



VBTA BY-LAWS

(July 11, 2022)

**BY-LAWS OF THE
VIRGINIA BUSINESS TRAVEL ASSOCIATION**
(As last amended on July 11, 2022)

ARTICLE I

Name and Legal Status

The name of the association shall be the Virginia Business Travel Association (referred to as “VBTA”) and shall be a non-profit organization under the laws of the Commonwealth of Virginia. Virginia Business Travel Association is a local chapter of the Global Business Travel Association (GBTA).

ARTICLE II

Mission

The mission of the Virginia Business Travel Association is to establish a forum for the Greater Virginia business travel community to increase its awareness of travel industry issues and create networking opportunities among its members.

The mission shall be accomplished through the following:

- A. A forum shall be provided for business travel professionals to enhance their skills and exchange ideas and information.
- B. Conferences, lectures, seminars and other appropriate means shall be provided to advance the knowledge of its members.
- C. Networking opportunities will be available to interface with representatives of travel-related suppliers in a non-sales environment.

ARTICLE III

Code of Ethics

All members of the VBTA shall conduct themselves in a professional manner. This includes no direct solicitation during VBTA social functions and operating with honesty in all VBTA matters.

ARTICLE IV
Membership and Voting

Voting privileges are restricted to members in good standing (see Article IX).

- A. Membership shall be open to all interested parties who are extended an invitation and submit a completed membership application. VBTA membership is the property of the company, not the individual, and the VBTA member listing shall refer to the current company representative.

A VBTA member cannot extend a membership invitation to a potential Corporate or Associate member, but can refer a potential member to the VBTA Board of Directors who will provide them with a current membership application.

There shall be five (5) classes of VBTA membership in accordance with GBTA guidelines:

1. Direct Members – Persons employed by a company or corporation involved with procuring travel services for the company’s employees. These persons shall be a designated manager, supervisor or representative of the company or corporation. Direct Members shall have all privileges of membership in the VBTA as set forth in these Bylaws
2. Allied Members – Persons employed by businesses that provide a travel-related service or product used by business travel personnel. Allied Members shall have all privileges of membership in the VBTA as set forth in these Bylaws
3. Honorary Members – Any Corporate or Associate member in good standing who has retired from full-time employment and is not currently active with any corporation or organization is eligible to be an honorary retired member of the VBTA. Honorary Members may not hold an elected office or vote, but may serve on committees with the approval of the President and/or Board of Directors.
4. Academic Members - Any full-time teacher or professor who is engaged in teaching students in subject areas related to the Association’s core mission of business travel at a licensed or accredited school or university. Academic Members may not hold an elected office or vote, but may serve on committees with the approval of the President and/or Board of Directors.

5. Press Members – Persons working for a corporation or organization that is principally engaged in monitoring and reporting as press media. Press Members may not hold an elected office or vote, but may serve on committees with the approval of the President and/or Board of Directors.
- B. Resignation/Termination of Membership:
1. Any VBTA member may resign their representation of a Company Membership in the Association by providing written notice to the VBTA Board of Directors. The Association reserves the right to terminate any member or member's designated representative for any of the following reasons: For failure to pay dues, for dishonesty, for fraud, or misrepresentation in connection with the affairs of the Association, or for any action deemed to be harmful to the Association. Such termination shall be approved by a two-thirds vote of the VBTA Board of Directors present at any duly constituted meeting.
 2. Upon resignation/termination of membership, all rights and privileges of membership in the VBTA shall be forfeited.
 3. Upon resignation/termination of membership, all previously paid annual dues shall be forfeited and remain the property of the VBTA.
 4. No former member or members designated representative having any outstanding unpaid dues or fees shall be readmitted to VBTA membership without payment of those amounts to the Association.
- C. Guest Policy – Any member of the Association may bring a maximum of two (2) guests to a VBTA function, provided they pay the assessed fee. Each guest is limited to attending two (2) VBTA function per calendar year.

