Minnesota Chapter of the American Society of Landscape Architects Bylaws

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

Application
301. Candidates for Full, Associate, and Affiliate Membership shall be admitted to membership in the Society in accordance with procedures established in the Bylaws of the Society. A candidate for any membership category in the Society, except Honorary Member, shall complete and submit an official application form to the National Headquarters of the Society for Review.

302. The Application form shall be accompanied by the national and chapter dues for the first year as required by the Chapter and National Bylaws.

303. Upon receipt of an application, National Headquarters will ascertain that the form is complete and that dues for the first year are paid. Candidates meeting the qualifications for

each membership category as defined in the National Bylaws shall be administratively approved by National Headquarters.

Effective Date of Membership
304. 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
305. 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. Membership may be assigned to a Chapter whose territorial limit adjoins that of the principal address, by a written request approved by the Executive Committee of both affected Chapters. The approved request shall be forwarded to National Headquarters with a copy of the President of each affected Chapter.

Reassignment of Chapter
306. 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.

307. 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.

308. 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
309. 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.

310. 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
311. Fellows shall be selected by the Council of Fellows from nominations submitted by the Executive Committee 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
312. ASLA Fellows in the Minnesota Chapter shall meet at on an annual basis with the president of the Chapter to discuss the list of members who are eligible for Fellowship in the Society provided to the Chapter by the Society. Current Fellows shall be assigned to candidates and shall assist the candidate with the completion of the nomination packet. Nomination materials are presented to the Chapter Executive Committee by the Fellows. The Executive Committee shall review nomination packets and provide approval, after which the packets will be forwarded to the Society by the Chapter president.

Chapter Honorary Members
313. 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 Committee of the Chapter shall be required for election. Chapter Honorary Members shall have no standing in the Society.

Article 4. Privileges

Chapter Privileges

Society Designation, Seal, or Logo

401. The official designation of the Chapter shall be the Minnesota 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 designations, Minnesota Chapter, ASLA, or MASLA 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 Committee 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 Committee 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. A Fellow, Member, Associate Member, or affiliate Member of the chapter shall not issue any public statement on behalf of the Chapter or Society or purporting to have the approval of the Chapter or Society except when authorized by the President of the Chapter and the President of the Society, respectively.

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

Annual Dues
501. The Executive Committee shall levy the Full, Associate, and Affiliate Member dues required for operating the Chapter. Any proposal by the Executive Committee 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 Committee shall vote on the proposal. An affirmative vote by three-fourths (3/4) of the entire voting membership of the Executive Committee 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.
506. The annual Chapter dues for each Full Member shall be $75 dollars.
507. The annual Chapter dues for each Associate Member shall be $75 dollars.
508. The annual Chapter dues for each Affiliate Member shall be $75 dollars.

Relocation
509. 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
510. 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
511. Full, Associate, and Affiliate Members may hold concurrent membership in more than one chapter provided applicable dues to each chapter are paid.

Delinquency
512. 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
513. The Executive Committee may levy special assessments for specific purposes. Any proposal by the Executive Committee 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 Committee shall vote on the proposal. An affirmative vote by three-fourths (3/4) of the entire voting membership of the Executive Committee shall be required for adoption.

Article 6. Sections

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 Committee of the Chapter.

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

Designation
603. The official designation of a section shall be the *"…" Section of the Minnesota 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, Minnesota Chapter, ASLA*, 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 Committee.

Elections
605. Section chairs, and such other section officers as deemed necessary and appropriate by the Chapter Executive Committee, 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 Committee 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

701. The Executive Committee 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.

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.

703. Student Chapter President(s) shall be an ex-officio member(s) of the Chapter Executive Committee.

704. The Chapter shall be responsible for coordination with national Headquarters and with other ASLA Chapters' Student competitions, exchange programs, et cetera; if and when initiated.

705. The Director of Education and Professional Development or the Chapter President shall coordinate with the Chair of accredited or endorsed programs in the Chapter area on the selection of the ASLA student honor and merit awards. The Chapter shall participate in the selection of the recipients of these awards. The ASLA Student award winners may submit work for the exhibit at the Society's annual Meeting.

Designation
706. The official designation of a student chapter shall be the *Minnesota 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, *Minnesota 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
707. The Constitution and Bylaws of a student chapter, and any amendments thereto, shall be subject to approval by the Chapter Executive Committee and its partnering educational institution.

