

**ARIZONA BUSINESS TRAVEL ASSOCIATION  
(AZBTA)**

**2303 N. 44<sup>th</sup> Street, Suite 14-1520  
Phoenix, AZ 85008**

**[www.azbta.org](http://www.azbta.org)  
Website**

**ASSOCIATION BY-LAWS**

# Arizona Business Travel Association, Inc.

## By-Laws

1997; Amended 1998; Amended 2000; Amended 2001; Amended 2002;  
Amended 2003; Amended 2004, Amended 2006, Amended 2007,  
Amended 2008, Amended 2009, 2010 amendment awaiting NBTA approval

### ARTICLE I – NAME

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#### SECTION 1:

- A. The name of this association shall be:  
Arizona Business Travel Association, Inc. ("AZBTA").
- B. AZBTA shall be a chapter of the National Business Travel Association ("NBTA"), based in Alexandria, Virginia.

### ARTICLE II – PURPOSE

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#### SECTION 1:

- A. To bring together, through constructive cooperation, suppliers and travel managers to exchange views and ideas for the benefit of the business traveler and the travel industry.
- B. To actively participate with appropriate government agencies in matters of local industry concern.
- C. To advance the knowledge of its membership through conferences, lectures, seminars and other appropriate means.
- D. To enhance business travel management as a profession.

### ARTICLE III – MEMBERSHIP

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#### SECTION 1:

- A. The membership of the AZBTA shall be divided into these membership types: Direct, Allied, ~~Honorary Past President and sustaining Membership~~ Honoree, Educator, Student, and Sustaining Membership.
- B. Direct Membership shall be limited to employees of a company or a company division who, by virtue of such employment, are engaged in the procurement and management of passenger transportation, hotel accommodations, and similar service for the personnel of the company or company division.
- C. Allied membership shall be open to any carrier, hotel, delivery company or other related firm engaged in directly providing corporate travel services.
- D. ~~Honorary Past President shall be bestowed upon the immediate past president for a 2 year term following their presidency.~~ Honoree Membership shall be bestowed at the Board's discretion. Membership dues will be waived. ~~They will not have voting rights as a board member.~~ They will have voting rights as a member if they elect to pay the membership dues. An example of an Honoree Member would be the immediate past president.
- E. Educator Membership shall be open to any individual that is employed to teach in the hospitality or travel industry related fields and can provide a faculty ID.
- F. Student Membership shall be open to any individual that is attending school in the hospitality or travel industry related fields and can provide a student ID.
- G. Sustaining membership shall be open for a period not to exceed 90 days to:
  - 1. Current Direct or Allied members who become unemployed during the membership year.

2. Former members of AZBTA who do not qualify for membership in either the Direct or Allied categories.
  3. All requests for sustaining membership shall be submitted in writing to the President for approval by the Executive Committee.
- H. Any determination regarding qualifications for membership shall be made by the Executive Committee.
- I. Membership is by calendar year. All memberships expire on December 31<sup>st</sup>.

**SECTION 2:**

- A. Direct and Allied members may invite other members of their staff to attend monthly meetings as a non-member/guest.
- B. Membership in the AZBTA does not include membership in the NBTA. Membership in NBTA is recommended.
- C. In the event the member changes employer, membership is retained by the employer who paid for the membership and does not transfer with the person.

**ARTICLE IV – DUES /FEES**

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**SECTION 1:**

- A. The dues of for all members, except the ~~Honorary Past President~~ Honoree, shall be payable upon receipt of membership invoice.
- B. Dues can be changed by a majority vote of the membership present after announcement in the monthly meeting notice.
- C. The Treasurer of AZBTA will invoice members who “no show” at monthly meetings to cover the guaranteed cost of confirmed RSVP for a specific meeting. Monthly meeting notices will include a disclaimer regarding invoicing for “no shows” at the appropriate fee. Monthly Meetings shall have three types of attendees: Member and Non-Member and ~~Member~~ any attendee without RSVP.

