

# NWT ASSOCIATION OF LANDSCAPE ARCHITECTS

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## CONSTITUTION

### 1. **NAME**

The name of the organization shall be the "NWT Association of Landscape Architects" (hereinafter referred to as the "Association").

### 2. **CODE OF ETHICS**

A Code of Ethics has been established to provide guidance and maintain standards for all members within the Association. The Code of Ethics will form part of the Regulations of the Association.

### 3. **OBJECTIVES**

- a) To provide an opportunity to discuss design and landscape issues with landscape architects and other design professions;
- b) To promote improved landscape development throughout the Northwest Territories through fostering public, government and industry interests in landscape architecture;
- c) To provide professional representation for all matters affecting the practice of Landscape Architecture in the Northwest Territories;
- d) To provide a link to components of the Canadian Society of Landscape Architects and other landscape architectural associations;
- e) To provide a Northwest Territories base for education and information concerning landscape architecture. In this regard, the Association may act as trustee for scholarships, endowments, or trusts of philanthropic nature; and,
- f) To promote the profession of landscape architecture.

### 4. **LOCATION**

The operations of the Association are to be chiefly carried out in Yellowknife, Northwest Territories, Canada.

# NWT ASSOCIATION OF LANDSCAPE ARCHITECTS

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BY-LAWS  
(96-04-17)

## 1. INTERPRETATION

### I Definitions

In this by-law and all other by-laws and resolutions of the NWT Association of Landscape Architects:

- a) "Association" means the NWT Association of Landscape Architects;
- b) "Board" means the Board of Directors for the Association;
- c) "Member" means a member of the Association.

## 2. MEMBERSHIP

### I. Membership Categories

- 1) **LANDSCAPE ARCHITECTS** in the Association shall be persons who:
  - 1) have been an Associate member of the Association for two (2) years, prior to making application,
  - 2) produce documentation satisfactory to the Examining Board that shows that the applicant has obtained an undergraduate or graduate degree in landscape architecture from an accredited programme of landscape architecture, or the Examining Board is satisfied that the applicant's qualifications are substantially equivalent to an undergraduate or graduate degree in landscape architecture from a recognized programme of landscape architecture,
  - 3) produce documentation satisfactory to the Examining Board that shows that the applicant has substantially earned a living from practising landscape architecture and have work experience of not less than three (3) years,
  - 4) have been endorsed by two (2) Landscape Architects of the Canadian Society of Landscape Architects (CSLA). Each endorser shall provide personal letters certifying that s/he personally knows the candidate and vouches for his/her character, methods of practise, and professional accomplishments,
  - 5) agree to comply with the by-laws, Code of Ethics and Regulations of the Association,
  - 6) have passed an examination with the Examining Board, or
  - 7) notwithstanding other membership requirements, members of CSLA component

organizations will upon payment of Association dues and subject to examination requirements, be accepted for full membership to the Association.

- 2) **ASSOCIATES** shall be persons who are in the process of obtaining the work experience required for registration and are landscape architects in training. Associates shall be persons who:
  - 1) have obtained a university degree in landscape architecture from a recognized programme of landscape architecture, or have at least a post-secondary diploma and have been actively engaged in the practice of landscape architecture for not less than three (3) years over a period of time determined by the Examining Board. They shall submit examples of work and pass an examination set by the Examining Board of the Association,
  - 2) have been endorsed by one (1) Landscape Architect of the Association.
  - 3) after four years of being an Associate, the Associate must reapply to retain Associate membership status.
  
- 3) **AFFILIATES** shall include: Student Affiliates; Friends of the Association; and, Honourary members.
  - 1) Student Affiliates shall be persons who are actively pursuing their studies toward a university degree in landscape architecture from a recognized program of landscape architecture.
  - 2) Friends of the Association shall be persons who are interested in the profession of landscape architecture but who do not necessarily hold a degree in landscape architecture. Educators, architects, engineers, planners, and other persons of the design professions; or horticulturists, ecologists, botanists, and other persons of the natural arts and sciences; or government officials concerned with the use and administration of open space; or managers concerned with the management of landscape architects or open space; or other associations, government agencies and business will all be encouraged to join the Association as Friends.
  - 3) Honourary Members shall be distinguished persons whom the Association wishes to honour. Nomination of Honourary members shall be made by the Board and must be ratified by the majority of the membership.

## II. Rights of Members

Decisions by the members shall be made by consensus whenever possible. Certain items may require votes, which will be governed by the following rules:

- a) Full members shall be the only category of member which shall be allowed to use the title "Landscape Architect", orally or otherwise.

