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**BYLAWS
OF THE
HUNTSVILLE/MADISON COUNTY HOSPITALITY ASSOCIATION**

**ARTICLE 1
NAMES AND LOCATION**

Section 1.1 GOVERNING BYLAWS

These Bylaws, upon adoption, shall replace the Bylaws of the Huntsville Hotel/Motel Association which were adopted on June 20, 1996.

Section 1.2 NAME

This Association shall be the HUNTSVILLE/MADISON COUNTY HOSPITALITY ASSOCIATION, INC.

**ARTICLE 2
NATURE AND PURPOSE**

Section 2.1 PURPOSE

The purpose of this Association is to unite representatives of the hospitality and tourism industry, including Lodging, Restaurant, Tourism & Travel and Allied Industries for the promotion and protection of their common interests.

Section 2.2 MEMBERSHIP

This Association is a membership organization and shall be a non-profit, non-stock Alabama Corporation.

Section 2.3 LIMITATIONS

This Association shall not be used for the promotion of any political party or faction, or the candidacy of any person seeking public office.

No Officer or Director of the Association shall receive directly or indirectly, any remuneration for services rendered in his/her capacity as Officer or Director, or in any other capacity, unless authorized by the Bylaws of the Association or the Board of Directors.

Notwithstanding any other provision of these Bylaws the Association shall not conduct or carry on any activities not permitted to be conducted or carried on: (a) by an organization exempt under the Internal Revenue Code and Regulations as they now exist or as they may hereinafter be amended, or (b) by an organization, contributions to which are tax deductible under such Code and regulations as they may now exist or as they may hereinafter be amended.

ARTICLE 3 **OBJECTIVES**

Section 3.1 **OBJECTIVES**

The objective of the Association shall be to represent the common interests of the Lodging, Restaurant, Tourism & Travel, and Allied Industries with particular Attention to the following:

- A. Fostering cooperative action in advancing by all lawful means the common purposes of its members.
- B. Providing through publications, meeting and seminars information and education for its membership regarding:
 - 1. Laws, governmental regulations, legislation and other matters affecting them.
 - 2. Improvements in services and products offered to the public, increased operating efficiencies and effective marketing methods.
 - 3. Selecting and training employees and maintaining good employee relations.
- C. Encouraging lawful and ethical conduct and trade practices.
- D. Maintaining cooperative relations with allied industries and organizations.
- E. Providing services for member establishments that are properly within the scope of a representative trade association such as communications, research and information.
- F. Participate in trade shows, exhibitions and other events to promote the Hospitality Industry.

ARTICLE 4
MEMBERSHIP

Section 4.1 **COMPOSITION**

The membership of the Association shall be composed of establishments, (persons, firms or corporations) engaged in business within the Madison County area in one of the industry divisions set forth herein which meet the qualifications of these Bylaws and are duly approved for membership.

Section 4.2 **INDUSTRY DIVISIONS**

Membership in the Association shall be in the name of an establishment in one of the following Industry divisions:

- A. **Lodging:** An establishment engaged in owning, operating or managing a licensed public lodging business, including resorts, conference centers, hotels, bed & breakfasts, motels, inns, condos/vacation, rentals, campgrounds and any other entity who collects lodging tax.
- B. **Restaurant:** An establishment engaged in owning, operating or managing a licensed public food or beverage serving establishment.
- C. **Tourism & Travel:** An establishment owning, operating or managing a licensed business engaged in tourism, recreation, travel and/or transportation including but not limited to attractions, fairs & festivals,, destination marketing organizations, regional tourism organizations, transportation companies, car rental agencies, park/recreational facilities, sporting events, travel agents, travel organizations, parks/historic sites.
- D. **Allied:** Any organization not engaged in a lodging, restaurant, or tourism & travel business, as defined above, who is a purveyor or consultant to such establishments including suppliers of products/equipment food/beverage products, services, retail sales, educational institutions, students, educators, members of the media and others supporting the hospitality and tourism industry.

