

**CONSTITUTION AND BYLAWS**  
**of the**  
**COLORADO SECTION**  
**OF THE**  
**AMERICAN SOCIETY OF CIVIL ENGINEERS**

**Adopted December 19, 1908**  
**Amended and Revised May 30, 1992**  
**Revised January 23, 2002**  
**Amended and Revised July 23, 2005**

CONSTITUTION

ARTICLE I - Name, Location and Objectives

Section 1. The name of this association shall be the Colorado Section of the American Society of Civil Engineers, hereafter referred to as the Section.

**Now Article 1.1**

Section 2. The headquarters office of the Section shall be located in the metropolitan area of Denver. The headquarters of each subsidiary organization of the Section shall be as approved by the Executive Committee of the Section.

**Now Article 2.1**

Section 3. The objective of the Section shall be the advancement of the science and profession of engineering, in a manner consistent with the objectives of the American Society of Civil Engineers.

**Now Article 1.2**

Section 4. In the pursuit of the objectives, neither the Section nor its subsidiaries shall operate in conflict with the Constitution, Bylaws or Rules of Policy and Procedure of the American Society of Civil Engineers, where applicable.

**Now Article 1.3**

ARTICLE II - Membership

Section 1. The membership of this Section shall be restricted to members of any grade of the Society who reside in the State of Colorado. Such will be deemed to be Assigned Members of this Section on the basis of their address of record with the Society.

**Now Article 2.1**

Section 2. Each Assigned Member, upon subscribing to the Constitution and Bylaws of this Section by payment of current year, local section dues, shall be a Voting Member of this Section with the privilege of taking part in the governance of the Section. Although

Student Members do not pay local section dues, they enjoy all member privileges except voting rights. Life Members do not pay dues but have all member privileges.

**Now Article 2.2. Part on Life members moved to Article 4.2**

### ARTICLE III - Dues

Section 1. The annual dues are payable at the same time as the ASCE national dues. The Section dues amount is specified in the Bylaws.

**Now Article 4.1**

Section 2. Honorary and Life Members of the Society and of this Section shall have all the privileges of Voting Members of this Section and shall be exempt from Section dues.

**Now Article 4.2**

### ARTICLE IV - Officers and Duties

Section 1. The officers of this Section shall be a President, a Vice President, a Secretary, a Treasurer, elected Chairs of active Technical Groups, an Assistant to the President, and an Assistant to the Secretary. These officers shall be elected as provided in the Bylaws, except that the Assistant to the President and the Assistant to the Secretary shall be appointed as provided in the Bylaws and shall be Members at any grade of the American Society of Civil Engineers. Chairs of Technical Groups are elected in open Technical Group meetings as provided in the Bylaws.

**Now Article 6.1.**

(a) The Executive Committee, in which the governance of the Section shall be vested, shall consist of the regularly elected officers, the most recent Past President residing in the jurisdiction of the Section, the President of each of the Branches or their appointed representative, and the President of the Section Younger Member Group or their appointed representative. The Branch representatives and the President of the Section Younger Member Group will have full voting rights on the Executive Committee, but will be ex officio. The Assistant to the President and the Assistant to the Secretary are not voting members of the Executive Committee. In order for a Technical Group Chair to be a member of the Executive Committee, the Group must have held at least four meetings during the previous Section Year, beginning in October and ending the following September.

**Now Article 6.2 Dates changed to align with the Section year going from September to May. We have removed the “ex officio” status from the president of the YMG.**

(b) The Executive Committee shall manage the affairs of the Section in accordance with the laws under which the Section is organized and with the provisions of the Constitution. Thus, the Executive Committee has the principal responsibilities of developing policy, authorizing all financial expenditures, scheduling meetings, sponsoring symposia and conferences, and generally directing the business of the Section. A majority of the

Executive Committee members attending a meeting shall constitute a quorum provided that a majority is not less than three.

Now Article 6.3. Due to the size of our Executive Committee (>12) the reference to “three” seems irrelevant, so it has been removed.