Full Members may:

- attend and take part in any meeting of the Association; and,
- vote on any matter and be elected to any office of the Association; and,
- be elected to committees; and,
- receive all publications that the Association may issue.

b) Associates may:

- attend and take part in any meeting of the Association; and,
- be elected to committees excluding the Examining Board; and,
- vote on any matter excluding By-Laws; and,
- receive all publications that the Association may issue.

c) Affiliates may:

- attend and take part in any meeting of the Association; and,
- be elected to committees excluding the Examining Board; and,
- vote on any matter excluding By-Laws; and,
- receive all publications that the Association may issue.

### **III. Obligations of Members**

- b) Full members and Associates shall practice landscape architecture in accordance with the Canadian Society of Landscape Architects Code of Professional Practice.
- a) Each Full member, Associates, and Affiliates, other than an Honourary member, shall pay an annual membership fee in an amount to be fixed by the members present at the Annual General Meeting. Different membership fees may be established for each category of member.

### **IV. Withdrawal and Expulsion of Members**

- a) The Board may cancel the membership of any member for:
  - misrepresentation of their registration; or,
  - non-conformation with the Code of Ethics; or,
  - non-payment of annual dues or arrears as provided for in Section 6.II.
- b) Any member whose conduct is considered detrimental to the Association may be expelled by a majority vote of the members present at a Special Meeting of the Association.
- c) Any member may withdraw from membership in the Association by notice in writing to the Board or by non-payment of annual dues and fees.

### **3. GOVERNING BODY**

#### **I. Board of Directors**

- a) The Board of Directors shall be the governing body of the Association and shall govern, manage and conduct the affairs of the Association in accordance with the objectives of the Constitution.
- b) There shall be a minimum of four (4) to a maximum of six (6) Directors on the Board, elected in accordance with section 3.III of these by-laws.
- c) The Directors shall have the power to appoint from their own number a Treasurer and a Registrar. Further they have the power to appoint from their own number a Chairperson and a Secretary for each meeting.
- d) The Directors shall be elected for a one year term.
- e) Quorum for Board Meetings shall be four Directors.
- f) The Board shall meet at the call of two or more Directors. All Board members shall be eligible to run for further office upon expiration of their term.
- g) The Board may appoint a salaried staff-person who shall be responsible to the Board.
- h) The Directors shall have the power to appoint any member to fill a vacancy in their numbers and any Director so appointed shall retire from office on the date of the next Annual General Meeting.

#### **II. Duties of Appointed Board Members**

- a) The Treasurer shall prepare and monitor the annual budget, have the custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Association and shall deposit all monies and other valuable effects in the name and to the credit of the Association.
- b) The Registrar shall maintain a register of members of the Association. The Registrar shall enter in the appropriate register:
  - the name of an individual whose registration has been approved by the Examining Board and who has paid the fee prescribed by the by-laws;
  - the business address of that individual, or if that individual has no business address, the residence address; and,
  - other information as directed by the Board.

The Registrar shall delete from the register the name of members whose registration is suspended or cancelled, or voluntarily withdraws.

The Registrar shall keep custody of the register and make available the register for inspection to any person during regular business hours.

- c) The Chairperson appointed during a meeting shall preside over that meeting and perform other duties as may be prescribed by the Board.
- d) The Secretary appointed during a meeting shall act as clerk and prepare a written record of the votes and minutes of all proceedings of the meeting. The custody of the minutes will be kept by the Registrar.

### **III. Elections**

- a) The members shall nominate from their own number a minimum of four (4) to a maximum of six (6) Directors at the Annual General Meeting.
- b) Nominees must be Full members of the Association, except for one (1) Director position, which must be filled by an Associate or Affiliate member.
- c) A Director shall prepare and mail to the last known address of each Full, Associate and Affiliate member ballots for the election of Directors at least 30 days prior to the Annual General Meeting.
- d) Associate and Affiliate members may only vote for the Associate/Affiliate Director. Full members may vote for up to six (6) Directors.
- e) Ballots shall be returned to the Association to arrive by mail at least one (1) day prior to the Annual General Meeting or if delivered by hand at the commencement of the Annual General Meeting.

### **IV. Removal of Directors**

A Board member position shall be declared vacant by removal should a Board member:

- a) be suspended or expelled as a member of the Association;
- b) be removed from office by an Extraordinary Resolution of the members of the Association.

For the purposes of the Association, Extraordinary Resolution shall mean a Resolution passed by unanimous decision of the members who are entitled to vote and are present in person or by written proxy at a General or Special Meeting.

### **4. MEETINGS**

- a) The Annual General Meeting of the Association shall be held between January 31 and April 30 on a date set by the Board, for the purpose of receiving the reports and statements of the Directors appointing auditors, fixing or authorizing the Board to fix the remuneration of the auditors, election of Directors, and for the transaction of such other business as may properly be brought before the meeting.
- b) Notice of the time and place of an Annual General Meeting of members shall be given to each

member ten (10) days prior to the meeting.