Section 4.3 **QUALIFICATIONS FOR MEMBERSHIP**

To qualify for membership an applicant must meet the requirements for the classification under which he seeks admission, file the proper membership applications and pay the prescribed dues amount.

Section 4.4 MEMBER CLASSIFICATIONS

Active: Any lodging, restaurant, tourism & travel or allied establishments as defined above, may be eligible for Active membership in the Association. All active members shall be entitled to vote.

Section 4.5 APPLICATIONS FOR MEMBERSHIP

All applications for membership in the Association shall be in writing on forms furnished for that purpose, and filed with the President or Executive Director of the Association. All applications for membership shall be filed in the name of the establishment making application and shall designate an owner, manager or other operations official from said establishment to represent the applicant in the Association.

Section 4.6 MEMBERS IN GOOD STANDING

All members who maintain their membership by the payment of dues and compliance with the provisions of the Bylaws and other duly adopted regulations shall be considered in good standing and entitled to the full privileges of membership to which their classification entitles them. Only members in good standing may be entitled to vote, to hold office or otherwise to enjoy the rights and privileges of membership.

Section 4.7 RESIGNATION

Any member may resign at any time, but such resignation shall not become effective until accepted by the Board of Directors and shall not relieve the resigning member from the payment dues for the unexpired portion of the current fiscal year or give any right to rebate on dues paid or any right to pro-rate or other share of the assets of the Association, nor shall such resignation or withdrawal be deemed to waive liability for the payment of other amounts owing to the Association. All resignations shall be made in writing to the President.

Section 4.8 DISMISSAL AND REMOVAL

The Association shall have the right to exclude, suspend or expel a member in the following manner: The Board of Directors, at any meeting, by two-thirds vote of those present, may terminate the membership of any member who in its judgement has violated the Bylaws or who has been guilty of conduct detrimental to the best interest of the Association. Such action by the Board of Directors shall be final and shall cancel all rights, interests, and privileges of such member in the services or resources of the Association. For any cause other than non-payment of dues, removal shall occur only after the member complained against has been advised of the complaint lodged against him/her and has been given ten (10) days in which to reply; and such member, if removed, may appeal the decision of the Board at the next meeting of the Board of Directors; provided that written notice of the intent to appeal is provided to the President at least twenty (20) days in advance of the Meeting.

ARTICLE 5
BOARD OF DIRECTORS

Section 5.1 **AUTHORITY**

The property, business and affairs of the Association shall be managed under the Direction of the Board of Directors

Section 5.2 **COMPOSITION OF THE BOARD OF DIRECTORS**

A. The Board of Directors shall consist of the following: three directors from the lodging component, three directors from the restaurant component, three directors from the tourism & travel component, and three directors from the allied components. The directors shall be elected by the membership and have the power to vote. The immediate past President shall serve as a honorary voting member of the Board of Directors.

B. **EX-OFFICIO NON-VOTING MEMBERS OF THE BOARD**

The Executive Director will serve as non-voting member.

Section 5.3 **NOMINATING OFFICERS/DIRECTORS**

A. At least ninety (90) days prior to the date selected for the Annual Meeting, the President shall appoint a Nominating Committee which shall consist of: The Immediate Past President, if he/she remains active in the Association and one Director from each component.

B. At least sixty (60) days prior to the Annual Meeting the Chairman of the Nominating Committee shall advise the membership by letter or general bulletin of the positions to be filled on the Board of Directors by election at the Annual Meeting; and he/she shall request the membership suggest to the Chairman of the Nominating Committee the names of members who are highly qualified, willing and able to fill such positions, such suggestions to be received by the Chairman of the Nominating Committee within ten (10) days after said notice or bulletin is sent to the membership.