**ARTICLE V – MEETINGS OF MEMBERS**

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**SECTION 1:**

- A. The members of the Association will meet regularly as decided by the Executive Committee. The January meeting (in 1998, the membership approved moving the month of the annual meeting from September to January) is designated as the Association’s annual meeting. The time and place of such meetings is determined by the Board of Directors (Executive Committee).
- B. Additional meetings may be called by two-thirds of the officers or one-third of the membership whenever matters of importance deem it necessary. Notice of the special meetings and purpose, date, time and place shall be distributed by the Secretary to the membership two weeks prior to the meeting.
- C. A quorum shall consist of no less than one-half of the membership for election of officers and directors.

**ARTICLE VI – OFFICERS**

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**SECTION 1:**

- A. The officers of the Association shall consist of President, Vice President, Secretary, Treasurer and ~~Honorary~~ Past President, which makes up the Executive Committee.
- B. The term of office shall be two years.
- C. Officers shall be elected by the voting members in the Fall and installation will be completed at the following January meeting.

## **SECTION 2: PRESIDENT**

- Ensures all functions of the Association are handled appropriately and completely.
- Provides direction and leadership of organization.
- Maintains active membership to NBTA.
- Regularly participates in NBTA's Chapter Presidents Listserv e-mail message forum.
- Provides NBTA with requested information pertaining to AZBTA.
- Executes monthly membership meetings per agenda.
- Prepares agenda and executes monthly board meetings.
- Acts as moderator for monthly meetings. ~~including introduction of keynote speakers and insuring gifts for speakers are provided and available at the completion of all meetings.~~
- Attends Chapter Presidents' Council (CPC) meetings quarterly and NBTA yearly convention.
- Must have served on AZBTA Board for a minimum of two years.
- ~~Oversees Scholarship Committee.~~

## **HONORARY PAST PRESIDENT**

- Acts as a consultant to the board of directors.
- Oversees the election committee.

## **VICE PRESIDENT**

- Acts in supporting role for the chapter whenever professional duties interfere with the Presidents ability to carry out his/her duties as it relates to the association.
- Presides over the direction and function of the remaining Board positions.
- Assumes the role of President should that position be vacated for any reason during term, and upon assumption of this role, the Board shall elect another member of the Board to serve the remainder of the term of the Vice President. ~~is responsible for the appointment of a new Vice President to be chosen from the current Board~~
- Assists the directors in committee development and serves as the primary liaison between committees and the board.
- Oversees Scholarship Committee.

## **SECRETARY**

- Provides minutes of each Board meeting to the Board members within five (5) working days of the meeting.
- Maintains a permanent set of Board Meeting agendas, minutes, and pertinent documents as legally required by NBTA for record keeping purposes.
- Responsible for sending invitations to the membership. Gathers information from the Program Director and forwards to the membership via mail, e-mail, or fax.
- Coordinates with Director of Meetings to ensure meeting announcements contain accurate information regarding location and time of events.
- Coordinates with Director of Membership to ensure meeting announcements are distributed based on the most current database of membership information.
- Distributes meeting announcements to membership. ~~, with instructions to RSVP to the Director of Meetings~~
- Handles Chapter correspondence as deemed necessary.

## **TREASURER**

- Ensures timely payment of all expenses incurred during the operation of the association.
- Develops yearly budget for the organization.
- Maintains accurate records of all finances related to the association and filing of appropriate government forms.
- Provides monthly update to the association regarding the financial status of AZBTA.
- Responsible for payment processing at each monthly meeting. ~~Arranges for Credit Card machine to be present at every monthly meeting~~

- Sends out membership meetings “no show” bills on a monthly basis as identified by Director of Meetings.
- Coordinates with Director of Philanthropy on budget for special events.
- Coordinates with Director of Membership on “paid” status of members and processes membership dues.
- Checks AZBTA mailbox on a regular basis, distributes mail to appropriate Officers and Directors or delegates another Board Member to fulfill.
- Provides annual update to NBTA of AZBTA required reports and information.

