

BYLAWS
COLORADO CHAPTER
AMERICAN SOCIETY OF LANDSCAPE ARCHITECTS

ARTICLE 1. MEMBERSHIP

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

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

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.

Fellows

302. Fellows shall be selected in accordance with the guidelines of the Society

Fellows Nomination Process

303. The Chapter's Fellows Nominating Committee (or Executive Board) shall review all applicants who meet the requirements for Fellowship consideration stated in the Bylaws of the Society. The Chapter Fellows Nominating

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

304. The Chapter may elect Honorary Members from within its territory in accordance with the Societies' rules.

ARTICLE 4. PRIVILEGES

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 or ASLA Colorado/Wyoming, 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 may be granted according to criteria and procedures as set by the Society.

ARTICLE 5. DUES AND ASSESSMENTS

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 or Reassignment

506. Full, Associate, and Affiliate Members moving reassigned 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.

Concurrent Membership

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

Delinquency

508. 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

509. 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

Sections

601. The Executive Board of the Society may establish Chapter sections as specified in the duties of the president.

ARTICLE 7. STUDENT CHAPTERS

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 or a closely related program 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.

702. 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. Awards program chairs or presidents of sponsoring chapters shall coordinate the annual selection of student honor and merit awards with the academic heads of programs in the chapter area that are accredited or recognized by the chapter. Jurors shall be members of the Society and shall not be faculty associated with the academic program. Student honor award winners may submit work for exhibit at the annual awards event of the Chapter.

National Student Representative

710. The student representative(s) shall be selected in a manner determined by the Society. The student representative(s) shall be voting members of the Board of Trustees.

Charter Revocation

711. The Executive Committee of the Society may revoke 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

Executive Board

801. Administration of the Chapter is vested in the Executive Board (referred to as the Executive Committee in the Constitution). 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; approve the Chapter policies and procedures, 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, Committee Chairs 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; call special meetings of the Chapter; preside at meetings of the Chapter and Executive Board; 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, create and abolish standing committees and other committees; appoint chairs and members 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 Society's 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, including potentially membership recruitment and retention.

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 Communications. 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; 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 the Nominating Committee section below.

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.

Vacancies and Special Elections

823. The Society shall be notified when vacancies occur in Chapter offices and when such vacancies are filled.

824. 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.

825. Vacancies may be filled by the President for a term expiring at the next Chapter election

825.5 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

Terms

901. Terms of service for members of standing committees, other committees, special study groups, or task forces created by the President in consultation with the Executive Board shall begin upon appointment and end at the conclusion of the annual meeting of the Society.

Appointments

902. In consultation with the Executive Board, the president shall appoint (and remove) the chairs and members (if any) of standing committees, other committees, and any special study groups or task forces.

903. Committee chairs shall report to the Executive Board.

Standing Committees

Fellows Nominating Committee

904. There shall be a Fellows Nominating Committee composed of at least four (4) Fellows of the Chapter. The Chapter president shall appoint and remove committee members and designate and remove the committee chair

905. The Fellows Nominating 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 Executive Board for Fellow nomination via email to the president including the evaluation method and selection process or criteria, and the process used to address diversity, equity, and inclusion. The Fellows Committee shall serve as a liaison between the Chapter's Fellows and the profession of Landscape Architecture at large.

Nominating Committee

906. There shall be a Nominating Committee composed of three (3) Members of the Chapter, of whom one shall be the immediate past president. The president-elect shall serve as Chair for the Nominating Committee. The Nominating Committee shall select a slate of candidates for the Chapter's annual elections.

ARTICLE 10. BUSINESS OF THE CHAPTER

Meetings

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

1002. Meetings of the Chapter and the Executive Board shall be open to Full, Associate, and Affiliate Members of the Chapter. Members of the Executive Board may invite guests to attend meetings of the Chapter.

Notice of Meetings

1003. Notice of the annual meeting and other meetings of the Chapter shall be provided to the entire membership at least ten days in advance of the meeting if notice is sent electronically, by first class mail or registered mail and shall include a description of any matter or matters that must be approved.

Regular Meetings of the Executive Board

1004. The Executive Board shall meet at least four (4) times a year. 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.

Special Meetings of the Executive Board

1005. 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.

Meetings May be Other Than In-Person

1006. Members of the Chapter, Executive Board, or any committees, working groups, or task forces may participate in a meeting by means of a conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other at the same time, and participation by such means shall constitute presence in person at a meeting.

Meeting Chair

1007. The president shall preside at all meetings of the Chapter and the Executive Board. 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 may 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 present in person shall constitute a quorum for the transaction of business by the Executive Board. 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 at a duly called meeting, or by paper or electronic 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 shall be set by the Executive Board. Voting may be conducted by ballot, electronic mail, or telephone as determined by the president

1012. Votes of the Executive Board conducted by paper or electronic 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.

1013. Special elections and/or other votes of the Executive Board conducted by paper or electronic ballot, electronic mail, or telephone shall be counted and verified by the secretary. The results shall be reported and recorded in the minutes of the next regular meeting of the Executive Board.

Reports

1014. The Executive Board may 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

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.

1103.6. interest earned on the reserve fund shall be credited to the fund.

Disbursements

1104. Disbursements not already in the approved budget shall require advance approval by an affirmative vote by a majority of the entire voting membership of the Executive Board.

Bank Accounts

1105. 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

1106. The treasurer may conduct an internal or external audit or financial review subject to the approval of the Executive Board. Financial Year

1107. The financial year of the Chapter shall begin on the first (1st) day of January and end on the thirty-first (31st) day of December.

ARTICLE 12. AMENDMENTS

Amendments

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

1202. Proposed amendments may be sponsored by Full or Associate Members of the Chapter. The sponsor shall prepare the proposed and secure the endorsement of one or more Full or Associate Members of the Chapter. The sponsor shall forward the proposed amendment to the president and the secretary of the Chapter

1203. The Executive Board shall determine if the proposed amendment is consistent with the Constitution or the Bylaws of the Chapter and assist the sponsor in rectifying any inconsistency.

1204. Prior to the scheduled meeting of the Executive Board, the Secretary shall post the proposed amendment for review by the Executive Board, 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. Incorporation

Incorporation

1301. 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.

ARTICLE 14. DISBANDMENT

Disbandment

1401. The Chapter may voluntarily disband by an affirmative vote by two-thirds (2/3) of the Full and Associate Members 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.

1402. 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 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.

1403. 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.

1404. 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, 2018

Amended by ASLA Colorado March, 2021

Modified in Accordance with ASLA National's Corporate Secretary's Review March, 2021

Amended by ASLA Colorado, April, 2021