Dues and Funds
708. 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
709. 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.

Unprofessional Conduct
710. Any Fellow, Member, Associate Member, of Affiliate Member of the Chapter shall be guilty of unprofessional conduct if: the Society's code of Professional ethics is violated; the

Society's or Chapter's Constitution and Bylaws are violated; or the laws regulating the practice of Landscape Architecture are violated.

711. Any charges preferred against a Fellow, Member, Associate, or Affiliate shall be submitted in writing to the president of the Chapter who shall present the charges to the Executive committee for their investigation and consideration. The accused shall be given a fair opportunity to hear the charges and to present a defense against them. If the executive committee's findings uphold the charges, their report shall be forwarded to the board of Trustees for their adjudication in accordance with the Society's Bylaws. If the Executive Committee's findings do not uphold the charges, their report shall be sent to the person or persons who preferred the charges.

712. Correspondence, investigations, findings and other proceedings relating to cases of unprofessional conduct shall be handled in a confidential manner.

Chapter Responsibilities
713. The Executive Committee 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.

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

715. The Chapter awards program chair or the Director of Education and Professional Development 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
716. 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
717. The Executive Committee of the Society may revoke of a student chapter charters on the recommendation of the sponsoring Chapter Executive Committee 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 Committee and Elections

Executive Committee
801. Administration of the Chapter is vested in the Executive Committee. The Executive Committee 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 Committee vacancies occurring during term; designate nonvoting members of the Executive Committee; 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 committee 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.

Failure to Act
802. The Executive Committee 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 Committee 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 Committee 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 Committee 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 Committee; call special meetings of the Chapter; preside at meetings of the Chapter and the Executive Committee; represent and act for the Chapter as directed by the Executive Committee and consistent with the policies of the Society as established by the Board of Trustees; in consultation with the Executive Committee, appoint the chairs and members of standing committees, other 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 Committee; 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 Committee.

806. The president shall be a Full Member elected for a term of one (1) year.

Acting President
807. Should the president through illness, injury, or other cause become temporarily unable to perform the duties of the office of president, the president-elect, 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 Committee 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 Committee if the designation is made by the Executive Committee.

President-Elect
808. The president-elect shall: in consultation with the Executive Committee, 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 Committee; 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.

809. The president-elect shall be a Full Member elected for a term of one (1) year.

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 Committee; 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; and shall be charged by the Executive Committee to preside over the Chapter's political activities; recruit members to act on political issues, develop and review policies for political activity and present those policies to the Executive Committee for approval; report to the Executive Committee on those activities; provide a report of the committee activities; act as a liaison or appoint a liaison between MASLA and the State Licensure board; and perform such other duties as may be assigned by the Executive Committee.

811. The immediate past president shall be a Full Member elected for a term of one (1) year.

Directors
812. The directors shall: be charged by the Executive Committee to preside over one or two areas of interest or specific programs; recruit members to form subcommittees to develop and implement those programs or projects; report to the Executive Committee on assigned programs on projects; 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 Committee; 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 Committee; and perform such other duties as are customary for the office of chapter director or as may be assigned or delegated by the president.

813. The Directors shall be Full or Associate Members elected for terms of two (2) years. Directors include Director of Programs, Director of Public Relations, Director of Education and Professional Development, Director of Communications, and two Co-Directors of Awards and Banquet. On even years, the election ballot shall include the Director of Communication, Director of Programs, Director of Education and Professional Development, a Co-director of Awards and Banquet. Elections held in odd years shall include candidates for the Director of Public Relations and a Co-director of Awards and Banquet.

Director of Education and Professional Development
813.1 The Director of Education and Professional Development shall organize and oversee a subcommittee to: coordinate charrettes and open houses with the University of Minnesota College of Design; organize annual student awards program; assist with coordination of mentor program; coordinate the exchange of information and research between private, public and academic practitioners; inform the Chapter of initiatives that the Society is pursuing pertinent to education; coordinate the registration examination preparation course; and facilitate continuing education opportunities for members.

Director of Programs
813.2 The Director of Programs shall organize and oversee a subcommittee to: organize special events; establish a calendar and submit for approval at the first meeting of each new Executive Committee coordinate program announcements and subject matter with Publications Committee; coordinate programs with other professional societies.

