

# GUEST SERVICES ASSOCIATION BYLAWS

January 2020

## Article I - Name

**Name:** The name of this non-profit organization shall be GUEST SERVICES ASSOCIATION and shall be referred to herein as GSA.

## Article II - Mission Statement and Purpose

**Statement:** GSA is dedicated to uniting and connecting guest services specialists to the industry's best tour, attraction, activity and show contacts throughout Las Vegas and beyond.

## Article III – Membership

**Section 1. Types of Membership:** There shall be six (6) types of memberships as follows: Founding Members, Corporate, Individual, Affiliate, Industry, and Student Members.

- **Founding Members:** The active founding members of GSA who nurtured and financially supported the organization from its inception are the following: Jacque Payne, Billy Pierro, Jennifer Failor, Marcey Esses, and Renee Reed. Founding members shall enjoy the benefits of one (1) vote throughout the lifetime of the organization so long as they are active members respectively. **Membership fee is \$300 annually.**
- **Corporate:** Supplier/Vendor members shall enjoy the benefits of one (1) vote per company, per year, holding active membership status, unlimited attendee representation at monthly mixers and events, attendance at general member's meetings, ability to sponsor a meeting, a speaker, and/or a venue location once per year and, if so interested and available, a position on the GSALV Board of Directors. **Membership fee is a \$600 annually.**
- **Individual:** Members may be an individual of a supplier/vendor company and shall carry with the individual if their employment status with a supplier/vendor should change. Individual member shall enjoy the benefits of one (1) vote, monthly attendance at mixers and events, attendance at general member's meetings and, if so interested and available, a position on the GSALV Board of Directors. **Membership fee is a \$300 annually.**
- **Affiliate:** Non-voting Supplier/Vendor membership who may attend monthly mixers and events (gratis), attendance at general member's meetings, and if so interested and available, an Advisory Liaison position to the Board of Directors. **Membership fee is \$150 annually.**
- **Industry:** Guest Services Industry employee shall enjoy the benefits of one (1) vote, monthly attendance at mixers and events, attendance at general member's

meetings and, if so interested and available, a position on the GSALV Board of Directors. **Membership fee is a \$60 annually.**

- **Student:** Non-voting membership for active and currently enrolled Hospitality students of CSN, TISOH or UNLV shall enjoy the benefits of attending monthly mixers and events. **Membership fee to GSA is gratis.** Members only pay an event fee at the time of registration to the monthly event.

**Section 2. Membership Eligibility:** Any Company or Individual engaged in the promotion and/or operation of travel and tourism products, accommodation or experience segments.

**Section 3. Multiple Memberships:** Companies may be represented by multiple members and shall have one (1) vote per paid founding, corporate, individual or industry membership. Memberships are held in the name of the Corporate, Affiliate or Industry company, unless paid as a Founding Member or an Individual.

**Section 4. Application for Membership:** All applicants for membership shall complete and sign the appropriate form of application provided by GSA and submit the application to GSA.

**Section 5. Voting in New Members:** New member acceptance is subject to a vote by no less than two-thirds (2/3) of the board of directors, subject to veto authority granted to the founding members.

**Section 6. Admission of Members:** Admission of applicants for membership shall be in such a manner as the Board of Directors may determine and administer.

**Section 7. Dues and Payments:** Membership dues can be paid annually or quarterly, based on the member's preference. Pro-rated memberships are available, thereby allowing applicants to join at any time throughout the fiscal year. Membership status and voting rights, if applicable, are installed at the 1st of the month following approved membership. Monthly membership dues shall be payable on the first of each month. If paid quarterly, the membership dues shall be payable on the first of each quarter, based on sign-up date. The Treasurer, in conjunction with the Membership Director, shall notify members whose dues are one month in arrears. Those not paid within thirty (30) days will have membership, event registration and voting rights and any committee assignments immediately suspended. Those not paid and brought current within sixty (60) days will be dropped from the membership. Members will be assessed \$35 in fees for any returned checks.

- **Dues, Fees and Assessments:** The Board of Directors shall establish membership dues, fees and assessments for all members unless otherwise directed by the bylaws. Waiver of membership fees has to be approved in advance by the Board of Directors.

- **Manner of Payment:** Membership dues shall be payable within thirty (30) days of receipt of invoice. The chapter fiscal year is from January 1<sup>st</sup> to December 31<sup>st</sup>. Once paid, membership dues are non-refundable.

## **Article IV - Meetings and Voting**

**Section 1. Admission to Meetings:** Admission to monthly meetings and Board of Directors meetings shall be limited to active members in good standing. Guests may not be invited to monthly industry meetings by members unless specific invitation advises space is available for guests. Monthly events shall have a monthly participation fee, unless otherwise noted on the event invitation.

