

**VIRGINIA LIMOUSINE ASSOCIATION BY-LAWS**

**ARTICLE I: NAME**

The name of the association shall be the Virginia Limousine Association.

**ARTICLE II: PURPOSE**

The V.L.A.'s objective is to create and promote a stronger relationship and understanding between legal owner/operators, DMV, other government agencies, the public and work toward the betterment of the limousine industry. The VLA will serve as spokesman for the industry and promote economy, efficiency and professionalism among the members. The VLA will provide a forum for the collection and dissemination of information on issues of mutual interest and concern to the members.

**ARTICLE III: MEMBERSHIP**

**Section I:** Membership in this association shall be limited to legal owner/operators located in the State of Virginia. Member company may designate a representative, company shall have only one (1) vote. Any other person or vendor associated with the limousine profession shall be associate members. Chauffeurs may also become members.

- A.* Professional Member - shall consist of owner/operator members in good standing.
- B.* Associate Member - any other person or company other than owner/operator who is associated with the limousine industry.
- C.* Affiliate Member – Out of state operators licensed in Virginia

**Section II:** Members may bring a guest once with the intention of joining V.L.A. A guest may return for a second meeting prior to joining the VLA.

**Section III:** Any limousine service operating legally in Virginia shall be eligible for membership. Any member in good standing may submit a letter of recommendation along with the applicant's application to the secretary prior to any regular association meeting. Upon receipt of completed application, VLA shall publish name of applicant in the next upcoming newsletter. There being no protest, the application shall be voted on by the membership at the next scheduled meeting.

- A.* A professional application shall consist of:
  - 1. Completed V.L.A. application form
  - 2. A copy of current business license
  - 3. Copy of DMV Motor Carrier Application or Certificate
  - 4. Application Fee of \$25.00 (non refundable)
- B.* An Associate Member application shall consist of:
  - 1. Completed V.L.A. application form
  - 2. Letter of recommendation from a V. L. A. member
  - 3. A copy of current Business License
  - 4. Application fee of \$25.00 (non refundable)
- C.* A Affiliate application shall consist of:
  - 1. Completed V.L.A. application form
  - 2. Letter of recommendation
  - 3. A copy of current business license
  - 4. Copy of DMV Motor Carrier Application or Certificate

**Section IV:** The annual membership dues are payable by July 31 (new member dues will be prorated)

- A.* Professional Member - \$100.00
- B.* Associate Member \$100.00
- C.* Affiliate Member \$100.00
- D.* Honorary Member – extended to the current President of Associations of the following jurisdictions – DC, MD, WV & NC

**ARTICLE IV: OFFICERS**

**Section I:** The officers of the association shall be the President, 1st and. 2nd Vice President. Secretary, Treasurer, Sergeant-at-Arms and Chairman of the Board. These officers shall perform the duties prescribed by these by-laws and by parliamentary authority adopted by the association.

**President:** The President shall be the principal executive officer of the VLA. The President shall preside at all meetings of the VLA and the Board of Directors. The President shall also serve as a member, ex-officio, of all committees except the Nominating Committee. The President shall appoint or remove all members of each committee, appointees and its chairman. Finally, the President shall be responsible for the general management of the affairs of the VLA and shall see that all orders and resolutions of the Board are carried into effect.

**First Vice President:** The First Vice President shall perform such duties as may be delegated by the President with the approval of the Board of Directors. The First Vice President shall perform the duties of the President in the event of the President's inability to serve.

**Second Vice President:** The Second Vice President shall perform such duties as may be delegated by the President with the approval of the Board of Directors.

**Treasurer:** The Treasurer shall be the financial officer of the VLA. The treasurer shall serve on any budget or finance committee, which may be instituted by the President or Board of Directors, and shall report to the Board of Directors at all regular meetings and to the members at their annual meeting concerning the finances of the VLA.

**Secretary:** Secretary shall keep accurate minutes of all meetings of the Association, issue copies of minutes to all members in good standing at each regularly scheduled meeting and shall receive copies of all letters correspondence sent to and from the Association, which shall be kept in permanent records/archives of the Association. Shall be expected to perform any other duties from time to time for the good of the Association.

**Sergeant at Arms:** Sergeant of Arms shall maintain the sign in sheet at all meetings, collect 50/50, and see that the meeting is run in an orderly manner, shall perform any other responsibilities from time to time as necessary for the good of the Association.

