OK Now What?

Ok, you got elected or appointed ... now what?

First a few legalities
Then the practicalities (like getting reimbursed)
**45+ Year History**

- Founded in 1973, ASLA Colorado advances the profession by advocating the issues that affect members. The association provides professional education and programs and generates overall awareness for landscape architecture to the public through our public relations and government affairs efforts.

- Note about 1/3 of the revenue is from events, 1/3 from membership, and 1/3 from sponsors.
State Law (CRS § 7-128-401)

- **Duty of Loyalty**
  - Place the interests of the organization first
- **Duty of Care**
  - In decision making and oversight
- **Duty of Obedience**
  - Comply with governing documents and decisions
- Collectively this is known as your "**Fiduciary Duty**"
- Forward thinking is known as the "**Duty of Foresight**"
- You have a DUTY to speak up during the board meeting especially if you disagree
- You have a DUTY to read the board materials and the minutes
- You have a DUTY to be informed about the finances and activities
Legal Basics

• The 501 (c-6) “not for profit” status is part of the tax code granted by the IRS
  – Nonprofit is a tax status not a business model
• State Law governs not-for-profit corporations registered in the state (CRS 7-128-401)
• ASLA Colorado also has an affiliation agreement with ASLA National, and there are special conditions here
The board is the ONLY entity in the world that can promote the purpose and mission of the association.

Remember, the president signs all contracts (unless other arrangements have been made and there should be a written record of this)

If you sign a contract for something without board approval it is your obligation to pay for it, not the association’s
Good Governance (IRS 990)

ASLA Colorado Conflict of Interest Policy
(Since 2008 the IRS 990 long form specifically asks about this)

... “If a director believes that he or she may be perceived, to have a conflict of interest, the circumstances of such a situation need to be disclosed prior to any discussion of the issue for which the conflict is thought to apply. The board shall rule at its first meeting thereafter if and when a conflict exists. The President may rule in-between board meetings. If a conflict is ruled to exist the member in question shall be excused from all discussion and votes related to the matter in question.”...
ASLA is insured under the ASLA National Policy for:

• Directors and Officers (D&O) Liability
  – Does not cover illegal acts … so “do the right thing”

• General Liability
  – Endorsements can be made for special events with proper advance notice. Preferably when the contract for the event is signed.
Parliamentary Procedure

- Most association decisions are made by consensus
- Follow the agenda
- You can’t discuss items that aren’t on the agenda unless the president says OK, so when the agenda is approved be sure to mention anything not listed
- A quorum of the board (5) is required to conduct business
- The minutes record the time and location of the meeting, participants and the outcome of the motions.
  - They are a record of what was done not what was said
  - For non-board portions of meetings they are a “summary”
• Budgets need to be realistic
• Budgets don’t need to always be balanced
  – Some budgets are “made to be broken”
• Budgets are a planning tool not a governing instrument (at least here)
• Budgets can be amended as the year progresses
• Look at your “bottom line” and compare overall revenues to overall expenses
• A detailed Profit/Loss Statement is available upon request from Greg Williams (contact info is below)
## Board Meetings

1. Monthly 3rd Tuesday
2. In Person with Dial In Capacity
3. First is the Board Meeting
4. Needs a Quorum of 5 Elected Members
5. Add anything to the agenda first
6. Approve minutes
7. Accept financial statements
8. Other official action
9. Adjourn – usually 15-20 minutes

10. Then the Committees Report
11. Try to keep it under 5 minutes each
12. This is brainstorming time too
13. Adjourn by 7:30
14. Confirm next meeting time/date

---

**EXECUTIVE BOARD and COUNCIL OF DIRECTORS MEETING AGENDA**

<table>
<thead>
<tr>
<th>Date:</th>
<th>November 19, 2019</th>
</tr>
</thead>
<tbody>
<tr>
<td>Time:</td>
<td>5:30 pm – 7:30 pm</td>
</tr>
<tr>
<td>Location:</td>
<td>Norris Design, 1101 Bannock St, Denver CO 80204</td>
</tr>
</tbody>
</table>

**Free Parking in the Norris Parking Lot to North**

**AUDIO DIAL IN**

Dial this number and you will be on the speakerphone: 712-770-5252 Code: 435 135 #

<table>
<thead>
<tr>
<th>5:30 pm</th>
<th>ROLL CALL AND CALL TO ORDER</th>
</tr>
</thead>
<tbody>
<tr>
<td>(Quorum = 5)</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>5:45 pm</th>
<th>ACTION ITEMS</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Approve Agenda (Jon Romero)</td>
<td></td>
</tr>
<tr>
<td>2. Approve Minutes (Daniel Morgan)</td>
<td></td>
</tr>
<tr>
<td>3. Accept Financials (Rania Sawyer)</td>
<td></td>
</tr>
<tr>
<td>4. 2020 Lobbyist Contract Renewal (David Sprunt/Rania Sawyer/Greg Williams)</td>
<td></td>
</tr>
</tbody>
</table>