**Section 2. Annual Meeting:** The Board of Directors will be installed in January and assume their duties of office at the Board meetings.

**Section 3. Monthly (Industry) Meetings:** Regular meetings will be held every month with a date set by the Board of Directors. The nominations for the Board shall be held in October. The annual meeting and election of officers shall be held each November.

**Section 4. Meeting Attendance:** All GSA members must attend at least one (1) general members meeting annually.

**Section 5. Notice of Meetings:** Written notice of monthly (industry) meetings and the Annual Meeting shall be e-mailed to all members prior to the date thereof.

**Section 6. Voting:** Each voting member shall have one (1) vote and may take part and vote in person. Unless otherwise specifically provided by these bylaws, majority votes of those members present, and voting shall govern.

Corporate members shall appoint their designated voting member annually and advise the GSA Board of Directors of said appointee. In the case this appointee vacates their position within the company, it is the responsibility of the Corporate member to advise the GSA Board of Directors of their new appointee. Corporate and Industry votes combined, cannot exceed 49% majority of voting membership.

**Section 7. Board Meetings:** The Board of Directors shall meet monthly prior to the regular meeting or at the discretion of the President.

**Section 8. Cancellation or Postponement of Meeting:** The Board of Directors may cancel or postpone any annual or special meeting for cause.

**Section 9. Rules of Order:** At all meetings, including meetings of The Board of Directors, the most current edition of Robert's Rules of Order shall govern when it does not conflict with these bylaws or policies of GSA.

## **Article V - Board of Directors**

**Section 1. Authority and Responsibility:** The management of the affairs of the organization shall be vested in The Board of Directors. The Board of Directors shall have full power and authority to put into effect the resolutions and decisions of the organization and act as necessary or advisable in connection therewith and shall exercise general supervision of the activities of the organization, including supervision of expenditures and operation of the Association.

**Section 2. Composition:** The Board of Directors shall consist of one (1) year terms each as President, Vice President, Membership Director, Parliamentarian, Treasurer, Secretary, Social Media Director, two (2) Member Liaisons (one each for Corporate and Guest Services respectively) and one (1) Non-Voting Advisors. These positions shall be as equally split as possible (50/50 between Corporate/Individual and Guest Services, respectively).

**Section 3. Manner of Election and Term of Office:** Officers shall be elected by the membership at large as prescribed by the policies adopted by The Board of Directors. The term of duty shall be for the fiscal year following the annual meeting or until their installation of the succeeding board. Term of office shall not exceed 2 years in succession in any position and subsequently shall not exceed 2 years in succession for any person whether represented by Corporate, Individual or Industry membership.

**Section 4. Qualifications:** Each elected officer must be actively engaged in and devoting the major part of his/her time to the tourism industry. If he/she shall leave the tourism industry for a period of ninety (90) consecutive days, a vacancy in his/her office shall thereby occur.

**Section 5. Voting:** Voting rights of a Board of Director member shall not be delegated to another or exercised by proxy.

**Section 6. Vacancies:** Any vacancies, which may occur in The Board of Directors, shall be filled within thirty (30) days by nominations by a Board member, followed by a majority vote of The Board of Directors either at any board meeting or special meeting called for the purpose by the President, or by email vote.

**Section 7. Other Means of Transacting Business:** The Board of Directors may transact business by mail, electronic or telephonic means as may be allowed by Nevada law and in accordance with policies as may be adopted by the Board of Directors.

## **Article VI - Duties of Officers**

**Section 1. The President:** The President shall preside at all meetings of the organization and The Board of Directors. The President shall have general executive control of the affairs of the organization at such times, as The Board of Directors is not in session. Unless the Board of Directors shall appoint some other person or committee, the President shall be the official representative of the organization in all dealings with organizations or individuals

outside the organization. The President must have served one (1) year on The Board of Directors or be an active Founding Member prior to serving as President. The Board of Directors shall appoint to fill any unexpired term.

**Section 2. Vice President:** The Vice President shall act and perform the duties of the President in case of the inability or inavailability of the President. Primary responsibility will be overseeing all aspects of Membership services and that of a Membership committee.

**Section 3. Membership Director:** The Membership Director shall be responsible for cultivating, maintaining and increasing Corporate and Guest Services membership annually. This person may rely on Member Liaisons and/or Non-Voting Affiliates for assistance. In conjunction with the Treasurer, the Membership Director shall maintain a current membership list and shall be kept apprised of any issues with payment of dues.

**Section 4. Parliamentarian:** The Parliamentarian shall assure that the Board of Directors follows procedure as determined in the bylaws, Robert's Rules of Order and is responsible for making all revisions and disseminations of the bylaws.

