to support the Chapter's activities. The Sponsorship and Advertising Committee shall develop and maintain a database of possible sponsors; study the means and ways to improve returns from funding and fundraising efforts; develop and maintain the

Sponsorship and Advertising Package (including schedules, rates, benefits, and ad specifications); coordinate with the Communications Committee to provide advertiser ads, logos, or other artwork for inclusion in Chapter media outlets; identify new revenue opportunities for the Chapter and make recommendations to the Board for the cessation of means or methods of fundraising that are no longer relevant or successful.

### ***Student Chapters Committee***

938. There shall be a Student Chapters Committee composed of at least four (4) Full or Associate Members of the Chapter. The Student Education Coordinator shall serve as Chair for the Student Chapters Committee.

939. The Student Chapters Committee shall serve as liaison between the professional Landscape Architects and those future and current students interested in joining the profession. The Student Chapters Committee shall coordinate with the other Standing Committees to ensure active participation by students on Chapter Committees, at social and service events, and to ensure active participation by professional members in student activities; reach out to Elementary, Middle, and High Schools to educate children about the benefits of the profession and on becoming a Landscape Architect; evaluate future trends in what future Full and Associate members will want out of Chapter membership.

### ***Nominating Committee***

940. There shall be a Nominating Committee composed of three (3) Full or Associate Members of the Chapter, of whom one shall be the immediate past president and another shall be an Associate Member. The president-elect shall serve as Chair for the Nominating Committee.

## **ARTICLE 10. BUSINESS OF THE CHAPTER**

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### **Meetings**

1001. Robert's Rules of Order shall govern the conduct of business at meetings of the Chapter, the Executive Board, Council of Directors, Standing Committees, and any sections of the Chapter.

1002. Meetings of the Chapter, the Executive Board, Council of Directors, and any sections of the Chapter shall be open to Full, Associate, and Affiliate Members of the Chapter. Members of the Executive Board or Council of Directors may invite guests to attend meetings of the Chapter and the Executive Board. Section chairs may also invite guests to attend any section meetings.

### ***Notice of Meetings***

1003. Notice of the annual meeting and other meetings of the Chapter shall be provided to the entire membership at least thirty (30) days in advance of the meeting. The secretary shall issue notices of all meetings of the Chapter and the Chapter Executive Board.

### ***Regular Meetings of the Executive Board***

1004. The Executive Board shall meet monthly, or twelve (12) times per year and at the time of the annual meeting of the Chapter. Additional meetings of the Executive Board may be called by the president as frequently as the accumulation of business may demand and at places and times determined by the president.

### ***Regular Meetings of the Council of Directors***

1005. The Council of Directors shall meet quarterly, or four (4) times per year. The first regularly scheduled quarterly meeting for the Council shall occur in the month immediately following the national conference of ASLA. Additional meetings of the Council of Directors may be called by the president as frequently as the accumulation of business may demand and at places and times determined by the president.

### ***Special Meetings of the Executive Board***

1006. Officers may submit written petitions to the president for special meetings of the Executive Board. The president shall put such requests to a vote of the Executive Board. Special meetings shall be held on an affirmative vote by two-thirds (2/3) of the entire voting membership of the Executive Board.

### ***Meeting Chair***

1007. The president shall preside at all meetings of the Chapter, the Executive Board, and the Council of Directors. The president-elect, a vice president, or the immediate past president shall be designated as presiding officer in the

absence of the president. The designation shall be made by the president or by a majority of the voting members present if the president is unable to act.

### ***Proxy***

1008. Members unable to attend a meeting of the Executive Board or Council of Directors shall give written proxy for that meeting to a member of the Executive Board.

### ***Quorum***

1009. More than one-half (1/2) of the entire voting membership of the Executive Board or the Council of Directors present in person shall constitute a quorum for the transaction of business by either the Executive Board or Council of Directors. Proxies shall not be considered in the establishment of a quorum.

### **Votes and Ballots**

1010. All motions committing the Chapter to any policy or action shall be put to a vote of the Executive Board or Council of Directors at a duly called meeting, or by ballot, electronic mail, or telephone. Provided a quorum is present, the motion shall be approved by a majority of the votes cast unless otherwise specified in the Constitution or Bylaws of the Chapter.

1011. The closing date and time for votes of the Executive Board or Council of Directors conducted by ballot, electronic mail, or telephone shall be determined by the president unless otherwise specified in the Bylaws. In no case shall the voting period be less than seven (7) days.

1012. Votes of the Executive Board or Council of Directors conducted by ballot, electronic mail, or telephone shall be counted and verified by the secretary, and the results shall be reported and recorded in the minutes of the next regular meeting of the Executive Board or Council of Directors.

1013. Special election and other confidential votes of the Executive Board conducted by ballot, electronic mail, or telephone shall be counted and verified by the Tellers Committee. Confidential, written tabulations of the votes shall be forwarded over the signature of the committee chair to the president and secretary. The results shall be reported and recorded in the minutes of the next regular meeting of the Executive Board.

### **Reports**

1015. The Executive Board shall prepare an annual report for the benefit of the Chapter membership and for the records of the Society that summarizes the events, accomplishments, and challenges of the previous year, and includes a year-end financial statement.

## **ARTICLE 11. FUNDS**

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### **Funds**

1101. The Chapter shall have an operating fund and may establish a reserve fund.

#### ***Operating Fund***

1102. The operating fund shall be used to finance the day-to-day operations of the Chapter as established in the annual operating budget by the Executive Board.

#### ***Reserve Fund***

1103. The purposes of the reserve fund shall be:

1103.1 to sustain operations and member services during a period of economic downturn.