Director of Communications
813.3 The Director of Communications shall organize and oversee a subcommittee to: coordinate publication of newsletter(s) and other regularly distributed publications; recommend newsletter editor to Executive Committee for approval; select guest editors; coordinate policies regarding newsletter budget, format, content, and frequency; coordinate special publications such as directories; special mailings posters, etc.; maintain a current archive; update the Chapter handbook; establish and maintain connections with other local professional publications; coordinate and oversee the Chapter website.

Director of Public Relations
813.4 The Director of Public Relations shall organize and oversee a subcommittee to: work to promote the chapter, events, and members to local members of the media by utilizing the resources provided online in the Chapter Operations Workbook; should be very familiar with their State Media lists, and actively reach out to members of the media included on that list to build and foster existing relationships. Duties may include, but are not limited to, alerting and/or inviting local press to chapter events including awards galas, National Landscape Architecture Month events, and induction of new officers. The committee shall also seek out relevant member projects and events that could garner local media coverage and actively promote these events. The PR committee is also responsible for encouraging members to become involved in their local communities, including utilizing local ACE Mentor program opportunities. The PR committee shall also actively work with their national contact - the PR Coordinator at the Society, when planning and executing PR events establish and maintain connections with other local professional organizations; coordinate publicity for chapter and professional activities; organize exhibit including display and volunteer staff schedule for expositions at pertinent conventions and meetings.

Director of Awards and Banquet
813.5 The Co-Directors of Awards & Banquet shall organize and oversee a subcommittee to: establish a calendar and procedures for activities associated with chapter awards; implement those procedures; including soliciting award submittals; assembling a jury for

judging award submittals including professional, service and student awards; and disseminating awards; and coordinate the annual banquet.

Secretary
814. The secretary shall: maintain a record of the proceedings of the business meetings of the Chapter and the Executive Committee; maintain Chapter archives; prepare and issue all notices of the meetings of the Chapter and the Executive Committee; 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.

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

Treasurer
816. 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 Committee; keep the accounts of the Chapter that shall be open at all times to inspection by the Executive Committee; present quarterly reports on the financial condition of the Chapter and year-end financial statements to the Executive Committee and to the membership through the newsletter or other available media; and perform such other duties as are customary for the office of chapter treasurer or as may be assigned or delegated by the president.

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

Fellow Representative
818. The fellow appointed to serve on the Executive Committee shall: act as liaison between the Fellows and the Executive Committee; advise the Executive Committee on policy issues; recommend potential candidates for Fellowship; inform the Executive committee of Fellows' activities and issues; and perform such other duties as may be assigned by the Executive Committee.

Nonvoting Members of the Executive Committee
819. Nonvoting members of the Executive Committee shall include the student chapter presidents and such other persons as determined necessary and appropriate by the Executive Committee.

Elections
Annual Elections
820. Chapter annual elections shall be complete and the Society shall be notified of the results at least thirty (30) days prior to the annual meeting of the Society.

821. At least one-hundred-and-fifty (150) days prior to the annual meeting of the Society, the secretary shall issue a call to the Chapter membership for potential nominees for open Executive Committee positions. The call for potential nominees shall include a current Executive Committee roster with term inception and expiration dates; the duties of each position for which potential nominees are being sought; and the closing date for submissions.

822. The Nominating Committee shall meet thirty (30) days after the call for potential nominees is issued to consider the suggestions received and to prepare a slate consisting of two (2) nominees for each open position.

823. At least ninety (90) days prior to the annual meeting of the Society, the completed slate, with acceptance received from each nominee, shall be provided to the president. The president shall present the slate of nominees to the Executive Committee for approval.

824. At least sixty (60) days prior to the annual meeting of the Society, the secretary shall provide election ballots to the Full and Associate Members of the Chapter in good professional standing. Ballots shall contain the names of the nominees and a space for a write-in candidate for each open position; instructions for voting; and the date and time voting will close.

825. The closing date and time for voting shall be no later than thirty (30) days from the date the ballots are provided. Ballots received after the closing date and time for voting shall not be counted. 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 Committee shall elect one of the nominees to the position by a majority vote of the full voting membership of the Executive Committee.