C. The Nominating Committee shall meet at least forty (40) days prior to the Annual Meeting to select a slate of candidates to fill the elective positions on the Board of Directors. In selecting such candidates the Committee shall give due consideration to their potential for enhancing the efforts and influence of the Association, the degree of their active participation in committee programs and other activities of the Association in the past, as well as their regularity in attendance at all Association meetings which they had a responsibility to attend during the previous years; and the Committee shall nominate those members in good standing whom they believe best qualified to serve the interest of the Association.

- D. At least thirty-five (35) days prior to the Annual Meeting the Nominating Committee shall report to the President the names of all such nominees who have been selected; and the President shall cause such list of nominees to be published in a bulletin or notice to the membership at least thirty (30) days prior to the annual Meeting.

- E. Additional nominations for election to the Board of Directors may be made by a member in good standing by submitting in writing the name and business address of such additional nominees, supported by the signatures of the ten (10) active members, indicating the specific position (Industry, etc.) on the Board for which he/she is nominated; and by certifying that such additional nominee has given consent for his/her name to be placed in nominations; and by mailing such nomination and supporting documentation to the President in time to be received by him/her at least fifteen (15) days prior to the Annual Meeting. Such additional nominees must be a member in good standing who meet the qualifications for Directors to fill the specific position for which nominated.

Section 5.4 ELECTION OF OFFICERS/DIRECTORS

At the Annual Meeting the membership will elect Officers and members of the Board of Directors from the candidates who have been duly nominated and who meet geographical, industry and other qualifications in the Bylaws.

Officers/Directors shall be elected by a majority of the votes of the members present and voting at the Annual Meeting. There shall be no voting by proxy. If for any reason such officers/directors are not elected at the Annual Meeting, they shall be elected as soon after the Annual Meeting as practicable by a ballot distributed to the members in good standing and counted under the direction of the President.

Section 5.5 TERMS OF OFFICE OF DIRECTORS

Elected Directors shall hold office for a term of three (3) years beginning at the time of their election to office or until their successors are elected. Terms of office shall be so staggered so that annually one-third (1/3) of the elected directorships become available.

Section 5.6 RE-ELECTION OF DIRECTORS

No Director who has been elected by the membership for two three (3) year terms shall be eligible for re-election until one (1) year following the expiration of his/her most recent term of office.

Section 5.7 VACANCY IN ELECTIVE DIRECTORSHIPS

Vacancies of Officers on the Board of Directors shall be filled by the Board of Directors at any duly called meeting thereof, but only until the next Annual Meeting at which time the members shall elect a director for the unexpired term for said vacancies.

Section 5.8 CHANGE OF STATUS OF ELECTED OFFICERS AND DIRECTORS

Elected Officers and Directors whose connection with an establishment holding membership in good standing is severed or terminated shall automatically cease to occupy the office to which elected and such vacancy shall be filled as prescribed by these Bylaws.

Section 5.9 MEETINGS OF THE BOARD

The Board of Directors shall meet at least quarterly at such times and places as it may elect. The elected President shall preside at all meetings of the Board of Directors. In his/her absence the Vice-President shall act as President. In the absence of both the President & Vice-President the assembled group shall elect a member in good standing to preside over the meeting. Notice of meetings of the Board of Directors shall be sent to each Director by the President or Executive Director or as the Board may otherwise direct but no failure in delivery of such notices shall invalidate the meeting or any proceedings taken thereat.

Section 5.10 QUORUM

At any regular or special meeting of the Board of Directors, a quorum shall consist of a majority of the members of the Board of Directors eligible to vote, and a majority of the votes cast by the Board members present at any meeting at which a quorum is present shall be necessary and sufficient for the transaction of any business unless otherwise provided in these Bylaws.

Section 5.11 REMOVAL

Any Officer or Director may be removed for cause by the Board of Directors by two-thirds (2/3) vote of the Directors present and voting in a regular or Special Meeting for which advance notice to all Officers or Directors of not less than twenty (20) days shall be given in accordance with such proceedings as the Board of Directors may determine. A Director's absence for three (3) consecutive meetings of the Board of Directors may constitute just and proper cause for his/her removal from the Board. However, if no notice was received by the Board Member in question, the Director will not be removed from the board. Upon such removal of an Office or Director, his/her office shall be filled as prescribed by these Bylaws.