**Section 5. Treasurer:** The Treasurer shall assist the President with general GSA affairs with initial primary responsibility being to obtain and maintain non-profit status, related grant writing requests, and working cross-functionally on the annual submission of relevant tax documents. The Treasurer shall have the custody of the organization's funds and shall keep full and accurate accounts of receipts and disbursements. In conjunction with the Membership Director, the Treasurer shall also maintain a current membership list based on annual dues collected and keep the President apprised of any issues with payment of dues. All funds will be deposited in a timely manner.

**Section 6. Secretary:** The Secretary shall be responsible for taking notes and disseminating accordingly, from each Board Meeting and Industry meeting, of any minutes, agendas and other information deemed relevant to the members. The Secretary shall also be responsible for sending meeting invitations, collecting RSVPs and sending confirmations of industry event details along with any other administrative needs of the GSA.

**Section 7. Social Media Director:** Social Media Director shall be responsible for the online presence (Facebook, Instagram and Twitter, etc.) of the GSA. In conjunction with Secretary, Membership Director and other Board Members as needed, the Social Media Director shall engage in integrated and experiential marketing campaigns to promote the GSA committee, it's monthly events, Board Meetings, Philanthropy and other items deemed necessary.

**Section 8. Member Liaison:** Two Member Liaisons shall be available to the Board of Directors with one (1) spot to a Corporate or Individual Member and one (1) to a Guest Services member. This position acts as a conduit between the Board of Directors and the GSA members.

**Section 9. Non-Voting Advisor:** A Non-Voting Advisor shall be appointed by the Board of Directors, as needed but this role is not required to be fulfilled annually. This position acts as a conduit between the Board of Directors and any general affairs assistance needed.

**Section 10. Vacancy of Office:** Should the office of President become vacant; the order of succession shall be **1.** Vice President, **2.** Parliamentarian, **3.** Treasurer, **4.** Membership Director. All other vacated offices will be filled by appointment of The Board of Directors.

**Section 11. Resignation:** Any member may resign by submitting a written resignation to the President, but such resignation shall not relieve the member so resigning of the obligation to pay any dues, or other charges accrued but unpaid.

**Section 12. Eligibility:** All elected officials; appointees to the Board of Directors and members of The Board of Directors shall be active members in good standing.

**Section 13. Removal from office:** A member of the Board of Directors may be removed from office for cause by a three-fourths vote of the Board of Directors present at a regular board meeting or at a special meeting called for the purpose, provided that notice thereof shall be given in writing to the Officer at least ten (10) days prior to said meeting.

## **Article VII - Amendments**

**Section 1.** This constitution may be amended with the approval of The Board of Directors and by a majority of the eligible members present at a regular monthly meeting.

**Section 2.** Any amendments to this constitution must be submitted in writing to the membership and The Board of Directors at least fourteen (14) days prior to the regular monthly meeting. Any amendments approved pursuant to section 1 shall be published to the members 30 days before taking effect.

## **Article VIII - Dissolution**

**Section 1.** In the event of dissolution of this association, under the laws of incorporation, the Association's assets remaining after payment of its just debts and other obligations shall be distributed, paid and delivered in equal amounts to GSA members in good standing active time of dissolution.

## **Article IX - Meetings**

**Section 1. Monthly Industry Meetings:** Meetings shall convene monthly unless otherwise specified by the Board of Directors. Meeting locations and times shall be determined by the Board of Directors.

**Section 2. Special Meetings:** Special meetings may be called by the President or upon petition by two or more members of the Board of Directors.

## **Article X - Fiscal**

**Section 1. Fiscal Year:** The fiscal year of the GSA shall begin on January 1 and end on December 31 of each year.

**Section 2. Deposits:** Membership dues and grant monies of the GSA shall be deposited in an insured bank and disbursed by the Treasurer.

**Section 3. Disbandment:** Should the GSA disband, the GSA Treasurer will continue to manage and disburse funds as required from the GSA fund.

## **Article XI - Current Board of Directors**

**Section 1.** The Board of Directors for fiscal year 2020 are appointed as follows:

**President:** Jacque Payne, Red Lion Global

**Vice President:** Phillip Samaniego, Concierge Supervisor Vdara

**Membership Director:** Marcey Esses

**Parliamentarian:**

**Treasurer:** Billy Pierro, Spiegelworld

**Secretary:** Jennifer Failor, Gunship Helicopters

**Social Media Director:** Renee Reed, Grand Canyon Destinations

**Member Liaison (Corporate):**

**Member Liaison (Guest Services):**

**Non-Voting Advisor:**