826. During the period of balloting, the secretary shall store the ballots unopened in a secure space. As soon as possible, but no less than seven (7) days after the closing date and time for voting, the Tellers Committee shall count the ballots, verify the election, and forward a confidential, written tabulation of the results over the signature of the committee chair to the president and secretary of the Chapter. The results shall be kept confidential until released by the president for publication by the Chapter. All ballots shall be secured until the secretary is directed by the president in writing to destroy the ballots.

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

<u>Vacancies and Special Elections</u>
828. The Society shall be notified when vacancies occur in Chapter offices and when such vacancies are filled.

829. 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 Committee 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 Committee.

830. If vacancies occur subsequent to an election, but prior to the assumption of office, the Chapter shall conduct a special election to fill the vacancy.

831. The Nominating Committee shall prepare a special election slate consisting of two (2) nominees for each vacancy. The completed slate, with acceptance received from each nominee, shall be provided to the president. The president shall present the slate of nominees to the Executive Committee for approval.

832. The secretary shall provide election ballots to the Full and Associate Members of the Chapter in good professional standing. Ballots shall contain the names of the nominees and

a space for a write-in candidate for each vacancy; instructions for voting; and the date and time voting will close.

833. The closing date and time for voting shall be no later than thirty (30) days from the date the ballots are provided. Ballots received after the closing date and time for voting shall not be counted. Nominees receiving the highest number of votes for each vacancy shall be elected. If there is a tie in the number of votes cast, the Executive Committee shall elect one of the nominees to fill the vacancy by a majority vote of the full voting membership of the Executive Committee.

834. During the period of balloting, the secretary shall store the ballots, unopened, in a secure space. As soon as possible, but no less than seven (7) days after the closing date and time for voting, the Tellers Committee shall count the ballots, verify the election, and forward a confidential, written tabulation of the results over the signature of the committee chair to the president and secretary of the Chapter. The results shall be kept confidential until released by the president for publication by the Chapter. All ballots shall be secured until the secretary is directed by the president in writing to destroy the ballots.

835. When filling vacancies, officers and other members of the Executive Committee shall assume office upon notification from the Chapter President and shall hold office until their successors are installed. Installation generally takes place at the termination of the ASLA national meeting.

Article 9. Committees

Terms
901. Terms of service for chairs and members of committees other than those represented by Directors on the Executive Committee (Article 8 section 812) 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 commence at the time assigned by the president and expire concurrently with the term of the president making the appointment.

Appointments
903. In consultation with the Executive Committee, the president shall appoint the chairs and members of ad hoc committees, and any special study groups or task forces.

904. In consultation with the Executive Committee, the president-elect or -designate shall select for appointment when he or she assumes office as president the chairs and members of ad hoc committees, and any special study groups or task forces.

905. The members of standing committees and chairs and members of 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.

Standing Committees

Nominating Committee

908. 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 Nominating Committee shall prepare a slate of two (2) nominees for each chapter office to be filled by election.

Tellers Committee

909. There shall be a Tellers Committee composed of three (3) Chapter Members, two of whom shall be Full Members. The Tellers Committee shall count and verify election ballots and other confidential ballots of the professional membership and Executive Committee of the Chapter. Confidential, written tabulations of ballot results shall be forwarded over the signature of the committee chair to the president and secretary of the Chapter. *This committee is null and void if elections are conducted via electronic voting service.*

Constitution and Bylaws Committee

910. There shall be a Constitution and Bylaws Committee composed of three (3) Full or Associate Members of the Chapter, of whom one shall be the secretary. The committee shall 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.

911. 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.

Audit Committee

912. 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 or current members of the Executive Committee. The Audit Committee shall perform an annual audit of the Chapter accounts as specified in Section 1105 of the Bylaws and report its findings to the Executive Committee within one-hundred-and-twenty (120) days of the close of the financial year.

Committee on Education and Professional Development

913. The committee on Education, under the guidance of the Director of Education and Professional Development, shall: coordinate charrettes and open houses with the University of Minnesota College of Design; organize annual student awards program; assist with coordination of mentor program; coordinate the exchange of information and research between private, public and academic practitioners; inform the Chapter of initiatives that the Society is pursuing pertinent to education; coordinate the registration examination preparation course; and facilitate continuing education opportunities for members.