**SECTION 3:**

- A. Any Officer ~~or Director~~ may be removed from office for misconduct by a majority vote of the Board
- B. Any officer ~~or Director~~ may be removed from their position by 2/3 vote of the Board due to excessive absenteeism or lack of fulfillment of Board duties
- C. In the event that an Officer’s employment is terminated, the Officer can continue to serve for six months following termination of employment or the remainder of the membership year, whichever is less. At that time, a vacancy occurs and the Board shall elect another member of the Board to serve the remainder of the term. ~~an election will be held~~

**ARTICLE VII – BOARD OF DIRECTORS**

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**SECTION 1:**

- A. ~~The Executive Committee shall consist of the elected officers and the immediate Past President~~ The Board of Directors shall consist of the Executive Committee and the standing Directors.
- B. General Powers – the property, affairs and business of the Chapter shall be managed and controlled by its Board of Directors. The Board of Directors may, by general resolution, delegate to officers of the Chapter and to committees such powers as are provided for in these by-laws.
- C. Standing Directors shall be elected by the voting members in the Fall and installation will be completed at the January meeting.
- D. Standing Directors shall serve a term of one year.

**SECTION 2:**

- A. There shall be the following standing Directors:
  1. Membership
  2. Program
  3. Meetings
  4. Philanthropy
  5. Public Relations/Communications
- B. Each Director of the above committees shall submit a report to the Executive Committee at the monthly Board Meeting and annual meeting.
- C. Committee members shall gain approval of the Executive Committee prior to committing to any activities, speakers, or meeting locations on behalf of AZBTA.

**SECTION 3:**

**DIRECTOR OF MEMBERSHIP**

- Maintains the membership listing, including deletions, additions and modifications to the roster to ensure the most accurate database.
- Ensures timely development and distribution of the directory to all active members.
- Sends out membership applications to potential new members as requested.

- Sends out new member “Welcome” letter within 10 days of new member joining the organization.
- Develops and oversees the annual membership drive.
- Provides monthly updates to the association regarding the status of the membership, including total number of paid members by category, i.e. Direct, Allied.
- Distributes new member ribbons for name tags to registration table.
- Ensures updated membership is distributed to Board Members by the 24<sup>th</sup> of each month for current mailings.
- Provides membership database to various committees for miscellaneous mailings.
- Provides membership database to NBTA when requested.
- Sends out membership renewal form no later than November 30.

#### **DIRECTOR OF PROGRAMS (EDUCATION)**

- Secures appropriate keynote speaker for all monthly meetings – less special events.
- Communicates with the Board for approval of speakers and ensures speaker fees are appropriate and cost effective based on the financial position of the association.
- Provides speaker bio to President and Public Relations for monthly membership meeting.
- Coordinates with Secretary on speaker information for invitations.
- Introduces keynote speakers and insures gifts for speakers are provided and available at the completion of all meetings. Requests someone to fill in when Director of Philanthropy is not available.
- Provides monthly updates to the Association regarding upcoming speakers and topics.
- ~~Provides satisfaction/suggestion surveys to membership at monthly meetings~~
- ~~Distributes potential volunteers to appropriate Director for monthly surveys~~
- Provides President with report of highly recommended speakers for submission to NBTA for consideration in the NBTA recommended speakers database. ~~monthly speaker report to be submitted to NBTA~~
- Provides name tag information for the speaker to the Director of Meetings.
- Plan an annual Educational Forum.

#### **DIRECTOR OF MEETINGS**

- Secures appropriate meeting space for each monthly membership meeting. Coordinates with hotel, food, AV, set-up.
- Communicates with the Board for approval on meeting locations and time and ensures meeting space fee is appropriate and cost effective on the financial position of the Association.
- Coordinates with Director of Programs to ensure accurate information regarding location and time of event is communicated to the membership via meeting announcements.
- Receives RSVP from members and prepares badges for monthly meeting attendees and speaker.
- Coordinates with Director of Membership for name badge ribbon.
- Coordinates creation and maintains the Hospitality Committee.
- Provides monthly update to the Association regarding upcoming meeting locations and times.
- Monthly recap presented at monthly meeting to Board to include attendance and expenses.
- Responsible for registration set-up, organization, and staffing.

#### **DIRECTOR OF COMMUNICATIONS/PUBLIC RELATIONS**

- Develops and distributes quarterly newsletter.
- Represents AZBTA to trade media and other local associations similar or related to AZBTA functions, i.e. Arizona Tourism Alliance and the Arizona Office of Tourism, and Chamber of Commerce.
- Coordinates with other local travel related organizations on AZBTA events through Board liaisons.
- Responsible for developing and distributing press releases.