1103.2 to manage the cash-flow requirements of proven fee-for-service activities, e.g., the annual meeting.

1103.3 to fund capital expenditures beyond anticipated annual capital expenses.

1103.4 to meet financial obligations under emergency circumstances, i.e., one-time, episodic, unanticipated situations.

1103.5 to fund development of new, or enhancement of existing programs, products, or services.

Interest earned on the reserve fund shall be credited to the fund. Disbursements shall be restricted to the purposes outlined above and shall require advance approval by an affirmative vote by two-thirds (2/3) of the entire voting membership of the Executive Board.

## **Bank Accounts**

1104. Such officers or agents of the Chapter as shall from time to time be designated by the Executive Board shall have authority to deposit any funds of the Chapter in such banks, brokerage firms, or trust companies as shall from time to time be designated by the Executive Board and such officers or agents as from time to time shall be authorized by the Executive Board may withdraw any or all of the funds of the Chapter so deposited in any such bank, brokerage firm, or trust company, upon checks, drafts, or other instruments or orders for the payment of money, drawn against the account or in the name or behalf of the Chapter, and made or signed by such officers or agents; and each bank, brokerage firm or trust company with which funds of the Chapter are so deposited is authorized to accept, honor, cash, and pay, without limit as to amount, all checks, drafts, or other instruments or orders for the payment of money, when drawn, made, or signed by officers or agents so designated by the Executive Board until written notice of the revocation of the authority of such officers or agents by the Executive Board shall have been received by such bank, brokerage firm, or trust company. There shall from time to time be certified to the banks, brokerage firms, or trust companies in which funds of the Chapter are deposited, the signature of the officers or agents of the Chapter so authorized to draw against the same. In the event that the Executive Board shall fail to designate the persons by whom checks, drafts, and other instruments or orders for the payment of money shall be signed, as hereinabove provided, all such checks, drafts, and other instruments or orders for the payment of money shall be signed by the treasurer and countersigned by the president of the Chapter.

## **Annual Audit**

1105. Immediately after the treasurer presents the year-end financial statements to the Executive Board, the Audit Committee shall audit the accounts of the Chapter or arrange for the audit of the accounts of the Chapter by an independent certified public accountant. The Audit Committee shall report its findings to the Executive Board within one-hundred-and-twenty (120) days of the close of the financial year.

## **Financial Year**

1106. The financial year of the Chapter shall begin on the first (1<sup>st</sup>) day of January and end on the thirty-first (31<sup>st</sup>) day of December.

# **ARTICLE 12. AMENDMENTS**

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## **Amendments**

1201. The Bylaws may be amended by the Executive Board while in session at a regular, scheduled meeting of the Board.

1202. Proposed amendments may be sponsored by Full or Associate Members of the Chapter. The sponsor shall prepare the proposed amendment in the format prescribed by the Constitution and Bylaws Committee and secure the endorsement of one or more Full or Associate Members of the Chapter. The sponsor shall forward the proposed amendment to the Constitution and Bylaws Committee, the president, and the secretary of the Chapter at least thirty (30) days prior to a scheduled meeting of the Executive Board.

1203. The Constitution and Bylaws Committee shall review the proposed amendment to ensure consistency with the Constitution or the Bylaws of the Chapter and assist the sponsor in rectifying any inconsistency. The committee shall then endorse and forward the proposed amendment to the sponsor, the president, and the secretary at least twenty (20) days prior to the scheduled meeting of the Executive Board.

1204. At least ten (10) days prior to the scheduled meeting of the Executive Board, the Secretary shall post the proposed amendment for review by the committee, and the president shall place the proposed amendment on the action agenda for the meeting.

1205. The Executive Board shall consider the proposed amendment while in session at the meeting and shall adopt, amend and adopt, reject, or refer the proposed amendment back to the sponsor for further study. Testimony for or

against adoption may be presented. An affirmative vote by two-thirds (2/3) of the entire voting membership of the Executive Board shall be required for adoption.

## **ARTICLE 13. DISBANDMENT**

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1301. The Chapter may voluntarily disband by an affirmative vote by two-thirds (2/3) of the Full and Associate Members assigned to the Chapter, voting either by ballot returned to the Chapter secretary or at a meeting called for this purpose not less than thirty (30) days after issuance of the ballot.

1302. The Chapter may be disbanded by an affirmative vote by two-thirds (2/3) of the entire voting membership of the Board of Trustees of the Society for violation of the Constitution and Bylaws of the Society, failure to elect Chapter officers in a timely manner, failure to maintain minimum membership strength as defined in Section 302 of the Chapter Constitution, or for other due cause, provided the Chapter is duly notified of the charges against it and given a fair hearing of the charges and a fair opportunity to respond.

1303. Voluntary disbandment by an affirmative vote by two-thirds (2/3) of the Full and Associate Members assigned to the Chapter shall become effective on the date specified by the Full and Associate Members assigned to the Chapter. Disbandment by an affirmative vote by two-thirds (2/3) of the entire voting membership of the Board of Trustees shall become effective on the date specified by the Board of Trustees.

1304. On the specified effective date, the territorial limits of the adjacent chapter or chapters shall be modified by the Board of Trustees to incorporate the area of the disbanded chapter.

*Approved by the ASLA Board of Trustees on October 29, 2003  
Amended by ASLA Colorado October, 2009  
Amended by ASLA Colorado October, 2011  
Amended by ASLA Colorado, November, 2011  
Amended by ASLA Colorado November, 2013  
Amended by ASLA Colorado, June, 2017*