Section 5.12 AUTHORITY TO BIND ASSOCIATION

The Board of Directors except as otherwise limited in the Bylaws, may authorize any Office or Officers, agent or agents, in the name of and on behalf of the Association to enter into any contract or to execute or deliver any instruments, and such authority may be general or confined to specific instances; and, unless so authorized, no Officer or agent or employee shall have the power or authority to bind the Association.

ARTICLE 6
DUTIES OF OFFICERS

- Section 6.1 The duties of the Officers of the Association shall be such as are implied by their respective titles and such as are specified in these Bylaws. Each Officer shall keep accurate record of his/her work and turn them over to his/her successor.
- Section 6.2 The President shall be the Chief Executive Officer of the Association and of the Board of Directors. He/she shall preside over all meetings of the Association and the Board of Directors. He/she shall be an Ex-Officio member of the committees except the Nominating Committee. He/she shall appoint all committee chairmen, such appointments are subject to the approval of the Board of Directors. The President and the Treasurer shall sign all written contracts and obligations of the Association, which must have prior approval of the Board of Directors, to be legal and binding. He/she shall perform such other duties as may be necessary for the wellbeing of the Association.
- Section 6.3 The Vice-President shall be vested with all the powers and shall perform all the duties of the President in the absence or disability of the latter. In addition, he/she shall assist the President in carrying out the functions of his/her office and perform such duties as may be assigned to him/her by the Board of Directors. He/she shall automatically assume the office of President in the event of a vacancy. He/she will work with the social committee coordinating the speakers and location for monthly meetings.
- Section 6.4 The Secretary/ or Executive Director shall keep the minutes of the Association; maintain accurate lists of members, Directors, and Officers; conduct the correspondence of the Association; give the required notice of all meetings; notify members of their election to membership and chairmen of committees of their appointments; have custody of all books, records and papers except those in possession of the Treasurer. Copies of all correspondence in the name of the Association shall be filed with the Secretary. The Secretary shall secure desirable publicity for the Association and shall be responsible for such publications as the Board of Directors shall authorize.
- Section 6.5 The Treasurer shall have custody of all funds, securities, fiscal papers, and other tangible assets of the Association. The treasurer shall receive and deposit in the name of the Association in a bank selected by the Board of Directors the revenues of the Association; issue receipts; pay its bills as authorized by the Board of Directors; collect all dues from members; provide and maintain full and complete records of all assets, liabilities,

receipts, and expenditures; prepare and submit at each regular meeting of the Association and the Board of Directors a financial statement of the current condition of the Association; and prepare or cause to be prepared any such tax reports as local, state, and federal agencies may require. The Treasurer shall prepare a list of members in good standing and submit it to the Nominating Committee Chairman at the annual meeting. If requested, the Treasurer shall submit all records to auditors appointed by the President.

ARTICLE 7 COMMITTEES

- Section 7.1 The President shall appoint the Chairmen and Members as deemed necessary for each standing Committee. The Committee Chairman may appoint any other Committee Members. All Committee Chairman shall serve for one year or until their successors are appointed.
- Section 7.2 Responsibilities of the standing Committees are as follows;
- A. Government Affairs
To maintain vigilance on legislative activity and report to the Board of Directors any pending or proposed city, state, or national legislation affecting the interests of the hotel/motel industry and to recommend a line of action by the Association if deemed necessary.
 - B. Communications/information
To maintain and update a library of information for members needs. To assure newsletters, minutes and the like are sent to members on a timely basis and are informative and worthwhile to all membership areas.
 - C. Program/Social
To arrange programs for all regular Association meetings. Programs should be well coordinated and in harmony with the purpose of the Association.
 - D. Project Committee
May include Golf Tournament, Taste of Huntsville, Pineapple committees and other events as designated.
 - E. Education
To plan and execute education projects and activities for the Association, to work with local educational facilities to see that opportunities for increasing their knowledge in regard to the hospitality industry, and to inform Association members of all educational opportunities available and encourage their attendance.
 - E. Membership
To recruit additional members, to present the names of applicants and relevant information about them to the Board of Directors for their approval, and to present new members to the Association at its regular meetings.

