

**LAS VEGAS TOURIST GUIDES GUILD
BY-LAWS (V3-0716)**

Article I. Organization

Section 1.01 Name. The name of this organization is the Las Vegas Tourist Guides Guild, established in January 2005 as a professional and educational association for individuals and organizations involved in the guided tour segment of the tourism industry.

Section 1.02 Purpose. The purposes of this organization are:

- (a) To increase the level of professionalism through continuing education of its members;
- (b) To raise public and private awareness of the tour guide profession;
- (c) To address issues regarding the tourism industry with appropriate private, public, and/or governmental groups;
- (d) To establish a professional standard by which all individuals and organizations involved in the tourism industry can be measured;
- (e) To promote dedication, information accuracy, professionalism and commitment as the hallmarks of an Association member.

Section 1.03 Location. The mailing address of this Association, meetings, gatherings and committee assemblies shall be held within the State of Nevada and delegated by the Executive Board.

Article II. Objectives

Section 2.01 The objectives of this Association are:

- (a) To provide a forum to enable its members to give visitors an educational and entertaining experience that embodies the spirit of Las Vegas.
- (b) To provide the highest degree of professionalism for tour guides and to provide professional and ethical standards against which our association of tour guides are measured.
- (c) To provide an opportunity for the exchange of experiences and opinions regarding the tour guide profession and issues pertinent to it, and to provide a forum for the development of common business interests, and for the camaraderie among its members.
- (d) To establish curricula and conduct a mandatory course of study for the training and certification of tour guides, and to provide continuing education for its members.
- (e) To cooperate with other related professions and organizations in a common endeavor to promote and enhance the public's perception of the tourism industry.

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Article III. Code of Ethics

Section 3.01 The Code of Ethics of the Association will be affirmed at each annual meeting. Each individual holding membership in the Association as a Corporate Member, Tour Guide Member and Associate Member is bound to uphold the Code of Ethics.

Code of Ethics

All members of the Association pledge to maintain the maximum degree of professionalism by adhering to the Association's Code of Ethics.

- (a) Strive for excellence in all aspects of the profession and personally guarantee the integrity and accuracy of the material presented.**
- (b) Extend professional respect and a spirit of cooperation to fellow guides.**
- (c) Maintain loyalty to the companies that contract for our services and protect the confidentiality of proprietary information.**
- (d) Uphold the Association's philosophy of aspiring to excellence through a program of certification and continuing education.**

Article IV. Membership

Section 4.01 Categories of Membership. The four categories of membership are as follows:

- (a) Corporate Member**
- (b) Tour Guide Member**
- (c) Associate Member**
- (d) Honorary Member**

Section 4.02 Criteria for Membership.

- (a) Corporate Member.** Businesses or organizations that support the objectives of the Association and who wish to actively participate in the functions of the Association may be invited to join or request membership in the Association as a Corporate Member. The ratio of Corporate Members to all other members shall be maintained at no more than one to three, i.e. one Corporate Member for every three members in all other membership categories.

Corporate Members are not entitled to vote or hold office. They may, however, take part in discussions during meetings of the Association.

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- (b) Tour Guide Member.** A Tour Guide Member is an individual who is a Certified Professional Tour Guide (CPTG) and who is employed to professionally, accurately and enthusiastically convey(s) to individuals or groups a thorough knowledge of the history, as well as a love and respect for the cultures and traditions of Las Vegas and surrounding areas. The application will be verified by the Membership Secretary.

Tour Guide Members in good standing are entitled to one vote and may hold any elected office.

GRANDFATHER CLAUSE: Non-certified Members of the Association as of December 1, 2015, will continue to be classified as Tour Guide Members as long as their membership does not lapse. The Association encourages non-certified Tour Guide Members to gain certification as state in the Code of Ethics, Article 3.4.

- (i) Sustaining Member.*** A Certified Professional Tourist Guide who has worked as a tour guide for 20 years or more may request to be changed to the Sustaining Membership category. The application must be made in writing to the Membership Secretary, who will submit the request to the Executive Board for final approval. Sustaining Membership dues shall be the same as for CPTG's. There will be no attendance requirements, but Sustaining Members may participate in all LVTGG activities and in discussions at meetings. Sustaining Members may not vote or hold elected office in the Association. Sustaining Members will be so listed in the LVTGG directory in the tour guide section, beginning in 2006.