**ADJOURN THE EXECUTIVE BOARD**

<table>
<thead>
<tr>
<th>6:00 pm</th>
<th>PLANNING, COMMITTEE REPORTS, and DISCUSSION</th>
</tr>
</thead>
<tbody>
<tr>
<td>5 Minutes Each Unless President Authorizes Extra Time</td>
<td></td>
</tr>
<tr>
<td>1. Brief Board Orientation (Greg Williams)</td>
<td></td>
</tr>
<tr>
<td>2. Government Affairs (Susan Suddian/David Sprunt)</td>
<td></td>
</tr>
<tr>
<td>3. Communications &amp; Programs (Sara Bonacquist)</td>
<td></td>
</tr>
<tr>
<td>4. Public Relations (Carl Runge)</td>
<td></td>
</tr>
<tr>
<td>5. Equity, Inclusion, and Diversity Committee (Carl Runge/Alisha Hemmett)</td>
<td></td>
</tr>
<tr>
<td>6. Sponsorships (Craig Stock/ Tom Ellenwood/ Jon Romero)</td>
<td></td>
</tr>
<tr>
<td>7. Membership (Craig Stock)</td>
<td></td>
</tr>
<tr>
<td>8. Student Liaison Update (Conrey Morris/Lauren Flordan)</td>
<td></td>
</tr>
<tr>
<td>9. Emerging Professionals (Conrey Morris)</td>
<td></td>
</tr>
<tr>
<td>10. JSF Foundation (Meghan Jones-Shloran/Tyler Kiggins)</td>
<td></td>
</tr>
<tr>
<td>11. Community Outreach (Will Coleman)</td>
<td></td>
</tr>
<tr>
<td>12. Professional Education (Michelle Britton)</td>
<td></td>
</tr>
<tr>
<td>13. Allied Professions &amp; GreenCO Networking (Will Vittanen/Hunter White)</td>
<td></td>
</tr>
<tr>
<td>14. Trustee’s Report (Robb Berg)</td>
<td></td>
</tr>
<tr>
<td>15. Executive Director’s Report (Greg Williams)</td>
<td></td>
</tr>
</tbody>
</table>

| 7:30 pm | Adjournment. Next Meeting: December 17, 2019 |
ASLA Colorado Positions and Committees (Nov 2019)

1. President (Jon Romero)
2. Past President (Tom Ellenwood)
3. Secretary (Daniel Morgan)
4. Treasurer (Rania Sawyer)
5. VP Government Affairs (Susan Suddjian/David Sprunt)
6. VP Communications & Programs (Sara Bonacquist)
7. VP Public Relations (Carl Runge)
8. Trustee (Robb Berg)

9. Equity, Inclusion, and Diversity Committee (Carl Runge/Alisha Hammett)
10. Sponsorships (Craig Stoffel/Tom Ellenwood/Jon Romero)
11. Membership (Craig Stoffel)
12. Student Liaison Update (Conrey Morris/Lauren Riordan)
13. Emerging Professionals (Conrey Morris)
14. JSR Foundation (Megan Jones-Shiotani/Tyler Kiggins)
15. Community Outreach (Will Coleman)
16. Professional Education (Michelle Britton)
17. Allied Professions & GreenCO Networking (Will Viitanen/Hunter White)
18. Executive Director (Greg Williams)  Program Manager (Elizabeth Conable)
Free Events

Free is not always best. Cover your event costs and make some profit to incubate the next project.

Don’t just break even, make 20% or more
Budgets

Budgets have two parts

1. **Income** (registration fees, sponsorships, ASLA CO).

2. **Expenses** (venue rental, food/beverage, audio/visual, signage, gratuity, printing, postage, indirect costs (like using existing Constant Contact account for registration, free space in eNews, using existing PayPal for invoicing and credit card payments, cutting checks, and so forth)).

   Income = $2,500  
   Expense = $2,000  
   Net = $ 500

This shows a 20% profit (500/2500=0.2x100). This is your “bottom line”. It means you kept 20% of your revenue (income). Sometimes referred to as “profit margin”.

We recognize “in kind” (free) contributions (like space) but we don’t count that in the finances. It is also not tax-deductible to whomever provides it but it could be recognized as a business expense, that is up to their accountant.
Various Resources

1. Chapter Operations Workbook (ASLA National)
2. Website www.aslacolorado.org
3. Expense Reimbursement Form
4. Weekly eNotice
5. Dashboard
6. Social Media postings (Facebook, Twitter, Instagram)
ASLA National Chapter Resources Chapter Operations Workbook A great resource [www.asla.org](http://www.asla.org)
Your reimbursement form. Always check the totals.
It is located at About/Executive Board on the website
Lots of useful documents and materials

Hover cursor over “About” and then select “Executive Board”

This is where we keep the Expense Reimbursement Form

The strategic plan is here too, so are the bylaws.

If you see something that needs updated notify Greg Williams.
The Dashboard is your “at a glance” tool for monitoring the association’s pulse.

Events, Membership, Finances and more.

It is in your monthly board packet.
The weekly eNotice goes out to members and friends on Tuesdays. Text is due on the previous Friday. Then we assemble it and the president approves it on Monday.
Other Resources

1. **Redpoint Resources** manages the back office operations
   a) Constant Contact, QuickBooks, PayPal, Website, Event registrations, and so forth
2. [info@aslacolorado.org](mailto:info@aslacolorado.org) goes to Greg Williams (Your Executive Director) and Elizabeth Conable (Your Program Manager)
3. We have a storage Unit at 6th and Kalamath, email Greg W for details
4. Scott Meiklejohn is your **lobbyist** and monitors licensure and related issues at the statehouse
5. You can’t get reimbursed for out-of-pocket expenses without submitting a request form which the Treasurer must approve (see above)
6. If you need anything **special** for an event or project it is best to request it as far in advance as possible
7. We have a **Google Drive** with lots of documents for committees and projects, email Greg W for an invitation to join it, you don’t need a Google email
Video

ASSOCIATION STUFF

A fun video on planning stuff:

http://www.youtube.com/watch?feature=player_embedded&v=mKSvgmpVJFk
Try Something New
Have Some Fun
Be BOLD