Programs Committee

914. The programs committee, under the guidance of the Director of Programs, shall: organize special events; establish a calendar and submit for approval at the first meeting of each new Executive Committee coordinate program announcements and subject matter with Publications Committee; coordinate programs with other professional societies.

Committee on Communications

915. The committee on communications, under the guidance of the Director of Communications, shall: coordinate publication of newsletter(s) and other regularly distributed publications; recommend newsletter editor to Executive Committee for approval;

select guest editors; coordinate policies regarding newsletter budget, format, content, and frequency; coordinate special publications such as directories; special mailings posters, etc.; maintain a current archive; update the Chapter handbook; establish and maintain connections with other local professional publications; coordinate and oversee the Chapter website.

Public Relations Committee
916. The public relations committee, under the guidance of the Director of Public Relations, will work to promote the chapter, events, and members to local members of the media by utilizing the resources provided online in the Chapter Operations Workbook; should be very familiar with their State Media lists, and actively reach out to members of the media included on that list to build and foster existing relationships. Duties may include, but are not limited to, alerting and/or inviting local press to chapter events including awards galas, National Landscape Architecture Month events, and induction of new officers. The committee shall also seek out relevant member projects and events that could garner local media coverage and actively promote these events. The PR committee is also responsible for encouraging members to become involved in their local communities, including utilizing local ACE Mentor program opportunities. The PR committee shall also actively work with their national contact - the PR Coordinator at the Society, when planning and executing PR events establish and maintain connections with other local professional organizations; coordinate publicity for chapter and professional activities; organize exhibit including display and volunteer staff schedule for expositions at pertinent conventions and meetings.

Awards and Banquet Committee
917. The awards and banquet committee, under the direction of the Co-Directors of Awards & Banquet, shall: establish a calendar and procedures for activities associated with chapter awards; implement those procedures; including soliciting award submittals; assembling a jury for judging award submittals including professional, service and student awards; and disseminating awards; and coordinate the annual banquet.

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 Committee, and any sections of the Chapter.

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

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 Committee.

Regular Meetings of the Executive Committee
1004. The Executive Committee shall meet at the time of the annual meeting of the Chapter. Additional meetings of the Executive Committee 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 Committee
1005. Officers may submit written petitions to the president for special meetings of the Executive Committee. The president shall put such requests to a vote of the Executive Committee. Special meetings shall be held on an affirmative vote by two-thirds (2/3) of the entire voting membership of the Executive Committee.

Meeting Chair
1006. The president shall preside at all meetings of the Chapter and the Executive Committee. The president-elect, 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
1007. Members unable to attend a meeting of the Executive Committee shall give written proxy for that meeting to another member of the Executive Committee.

Quorum
1008. More than one-half (1/2) of the entire voting membership of the Executive Committee present in person shall constitute a quorum for the transaction of business by the Executive Committee. Proxies shall not be considered in the establishment of a quorum.

Votes and Ballots
1009. All motions committing the Chapter to any policy or action shall be put to a vote of the Executive Committee 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.

1010. The closing date and time for votes of the Executive Committee 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.

1011. Executive Committee votes 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 Committee.

1012. Special election and other confidential votes of the Executive Committee 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 Committee.

1013. The Tellers Committee shall count and verify election ballots and other confidential ballots of the professional membership of the Chapter. Confidential, written tabulations of ballot results shall be forwarded over the signature of the committee chair to the president and secretary of the Chapter. The results shall be kept confidential until released by the president for publication by the Chapter.

Reports
1014. The Executive Committee 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. Such report shall be administered by the individual serving as President during

the year being reported. Report shall be published to the Chapter and to the Society for record.

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 Committee.

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., onetime, 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 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 Committee.

Bank Accounts
1104. Such officers or agents of the Chapter as shall from time to time be designated by the Executive Committee 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 Committee and such officers or agents as from time to time shall be authorized by the Executive Committee 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 Committee until written notice of the revocation of the authority of such officers or agents by the Executive Committee 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 Committee 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 Committee, 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 Committee 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 (1st) day of November and end on the next thirty-first (31st) day of October.

Article 12. Amendments

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

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 Committee.

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 Committee.

1204. At least ten (10) days prior to the scheduled meeting of the Executive Committee, 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 Committee 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 Committee shall be required for adoption.

Article 13. Disbandment

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 he 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 MASLA Executive Committee on March 6, 2008