Section 2. The term of office of the President, Vice President, Secretary, Chairs of active Technical Groups, Assistant to the President, and Assistant to the Secretary shall be one year. The term of office of the Treasurer shall be two years. This term shall begin on the first day of October and shall continue for the period above mentioned, or until a successor is duly selected. The fiscal year shall be as prescribed in the Bylaws.

Now Article 6.4

Section 3. In the event of a vacancy in the office of President, the Vice President shall succeed to that office. Vacancies in the offices of Vice President, Secretary or Treasurer shall be filled by the Executive Committee. Vacancies in the offices of Technical Group Chairs will be determined by special Technical Group elections or, if a Vice Chair is in place, he or she will succeed in the office. Vacancies in the offices of Assistant to the President and Assistant to the Secretary shall be filled by the President and Secretary, respectively, making new selection from among the members in accordance with the Bylaws.

Now Article 6.5

(a) All vacancies filled shall be for the remaining term. A Vice President, succeeding to the office of President, shall have the privilege of being a candidate for that office at the next election.

Now Article 6.5

Section 4. The duties of the President shall be to conduct the business of the Section with the elected officers as approved by the Executive Committee.

Now Article 6.6(a). We have removed the second half of the sentence referring to “as approved by the Executive Committee.”

(a) The duties of the Vice President shall be to provide leadership for the Student Chapter Affairs Committee, to represent the Section as assigned by the Executive Committee, and to prepare the Annual Report to the Society and the Yearbook of the Section.

Now Article 6.6(b). Audit Committee appointment added and Yearbook removed.

(b) The duties of the Secretary shall be the preparation of official minutes of all meetings of the Section and the Executive Committee; he or she shall be responsible for internal communication between Section and membership and shall assist in administrative management of all meetings of the Section.

Now Article 6.6(c)

(c) The duties of the Treasurer shall be to receive, record and account for income and to pay out, record and account for all approved expenses of the Section; he or she shall prepare the financial part of the Annual Report to the Society for use of the Vice President; he or she shall be responsible for the accounts of the Section and subject to audit as prescribed in the Bylaws of this Section.

Now Article 6.6(d)

(d) The duties of the Assistant to the President shall be to serve the interests of the Associate Members and Younger Members and to assist the President in the discharge of his or her duties.

Now Article 6.6(e). Suggest removing “to serve the interests of the Associate Members and Younger Members and”

(e) The duty of the Assistant to the Secretary shall be to assist the Secretary in the discharge of his or her duties.

Now Article 6.6(f)

## ARTICLE V - Meetings

Section 1. The Annual Meeting of the Section shall be held in August or as the Executive Committee may decide.

Now Article 8.1 We have changed August to October which is the time we bring in the new officers and is the closest thing we have to an “annual meeting”.

Section 2. Other meetings shall be held at such times as provided in the Bylaws and at such places as may be appointed from time to time by the Executive Committee.

Now Article 8.2

## ARTICLE VI - Affiliation with Other Engineering Organizations

Section 1. The Section may, with the consent of the Board of Direction of the American Society of Civil Engineers, affiliate with other engineering and technical organizations to further the interests of the engineering profession.

Now Article 9.5

Section 2. To effect such affiliation, a proposal shall be submitted at a regular meeting and voted upon at a subsequent meeting. A majority affirmative vote of the members present at the second meeting shall make such affiliation effective, subject to the Board of Direction's approval.

Now Article 9.5.1

## ARTICLE VII - Committees and Technical Groups

Section 1. The Executive Committee shall select committees, the number and classifications to be at its discretion, to which it shall appoint a chair and two or more members to constitute each committee. The Executive Committee may appoint special committees or change the personnel of any committee at any time for any cause. The announcement of the chair for the standing committees shall be made on or before the Annual Meeting of the Section. The standing committees shall be as named in the Bylaws.

Now Article 9.1 Slight wording change to include standing and task committees.

Section 2. On petition of at least 20 Voting Members the Executive Committee shall approve the organization of a Technical Group of the Section for the consideration of engineering or scientific subjects related to the Technical Divisions of the Society, and subject to approval of the Board of Direction of the Society.