- Maintains website ([www.azbta.org](http://www.azbta.org)).
- Provides creative support to Director of Philanthropy.
- Responsible for monthly chapter meeting photography.
- Provides satisfaction/suggestion surveys to membership at monthly meetings.
- Distributes potential volunteers to appropriate Director from monthly surveys.
- Coordinates with Board on upcoming events of other organizations.
- Establishes and maintains AZBTA brand identity.
- Provides monthly update to the Association regarding discussions about the Board involvement in current and future activities on behalf of AZBTA.
- Coordinates with Director of Philanthropy for written support on any special events.

#### **DIRECTOR OF PHILANTHROPY**

- Oversee Chairpersons for all special events.
- Develops at least one charity/fundraiser event annually.
- Communicates with Board for approval on all special events.
- Coordinates with Treasurer on special event budgets.
- Coordinates with Director of Communications/Public Relations to promote special events.
- Secures raffle gifts for monthly membership meeting drawing raffle.
- Organizes and oversee raffle drawing at monthly membership meetings.

#### **SECTION 4:**

- A. No later than October 15<sup>th</sup> of each year, a nominating form shall be distributed to each eligible member.
- B. This form shall list all Officer and Director positions for elections.
- C. An outline of the position duties shall also be distributed to the members.
- D. All nomination forms are due back to the Election Committee by deadline specified on form.

#### **SECTION 5:**

- A. Any Director may be removed from office for misconduct by a majority vote of the Board
- B. Any Director may be removed from their position by 2/3 vote of the Board due to excessive absenteeism or lack of fulfillment of Board duties
- C. Terms Removal – A Director may be removed from office for dishonesty, fraud or misrepresentation, excess absenteeism or lack of fulfillment of position responsibilities in connection with the affairs of the chapter by a majority vote of the Board
- D. Resignation – A Director may resign from the Board of Directors by written notice of the Board. Unless another time is specified in the notice or determined by the Board, a Director's resignation shall be effective upon receipt by the Board
- E. Meetings – The President shall set the time and place of the regular meetings of the Board. Meetings of the Board of Directors may be called by either the President or upon the written request of any three (3) Directors. The President or the Directors who call the meeting shall fix the time and place of any special meeting
- F. Quorum – The presence of a majority of the voting members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

### **ARTICLE VIII – VACANCIES**

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#### **SECTION 1:**

- A. Upon a vacancy in the office of President, prior to the expiration of the President's term, Vice President shall assume the office of the President for the remainder of the term. The Board shall then elect another member of the Board to serve the remainder of the term of the Vice President. ~~A vacancy of the office of Vice President shall be filled by current election at the next regular meeting. A vacancy in any other office shall be filled by appointment of the Executive Committee~~

- B. In the event an elected Officer or Director changes employers during his/her term of office, he/she retains the right to hold office *at the discretion of the Board*.
- C. Except for the office of President, any vacancy in the position of an Officer or Director prior to the expiration of a term shall be filled by the election of the Board.

## **ARTICLE IX – AMENDMENTS**

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### **SECTION 1:**

- A. These By-Laws may be revised or amended at any business meeting of the Association by a two-thirds vote of the membership present provided notice of the proposed changes shall have been distributed to the members of the Association fifteen (15) days prior to such meeting

## **ARTICLE X – ESTABLISHMENT OF BOARD OF DIRECTORS**

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### **SECTION 1:**

- ~~A. The Board of Directors will consist of the Executive Committee and Directors~~
- ~~B. Terms Removal – A Director may be removed from office for dishonesty, fraud or misrepresentation, excess absenteeism and lack of fulfillment of position responsibilities in connection with the affairs of the chapter by a majority vote of the Board~~
- ~~C. Resignation – A Director may resign from the Board of Directors by written notice of the Board. Unless another time is specified in the notice or determined by the Board, a Director's resignation shall be effective upon receipt by the Board~~
- ~~D. Meetings – The President shall set the time and place of the regular meetings of the Board. Meetings of the Board of Directors may be called by either the President or upon the written request of any three (3) Directors. The President or the Directors who call the meeting shall fix the time and place of any special meeting~~
- ~~E. Quorum – The presence of a majority of the voting members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.~~