

# *Bed and Breakfast Association of Newfoundland and Labrador Constitution*

Revised 2008

**(1) NAME:**

The name of the Association shall be “Bed and Breakfast Association of Newfoundland and Labrador”.

**(2) MEMBERSHIP:**

Membership in the association is open to all licensed Bed and Breakfasts, as per the Tourist Establishment Act of Newfoundland and Labrador. All facilities that fit the Association’s definition of a Bed & Breakfast, regardless of names such as manor, lodge, inn, hospitality home, etc., are eligible for membership.

**(3) DIRECTORS:**

The Association shall consist of at least 9 directors with a maximum of 14:

Executive Committee

- (a) President
- (b) Vice President
- (c) Secretary/Treasurer
- (d) Past President

Regional Directors (maximum 2 per region)

- (e) Labrador
- (f) Western
- (g) Central
- (h) Eastern
- (i) Avalon

**(4) FISCAL YEAR:**

The fiscal year shall begin January 1<sup>st</sup> and end December 31<sup>st</sup>.

**(5) MEETINGS**

- (a) The Annual General Meeting shall take place during the annual conference of the Association, held in October. At least two months notice of the Annual General Meeting shall be given.
- (b) At least three meetings will be held by the Board of Directors annually, and may be in person or via teleconference. One month's notice shall be given.
- (c) Executive meetings will be held when required.

**(6) VOTING**

- (a) Only members in good standing shall have voting privileges. Any question or decision requires a majority of fifty per cent plus one of those members attending a meeting. A proxy vote may be considered if a written submission is presented to an Executive member prior to the voting procedure. In the event of a tie, the Chair shall have the deciding vote. There shall be one vote per membership.

(b) Quorum

A quorum is the number of Association members attending an Association meeting that had been previously scheduled and its notice had been communicated to all members.

(c) Amendments to Constitution and/or By-Laws

The Constitution and By-laws of the Association may be amended by two-thirds the majority of the Directors at a meeting of the Board of Directors. Subsequently, an Association meeting shall be duly called for the purpose of considering amendments. Notice shall be given at least thirty days prior to the meeting and shall include a written edition of the proposed amendments. The amendments must be sanctioned by an affirmative vote of at least fifty percent plus one of the members present.

**(7) HNL COALITION**

The Association has entered into a coalition with Hospitality Newfoundland and Labrador offering both a joint membership and benefits package.

## *By-Laws*

### Directors:

- 1)
  - (a) The Executive Directors: President, Vice President and Secretary/Treasurer shall be elected at the AGM.
  - (b) The role of Past President is to aid in the transition of the presidency of the association. The term of office is one (1) term.
  - (c) There is an understanding that the vice-president normally succeeds the president.
  
- 2)
  - (a) The Regional Directors shall be elected at the AGM. There may be two directors per region with a maximum of ten positions.
  - (b) The usual term of office for all directors is two (2) years. Extenuating circumstances may require the term to be reduced or extended.
  - (c) To avoid the election of a totally inexperienced Board of Directors, one of two Regional Director positions will be elected every second year.
  
- 3) The position of Past President will be an honorary position, with voting privileges.
  
- 4) In the event that representatives are not elected for all regions, a Board member “at large” may be elected to represent the vacant region and/or to carry out any duties requested by the Executive.

### Officers:

Any vacancy on the executive committee or board of directors shall be filled by a decision of the incumbent directors.

### Auditor:

The Executive of the Association will be responsible for having an audit conducted of the books and accounts of the Association, with a full report given at the AGM.

### Annual Dues:

Dues must be paid in full upon anniversary date to: Hospitality Newfoundland and Labrador.

## **Descriptions**

**President:** It shall be the duty of the President to preside at meetings of the association, directors, and executive and generally to promote the purpose of the association.

**Vice President:** It shall be the duty of the Vice President to assist the President and to act in his/her stead when occasion demands and specifically in promoting the purpose of the association. The Vice-President will become knowledgeable of Association business to ensure an efficient succession to the presidency.

**Secretary/Treasurer:** It shall be the duty of the Secretary/Treasurer to keep the minutes of all meetings, to be responsible for the correspondence and to keep an accurate membership list. S(he) must keep a true and correct record of finances of the association, deposit all monies into a financial institution designated by the association, prepare a treasurer report for the board meetings, and perform duties assigned to him/her by the executive.

**Directors:** It shall be the duty of the directors to attend board meetings and to devote their best interest to carry out the affairs and business of the association.

## **Signing Authority:**

Signing authority may be vested in any two of the following: President, Vice President, Secretary/Treasurer. They shall sign all notes, drafts and cheques.

## **Constitutional Changes:**

Amendments to the constitution and/or by-laws may be made by a quorum at any annual general meeting provided a copy of the proposed amendment(s) has accompanied the notice calling the meeting.

## **Definition:**

### **Bed & Breakfast**

A bed & breakfast, often referred to as a B&B, is lodging traditionally operated out of a large single-family residence, but also may be housed in a specifically designed “home-like” facility. Guests are accommodated at night in private bedrooms, which may or may

not be equipped with private bathrooms. A common area is available for guests and hosts to gather. The owner, operator, or well-informed and trained staff offers personalized hospitality. A minimum of a continental breakfast is deemed to be included in the posted room rates and provided at no extra charge. Other meals may be offered on request.

### **Jurisdiction**

Authorities having jurisdiction will take precedence and supercede any clause contained herein.