ARTICLE V

Dues

The VBTA Board of Directors shall set membership dues for all members prior to the beginning of each membership year.

ARTICLE VI
VBTA Board of Directors

The VBTA Board of Directors shall consist of the elected officers and the committee chairpersons.

ARTICLE VII
Officers

All elected officers shall be members in good standing and serve a term of two (2) years. If an officer of the Association cannot fulfill their term, then at the discretion of the VBTA Board of Directors, a member shall be appointed to serve the remainder of the term. No officer may be elected to the same position for more than two (2) consecutive terms.

A. The VBTA officers shall consist of a President, Vice-President, Secretary, Treasurer, and Past President / Chairperson.

1. President:

- a. The President shall supervise all the business of the Association.
- b. The President will serve as an ex-officio member of all Standing and Special Committees.
- c. The President will give final approval of any rules or guidelines established by committees.

2. Vice-President:

- a. The Vice-President will assist the President in performing duties of that office.
- b. In the absence of the President, the Vice-President will fulfill the President's duties.

3. Secretary:

- a. The Secretary will keep minutes of all meetings and distribute accordingly.
- b. The Secretary will conduct the general correspondence of the Association.

4. Treasurer:
 - a. The Treasurer shall be responsible for assuming the collection of dues and have custody of all funds of the Association.
 - b. The Treasurer will disburse funds at the direction of the VBTA Board of Directors.
 - c. The Treasurer will ensure that accurate financial records are maintained and report on the financial condition of the Association or when called upon by the President.
5. Past President / Chairperson
 - a. The Past President / Chairperson will act as a liaison to the new Board to ensure a seamless transition between administrations.
 - b. The Past President / Chairperson will mentor the new President and represent the President at GBTA functions when the President or Vice-President is unable to attend.

ARTICLE VIII Committees

- A. Various committees shall be appointed by the President, with the approval of the VBTA Board of Directors if necessary, to deal with specific matters.
- B. Members of specific committees shall be appointed by the Committee Chairperson and approved by the President.
- C. The following full Standing Committees shall exist:
 1. Membership
 2. Education
 3. Programs / Logistics
 4. Government Affairs

5. Communications
 6. Sponsorship
 7. Finance
- D. Ad Hoc Committees shall be appointed from time-to-time by the President or Board of Directors to fill special purposes on behalf of the Chapter. Examples of Ad-Hoc Committees include the following:
1. By-Laws
 2. Elections
 3. Ethics

ARTICLE IX Meetings

- A. The VBTA shall hold a minimum of four (4) meetings each year as directed by the VBTA Board of Directors.
- B. Notice of location, forum and date of meeting will be communicated to all Members one month (30 days) in advance of meeting.
- C. Members must attend a minimum of one (1) meeting annually to remain in good standing.
- D. Each committee shall establish the agenda, time and place of their individual meetings.

ARTICLE X Contracts, Checks, Deposits and Funds

- A. Contracts. The Board of Directors shall authorize any officer or officers, agent, or agents of the Chapter in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Chapter, and such authority may be general or confined to specific instances. It is recommended that all contracts be reviewed by at least two Board members and presented to the Board of Directors for approval.

- B. Checks. All checks, drafts, orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Chapter shall be signed by such officer or officers, agent, or agents of the Chapter and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer.
- C. Deposits. All funds of the Chapter shall be deposited in a timely manner from receipt to the credit of the Chapter in such banks or other depositories as the Treasurer may select with the approval of the Board of Directors.
- D. Funds. The Board of Directors may accept on behalf of the Chapter any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Chapter.

ARTICLE XI

Books and Records

The Chapter shall keep correct and complete books and records of account and shall also keep highlight minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors.

ARTICLE XII

Fiscal Year

The fiscal year of the Chapter shall begin on the first day of January and end on the last day of December.

ARTICLE XIII

Amendments

Changes or exceptions to the by-laws of the VBTA may be made by majority of the voting membership, provided notice of such proposed changes have been sent in writing to the members 30 days before such voting takes place.