- c) Special Meetings of the Association shall be held at the call of three or more Directors. The Special Meeting shall be held within fourteen (14) days of receipt of the demand in writing.
- d) Quorum for the Annual General and Special Meetings shall be one-half (50%) either in person or by written proxy of Landscape Architects.
- e) General meetings may be held once per month at a time and date to be determined at the Annual General Meeting.
- f) Directors present at any meeting shall have the power to appoint from their own number, a Chairperson and a Secretary for each meeting. The Chairperson shall perform the duties as outlined in 3.II.(c). The Secretary appointed for the meeting shall perform the duties as outlined in 3.II.(d).

## **5. FINANCES**

### **I. Borrowing Powers**

- a) The Directors may borrow funds for the current operations of the Association up to one thousand dollars (\$1,000.00).
- b) All disbursements from the bank account shall be made by cheques signed by the Treasurer and one other designated Director.
- c) No single disbursement may exceed one thousand dollars (\$1,000.00) without the approval of the Board.

### **II. Dues and Fees**

- a) A person whose registration or membership has been approved shall pay the current dues and any fees prescribed by the Association to the Association Treasurer or to any person authorized by the Board to accept payment.
- b) The registration of a Landscape Architect who is in default of payment of annual fees, penalties, costs or any other fees, dues or levies payable under these by-laws shall have his or her registration cancelled or suspended.
- c) Payment of dues and fees is due on or before the 28th of February of each year.

### **III. Auditor**

- a) At each Annual General Meeting a financial statement of the preceding year, duly certified by the Directors, shall be available for the inspection of members.
- b) An auditor may be appointed by the members at the Annual General Meeting for preparation

of an audited financial statement.

- c) The fiscal year of the Association shall begin on January 1 and terminate on December 31.

#### **IV. Remuneration of Board and Members**

- a) There will normally be no remuneration of Directors or members.
- b) The remuneration to be paid to the Directors shall be such amounts as from time to time may be determined by an Extraordinary resolution of the Association.

#### **6. EXAMINING BOARD**

- a) There is hereby established the Examining Board consisting of a minimum of three (3) to a maximum of five (5) Full members of the Association, one (1) of whom shall be appointed Chairperson by committee members. At least one (1) member of the Examining Board shall be involved full time in the private sector in the field of landscape architecture in the Northwest Territories; one (1) other member of the Examining Board shall be employed within the public service, practising in the field of landscape architecture on a full time basis in the Northwest Territories; and, one (1) shall be a member serving on the Board of Directors.
- b) The members of the Examining Board shall be appointed by the Board of Directors.
- c) The Examining Board shall meet at the call of the Chairperson.
- d) At least three (3) members shall be required for a meeting of the Examining Board.
- e) The Examining Board shall establish its own rules of operation and procedure. These rules shall be approved by the Board.
- f) The Examining Board will establish a process for reviewing all applications for all classes of membership in the Association, and criteria for evaluating the applications.
- g) The Examining Board shall consider applications from persons to become members of the Association in accordance with these by-laws and may:
  - approve the registration;
  - refuse to approve the registration; or,
  - defer approval until the applicant has completed any further type and term of experience required by the Examining Board.
- h) The Examining Board shall send within fifteen (15) days a written notice of any decision made by it to the applicant.
- i) If the decision made by the Examining Board is to refuse the registration of the applicant, written reasons for the decision shall be sent to the applicant.
- j) The Board will accept/reject recommendations of the Examining Board with respect to granting or revoking membership within thirty (30) days of receiving the recommendation(s).



## **7. MAKING, ALTERING AND RESCINDING BY-LAWS**

- a) By-laws of the Association may be rescinded, altered or added to at the Annual General Meeting or by Extraordinary Resolution of the Society at a Special meeting by the majority of members and not otherwise, but no rescission, alteration or addition shall have any effect until it has been registered by the Registrar of Societies. Notice of the change will be sent out to the members thirty (30) days prior to the meeting.

## **8. KEEPING OF RECORDS**

- a) All books and records of the Association shall be open to inspection of all members at the Annual General Meeting and shall be made available for inspection by any member throughout the year during regular business hours.

## **9. CUSTODY AND USE OF THE SEAL OF THE ASSOCIATION**

- a) The Seal of the Association shall be in such form and design as shall be determined by a vote of two-thirds of all the members of the Board of Directors and shall have the name inscribed thereon.
- b) The Seal of the Association shall be under the control of the Board of Directors and the Registrar shall be responsible for its custody and use.
- c) The Seal of the Association is shown below.