- (c) Associate Member.** Individuals who desire to become Certified Professional Tourist Guides but who do not meet the definition set forth in Section 4.2B above, and other individuals who wish to support the Association by participation in its functions, may apply for membership as an Associate Member.

Associate Members are not entitled to vote or hold office. They may, however, take part in discussions during meetings of the Association.

- (d) Honorary Member.** An individual whose contributions to the Tourism Industry are exemplary and worthy of special recognition may be given Honorary Membership in the Association upon recommendation of the Executive Board and affirmative vote of the Association.

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Section 4.03 Dues. Dues must be received by January 31 to maintain membership and privileges. Members whose dues have not been received by that date will be dropped from the membership rolls, and will lose membership and all privileges, including Certified Professional Tour Guide status. A renewal notice will be sent during the fourth quarter.

Section 4.04 Amount of Dues. Any changes in the amount of annual dues shall be approved by a simple majority 50% + 1) of voting members present at the Annual Meeting.

Article V. Professional Education

Section 5.01 Initial Certification Program. The Association conducts a comprehensive program for certification of tour guides, developed to facilitate excellence in the profession. The skills standards training includes, but is not limited to:

- (a) Local, regional, and state core knowledge
- (b) Tour guide techniques, conduct and ethics
- (c) Testing of individual proficiency

Guides who successfully complete the required certification course will be awarded the Association's pin, signifying their status as a Certified Professional Tourist Guide.

Section 5.02 Annual Re-Certification Program. The Association conducts an educational program to provide re-certification each calendar year. Certified Professional Tourist Guides must be re-certified every two years.

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Article VI. Meetings.

Section 6.01 Monthly Meetings shall be set at the discretion of the Executive Board. Monthly meetings are not required.

Section 6.02 Annual Meeting. The annual meeting of the Association shall be held the first quarter of each year. The quorum requirement and voting eligibility will be determined by the membership rolls as of December 31 of the previous calendar year. At each annual meeting the voting members present shall, at a minimum:

- (a) Consider the report of the activities of the Executive Board.**
- (b) Consider the reports of each Standing and Designated Committee.**
- (c) Adopt the financial report.**
- (d) Adopt the annual budget.**
- (e) Read the Code of Ethics.**

Section 6.03 Notice of Meetings. Written notice of each meeting of the membership shall be given in the Association's website or other methods at the discretion of the Executive Board.

Section 6.04 Quorum. The presence at any meeting of twenty (20) percent of the voting membership of the Association shall constitute a quorum for any action except as otherwise provided in the bylaws. If a quorum is not present at any meeting, the voting members present shall have the power to adjourn the meeting.

Section 6.05 Voting. Any action requiring a vote shall be adopted by a simple majority of voting members present unless the bylaws stipulate a greater proportion of votes. Members may be present to vote, vote by proxy, by postal mail, or electronic communication. Methods of voting shall be determined by the Executive Board, all member's voting privileges shall be verified by the Secretary of the Association. Members must be in good standing to vote requiring current payment of annual dues.

Section 6.06 Agenda. A printed agenda shall be available prior to all meetings of the membership.

Section 6.07 Guests. Guests may attend a maximum of two (2) meetings during the calendar year. After two meetings, guests may request membership in an appropriate category. Additionally, the Executive Board may designate any meetings as "Members Only" for good reason. Members will be notified of such meetings through the Association's newsletter.

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Article VII. Nomination and Elections of Officers

Section 7.01 Nomination. Nomination of officers of the Association shall be made by the Nominating Committee. Nomination for annual election of officers shall be submitted by the Nominating Committee to the Executive Board for publication in the Association's newsletter at least thirty (30) days prior to the November meeting. Further nominations, with prior written consent of the nominee, may be made by:

- (a) At least three (3) voting members of the Association by forwarding to the Nominating Committee the name(s) of the proposed candidate(s) at least fourteen (14) days prior to the November meeting; or**
- (b) From the floor with prior verbal or written consent of the nominee and with no verbal or written endorsements from voting members of the Association.**

Section 7.02 Elections. Election of officers of the Association shall be by secret ballot at the November meeting. Votes will be counted by the Election Committee and reported to the membership. Candidates receiving a simple majority of votes cast shall be elected. Unopposed candidates may be approved by acclamation of so desired by the membership and a motion is made and approved to that effect.

All election materials will be retained by the Recording Secretary for thirty (30) days following the election.