Now Article 9.2

Section 3. For regular meetings of the Section the President shall ask for the Technical Groups' assistance in developing programs. The Executive Committee decides when plenary Section meetings will take place.

Now Article 9.3

#### ARTICLE VIII - Bylaws

Section 1. The Bylaws of the Section shall be for the guidance of the officers and members and may be changed in accordance with the Bylaws of this Section and shall become effective upon approval of the Board of Direction of the Society.

This article has been removed since it is not included in the Model.

#### ARTICLE IX - Amendments

Section 1. This Constitution may be amended only by the following procedure:

(a) A proposed amendment or amendments shall be voted upon by letter ballot presented to the Voting Members of this Section.

Now Article 11.1(a) We have added "or electronic" in relation to the ballot. It has been suggested by the ASCE legal counsel that we should require 10 voting members to support an amendment or amendments to the Constitution before putting it to the vote.

(b) It shall receive an affirmative vote of not less than two-thirds of the Voting Members of the Section casting ballots.

Now Article 11.1(b)

(c) To become effective it shall receive approval by the ASCE Board of Direction or standing committee designated by the Board of Direction.

Now Article 11.1(c)

Section 2. A proposed amendment shall have the signatures of ten Voting Members of

the Section and shall be promptly presented thereafter at the next regular meeting of the Section.

Now Article 11.2

(a) Within ten days after presentation at a regular meeting of the Section, the Secretary shall issue a letter ballot and a copy of the proposed amendment or amendments to all Voting Members setting a date three weeks thereafter for canvassing the ballots. If approved by the Section, the Secretary shall immediately forward the required information in the form needed for the consideration and approval of the Board of Direction of the Society.

Now Article 11.2(a)

#### ARTICLE X - Miscellaneous Provisions

Section 1. No part of the net earnings of the Section shall inure to the benefit of any private shareholder or individual and no substantial part of the activities of the Section shall be carrying on propaganda, or otherwise attempting to influence legislation, and the Section shall not participate in, or intervene in (including publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

Now spread between Articles 10.1 and 10.2. Wording of Article 10 mandated by the Society Model.

Section 2. Upon dissolution of the Section, the assets remaining after the payment of the debts of the Section shall be distributed to such corporation, community chest, fund or foundation, organized and operated exclusively for religious, charitable, scientific, testing for public safety, literary, or educational purposes, or for the prevention of cruelty to children or animals, which would then qualify under the provisions of Section 501(c) (3) of the Internal Revenue Code, as they now exist or as they may hereafter be amended, as the Executive Committee shall have designated and in the absence of such designation, they shall be conveyed to the American Society of Civil Engineers.

Now Article 10.4. Wording of Article 10 mandated by the Society Model.

## BYLAWS

### ARTICLE I - Selection and Election of Officers

Section 1. The President shall appoint a Nominating Committee consisting of a designated chair and four additional members all of whom shall be Voting Members of the Section residing in the jurisdiction of the Section. This committee shall nominate one or more qualified members of the Section for the offices of President and Vice President and two or more qualified members of the Section for the office of Secretary. At the appropriate time for the election of a Treasurer, the committee shall nominate two or more qualified members of the Section for the office of Treasurer. Chairs, Vice Chairs, and Secretary/Treasurers of Technical Groups are elected in scheduled Technical Group meetings.

We have had difficulty finding two candidates for Secretary over the years, so we have brought that into line with the other senior officers in needing only “one or more qualified members...”

Section 2. The Nominating Committee shall certify its nominations to the Secretary' at least two weeks prior to the May meeting of the Section. The report of the Nominating Committee shall be included with a notice to the membership of the May meeting of the Section. Additional nominations may be made by the membership until the close of the business session of the May meeting, provided that such nominations are submitted to the Secretary in writing and bear the signed endorsement of not less than five Voting Members of the Section.