**Chairman of the Board:** The Chairman of the Board will be the immediate past President and will only serve at the request of the incoming President. The Chairman of the Board shall perform such duties as may be delegated by the President with the approval of the Board of Directors.

All officers shall work together in harmony for the betterment of the Association.

**Section II: Nomination and Election:**

- A.** The nominating committee shall present to the membership a slate of officers at the February meeting, at which time the floor will be opened for nominations. Proxy, mail or fax nominations received by a Board member prior to the meeting will be accepted. Nominations by mail or fax received by the Secretary by midnight of the third day following the nominations meeting will also be accepted. Nominees not wishing to serve on the Board will indicate their intention not to serve in writing and will be removed from the ballot. Nominees are requested (not required) to submit biographical information for inclusion on the ballot within ten (10) days of the February meeting.
- B.** Balloting shall be conducted by mail, with ballots to be received and certified by an outside accounting firm. Ballots must be RECEIVED by such accounting firm the Friday preceding the regularly scheduled April meeting.
- C.** Election results of officers shall be announced at the April meeting.
- D.** Installation of Officers shall be at the meeting in June.
- E.** Voting for officers is by balloting.
- F.** Term of office is one year.

- G. No member shall hold more than one office at a time unless approved by the Board, and no member shall serve more than two consecutive terms in the same office.
- H. No officer shall hold an office or director's position in any other State Livery Association.

In the case of an unopposed slate of nominees, balloting shall be suspended and the recommendation of the Nominating Committee accepted for election to next year's Board if approved by two-thirds (2/3) of members present.

### **Section III: Resignation**

Any officer desiring to resign their office shall submit his/her resignation in writing to the secretary who shall present it to the Board for their action, who shall appoint a replacement to serve the remainder of his or her term.

## **ARTICLE V: MEETINGS**

**Section I:** The regular meetings shall be held on the first Monday of the following months: February, April, June, August, October, and December. In the event a meeting date falls on a holiday/holiday week, the meeting will be held on the second Monday of that month. The Board reserves the right to reschedule meetings in the event of unforeseen circumstances.

**Section II:** The regular meeting held on the first Monday in June shall be the Annual Meeting and shall be for the purpose of receiving reports of the officers, committees reports, installation of new officers and for any other business that may arise.

**Section III:** A special meeting can be called by the President, Board, or upon the written request of five members of the association. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least three days notice shall be given.

**Section IV:** Five members present shall constitute a quorum.

**Section V:** Voting will be by a simple majority except for the election of officers which shall be by secret balloting.

## **ARTICLE VI: EXECUTIVE BOARD**

**Section I:** The members of the Executive Board consist of the President, 1st and 2nd Vice President, Secretary, Treasurer, Sergeant-at-Arms and Chairman of the Board.

**Section II:** The Executive Board shall have general supervision of the affairs of the association between its business meetings.

**Section III:** No member of the Executive Board of this association shall implement or act in any formal or informal way, written or verbal, on any matters on behalf of the association, without prior approval of the remaining members of the Executive Board. Any officer who deliberately acts without prior approval of the board in a detrimental manner or not in the best interest of the Association as determined by the Membership may be relieved of their executive powers and required to resign.

**Section IV:** Regular meetings of the Executive Board shall be held monthly as can be calendared. Special meetings of the board can be called: by the president, any other officer or upon written request of three members of the association.

## **ARTICLE VII: COMMITTEES**

**Section I:** The Standards and Ethics Committee of not less than two members; whose duty it will be to establish minimum acceptable standards of operation and conduct, and investigate complaints concerning members, shall be appointed by the president at the annual meeting.

**Section II:** The president of the association shall appoint such other committees, standing or special, or the Executive Board shall from time to time deem necessary to carry on the work of the association. The president or his appointee shall be ex officio member of all committees.

## **ARTICLE VIII: PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the association in all cases to which they are applicable and in which they are not inconsistent with these by-laws and any special rules of order the association may adopt.

#### **ARTICLE IX: AMENDMENT OF BY-LAWS**

These by-laws may be amended at any regular meeting of the association by a two-thirds vote, provided that the amendment has been submitted in writing at the previous regular meeting. A substitute proposal regarding a previously submitted By-Law change may be acted upon and voted at the same meeting.

**Revised 10/5/2005**