Section 7.03 Assumption of Office. Officers elected at the November meeting shall assume their offices immediately following the conclusion of the annual meeting in January. Officers elected at any other meeting requiring a special election to fill an office shall assume their office immediately following the conclusion of that meeting.

Section 7.04 Vacancies. Vacancies in any elected office shall be filled for the unexpired term by the general membership. Notice of such election will be given in the Association's newsletter.

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Article VIII. Officers

Section 8.01 Designation and Duties. The officers of the Association and their duties are as follows:

- (a) President. (Must be a Certified Professional Tourist Guide).**
 - (i) Provides overall leadership and focus to the Association.*
 - (ii) Presides over monthly meetings and the annual meeting.*
 - (iii) Appoints chairpersons to Standing Committees and Designated Committees, with the concurrence of the Executive Board, unless otherwise specified in the bylaws.*
 - (iv) Represents the Association in an official capacity or delegates such authority.*
 - (v) Charts future goals and objectives of the Association with the Executive Board.*
 - (vi) As a de facto member of all committees, provides advice and consent on all committee affairs.*
 - (vii) Chairperson and member of the Executive Board.*

- (b) Vice President. (Must be a Certified Professional Tourist Guide).**
 - (i) Presides over monthly meetings in the absence of the President.*
 - (ii) Responsible for planning monthly program and special events.*
 - (iii) Represents the Association at special projects/functions as directed by the President.*
 - (iv) Serves as a member of the Professional Education Committee.*
 - (v) Vice Chairperson and member of the Executive Board.*

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(c) Recording Secretary.

- (i) Record minutes of monthly and annual meetings and other meetings as necessary.*
- (ii) Publishes minutes of monthly and annual meetings for distribution to the membership.*
- (iii) Presides over monthly meetings in the absence of the President and Vice President.*
- (iv) Maintains the official records of the Association.*
- (v) Member of the Executive Board.*

(d) Treasurer

- (i) Maintains checking account and furnishes monthly written financial report.*
- (ii) Provides official receipts for all funds received.*
- (iii) Disburses funds as necessary.*
- (iv) Prepares the annual budget for consideration at the annual meeting.*
- (v) Member of the Executive Board.*

(e) Membership Secretary

- (i) Collects all annual membership dues for the association.*
- (ii) Maintains and publishes membership rosters, by categories, as needed.*
- (iii) Verifies new member applications.*
- (iv) Member of the Executive Board.*

Section 8.02 Term of Office. Each elected officer shall serve for a term of one (1) year. Each elected member-at-large shall serve for a two (2) year term.

Section 8.03 Removal. Any elected officer of the Association may be removed for good reason by a two-thirds vote of the voting membership present at a monthly meeting of the Association.

Section 8.04 Compensation. No officer shall receive compensation for services rendered to the Association. However, any officer may be reimbursed for expenses.

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Article IX. Finances

Section 9.01 Fiscal Year. The fiscal year of the Association shall commence on January 1 and end on December 31 of each calendar year.

Section 9.02 Annual Audit. The books and financial statements of the Association shall be audited each year within (45) days following the expiration of the previous fiscal year. The audit will be performed by a Designated Committee of three (3) individuals appointed by the incoming Executive Board for that purpose.

Section 9.03 Methods of Payment. All instruments of payment (checks, money orders, drafts, etc.) will be signed by the Treasurer or the President or the Vice President. Two signatures are required on checks over \$250.00.

Section 9.04 Contracts. Contracts and other documents requiring the signature of the Association shall be signed by the President and the Treasurer of the Association.

Section 9.05 Requirements. Members may be reimbursed for expenses pre-approved by the Executive Board. Receipts must be attached to the Association's Expense Form.

Section 9.06 Dissolution. When this Association dissolves, the assets remaining after payment of all Association obligations will be dispersed at the discretion of the Executive Board.

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Article X. Committees

Standing Committees. These committees are those with ongoing responsibilities that benefit the Association and its membership. Chairpersons, with the exception of the Executive Board, are appointed by the President and approved by the Executive Board, and will serve for a term of one year, and may be re-appointed for an additional one year term. Committee Chairpersons and committee members serve at the pleasure of the Executive Board. A committee chairperson who wishes to resign an appointment prior to the expiration of the appointed term must submit a letter of resignation to the Executive Board.