Section 3. The Secretary shall, as soon as practicable thereafter, send out a letter ballot containing the names of all nominated candidates and also containing a blank space in which the names of other candidates may be written. Said ballots shall be canvassed in June. The candidate receiving the highest number of votes for each office shall be declared elected. The Secretary shall immediately notify the Society of the officers selected. Officers elected shall be installed at the meeting in September and assume office on the first day in October. The Assistant to the President shall be designated by the President from among the members of the Section. The Assistant to the Secretary shall be designated by the Secretary from among the members of the Section.

Added “or electronic” in relation to the ballot. Removed, “and also containing a blank space in which the names of other candidates may be written.” It is now made clear that the Assistants to the Secretary and President are optional appointments.

Section 4. There shall be no restriction as to grade in nomination of candidates for office in the Section except that the President shall be of Member grade or higher in the Society and the term of his or her office shall be limited to one year or as prescribed by Article IV of the Constitution of the Section.

Remove “and the term of his or her office shall be limited to one year or as prescribed by Article IV of the Constitution of the Section” since this is mentioned in the Constitution.

Section 5. When the Section has the opportunity and responsibility to nominate candidates for National Society offices of the American Society of Civil Engineers to include but not restricted to District Director, Zone Vice President and members of Professional and Technical Committees and Divisions, the Nominating Committee shall canvass the membership, consider eligible candidates and submit names of one or more nominees to the Executive Committee. The Executive Committee may select one or more nominees to be certified to the National Society office or, at their discretion, may submit a slate of nominees to a vote by letter ballot by all Voting Members of the Section prior to certification to the National Society office.

Add “Region 7 Governors” and remove “National”.

## ARTICLE II - Quorum and Amendments

Section 1. Twenty Voting Members shall constitute a quorum for the transaction of business.

Section 2. A two-thirds majority of the Voting Members present shall be required to amend these Bylaws at any regular meeting, subject to final approval of the ASCE Board of Direction or standing committee designated by the Board of Direction.

## ARTICLE III - Meetings

Regular meetings shall be held each month, except July and August, or as directed by the Executive Committee of the Section.

This has been broken into two sections. Section 1 is as above with the revision “except June, July and August” and Section 2 defines the dates of the Section Fiscal Year.

## ARTICLE IV - Dues

Annual local section dues for defraying the general expenses of the Section shall be twenty dollars per annum for each Fellow, Member, Associate Member, and Affiliate Member. Student Members shall pay no local dues. Dues for the ensuing calendar year shall be due and payable in January.

Add “Distinguished, Life and Student Members shall pay no local dues.”

## ARTICLE V - Notice of Meetings

The Secretary shall publish notice of regular meetings to the membership at least five days before the meetings are held. The meetings are announced in the Section's Newsletter, which is freely available to all members on the Section web site.

## ARTICLE VI - Order of Business

The order of business shall be that prescribed by the presiding officer.

## ARTICLE VII - Guests

Any member of the American Society of Civil Engineers who is not a Voting Member of this Section shall have the privilege of attending meetings. Any member of the Section may invite one or more guests.

## ARTICLE VIII - Representation of Section in Affiliated Engineering Organizations

Members who represent the Section in any engineering or technical organization with which it may be affiliated, shall be appointed by the Executive Committee of the Section.

## ARTICLE IX - Management

Section 1. An Audit Committee shall be appointed by the president-Elect prior to the Annual Meeting. The Treasurer shall close the accounts at the end of September and prepare them for audit. The audit shall be completed and report submitted at the October meeting. The turnover of office shall be effective on the first day of October.

Change “president-Elect” to “Vice President”

Section 2. The Standing Committees shall be Auxiliary, Awards, Constitution and Bylaws, History and Heritage, Membership and Dues, Newsletter, Nominating, Public Affairs, and Student Affairs.

Remove “Auxiliary”

Section 3. Communication with the membership shall be through the Section Newsletter or as directed by the Executive Committee of the Section.

Section 4. The Section shall obtain satisfactory security for the faithful performance of the Secretary and the Treasurer.

This clause has been removed since it implies that the Secretary and Treasurer may need to pay a bond of some sort as collateral against his/her performance which seems unreasonable.