- (a) **Executive Board.** This Board, comprising of the President, Vice President, Recording Secretary, Treasurer, Membership Secretary and four Members-at-Large, plus the Immediate Past President of the Association, shall total ten (10) members. The Immediate Past President shall be a non-voting member of the Executive Board. For purposes of filling the Member-at-Large positions two (2) persons will be elected to two (2) year terms. And two (2) members will be elected to one (1) year terms. Term durations for Member-at-Large will be determined by ranking ballots received during the election from greatest to the least. The Executive Board shall meet no less than quarterly. The duties of the Executive Board are as follows:

 - (i) To represent the membership in deliberations and decisions affecting the Association and its membership.*
 - (ii) To insure that all members are professionally trained, certified, and supported in all areas of the tourism industry where we work.*
 - (iii) To speak for the membership on subjects determined by the Board to be appropriate, after consultation, with the membership, when necessary.*
 - (iv) To appoint individual members, as necessary, to usual and customary positions of service to the Association.*
 - (v) Responsible for monthly publication of the Association newsletter.*
- (b) **Nominating Committee.** Composed of a Chairperson and one (1) member appointed by the Executive Board and three (3) members elected by the membership at the July meeting of the Association. The duties of the Nominating Committee are specified in Article VII, Section 7.01.

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- (c) Professional Education Committee. Composed of a Chairperson and four (4) or more members. The duties of the Committee are as follows:
- (i) To plan and conduct a Professional Tourist Guide Training and Certification course when deemed necessary by the Executive Board after reviewing the recommendation of the Education Committee. The course format, length, and content will be reviewed annually to insure that the course is meeting the needs of the students and the tourism industry.*
 - (ii) To establish and administer a recertification program. This program will enable Certified Professional Tourist Guides to maintain their certification from year to year.*
- (d) Social and Hospitality Committee. Composed of a Chairperson and other members as needed. The duties of the Committee are as follows:
- (i) To perform welcoming functions at monthly and special events.*
 - (ii) To plan and coordinate special events.*
 - (iii) To arrange for refreshments at monthly meetings when appropriate.*
- (e) Ethics and Professional Committee. Composed of a Chairperson and two (2) other members. The duties of the Committee are as follows:
- (i) To review the adopted Code of Ethics annually and present proposed revisions, if any, to the Executive Board for consideration at the annual meeting.*
 - (ii) To promote professionalism within the Association through training and education as required.*
- (f) Public Relations Committee. Composed of a Chairperson and two (2) committee members. The duties of the Committee are as follows:
- (i) To manage all phases of media relations on behalf of the Association, with Executive Board oversight.*
 - (ii) To develop and distribute media kits and press releases to raise the awareness level of the community at large and other segments of the tourism industry about the tour guide profession and the objectives and activities of the Association.*
- (g) Bylaws Committee. Composed of a Chairperson and four (4) members. The duties of the Committee are as follows:
- (i) To review proposed amendments submitted by the membership.*
 - (ii) To forward to the Executive Board, proposed amendments for publication thirty (30) days prior to the meeting at which they will be presented for ratification.*

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(h) **Website Committee.** Composed of a Chairperson and two (2) members. The duties of the Committee are as follows:

(i) To develop and maintain the official LVTGG website.

(ii) To report as necessary to the Executive Board the status, use and major changes.

Section 10.02 Designated Committees. These committees are established by the Executive Board to study and recommend action on special issues/projects pertinent to the Associations objectives. Committee chairpersons and committee members serve at the pleasure of the Executive Board. A committee chairperson who wishes to resign an appointed term must submit a letter of resignation to the Executive Board.

Article XI. Bylaws

Section 11.01 Application of Bylaws. Bylaws adopted by the Association enter into effect after the closing of the meeting during which they were adopted, unless some other date is specified.

Section 11.02 Proposed Amendments. Any proposed amendment must be submitted to the Bylaws Committee.

Section 11.03 Adoption of Bylaws. The adoption on any bylaw of the Association shall be approved by a two-thirds vote of the voting members present.

Article XII. Amendments

These bylaws may be amended by a two-thirds affirmative vote of the voting members present at any meeting, provided that notice has been given for such an amendment thirty days prior to the meeting at which it is to be presented for ratification. A full text of such amendments shall be provided to the membership at least ten (10) days prior to the date they shall be acted upon.

Article XIII. Parliamentary Authority

The rules contained in the current edition of Roberts Rules of Order shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules the Association may adopt.