- G. Nominating
To nominate a varied group of leaders in their respective areas who will carry out the Associations goals.

- H. Bylaws
To annually review and at any time propose in writing, addressed to the President, the proposed amendment cancellations or additions to any existing provision of the Bylaws.

ARTICLE 8
DUES

Section 8.1 **ANNUAL DUES**

The annual dues of each Association member shall be in such amount as may be determined from time to time by the Board of Directors and shall be payable in advance of the first day of January each year.

Section 8.2 **ADJUSTMENT AND PAYMENT OF DUES, PENALTIES FOR NON-PAYMENT AND TERMINATION FOR NON-PAYMENT**

In case of unusual conditions or circumstances, either permanent or temporary, affecting any member of the Association, the Board of Directors by two-thirds (2/3) vote of those present voting at any meeting of the Board may suspend reduce the amount of dues to be paid by such member, or may use different methods of computation; and may limit or restrict the rights and privileges of any such member.

If all or any part of the annual dues are not paid when due, the President or Executive Director shall notify such member in writing and if such dues are not paid within sixty (60) days after mailing of such notice, the President shall notify such member by mail of suspension from all privileges of membership in the Association.

Unless the time for payment has been postponed as provided herein or extended by the Board of Directors, non-payment of delinquent dues or any installment thereof, within one hundred twenty (120) days after the same dues are due, shall automatically result in termination and forfeiture of membership without further notice.

In the event of termination of membership under this section, such member shall, upon written request of the Association, return its membership certificate, badges, decals and any other material furnished to it by the Association within two (2) weeks after the mailing of such request. Termination of membership shall not give any right to rebate of dues paid or any right to pro-rata or other share of the assets of the Association, nor shall such termination or withdrawal be deemed to waive liability for payment of other amounts owing to the Association.

None of the forgoing shall relieve the Association member of the responsibility for payment of dues owing at the time of termination or from promptly advising the Association of resignation as required herein.

Section 8.3 REINSTATEMENT

Any individual whose membership has been terminated for any reason as determined by the Board of Directors may be considered for reinstatement upon submission of a new application for membership. Dues shall be charged from the date of such reinstatement.

Section 8.4 POWER TO WAVE

The Board of Directors may postpone, suspend, cancel or waive payment any dues, assessments, or other indebtedness of a member for any period.

ARTICLE 9
MEMBERSHIP MEETINGS

- Section 9.1 The Annual Meeting of Members of the Association for the election Officers and Directors and the transaction of any business relating to the affairs of the Association shall be held on such date and at such time and places as may be designated by the Board of Directors. If, due to an extenuating circumstance, such Annual Meeting or Special Meeting of the members of the Association cannot be held, the Board of Directors may by resolution provide for other means of electing Officers and Directors and taking such action if necessary.
- Section 9.2 The Secretary-Treasurer, at the direction of the President shall cause notice of each Annual Meeting to be sent to each member in good standing not less than twenty (20) days or more than fifty (50) days prior to the meeting, but no failure or defect in the delivery of the notice shall invalidate the meeting or any signing of a formal waiver by the members, by conduct where attendance occurs without notice, or by ramifications of actions taken in the meeting.
- Section 9.3 A Special Meeting of the Members may be held at any time and place upon call of the Board of Directors, or President, which it may give on its own initiative or which it shall give upon a written request stating the purpose of the meeting by 10 percent (10%) of the members eligible to vote. The notice of such Special Meeting shall be made to each member by the President not less than twenty (20) days prior to the Meeting and shall state the purpose thereof.
- Section 9.4 At any regular or Special Meeting of the membership, a quorum shall consist of 20% of the members in good standing and eligible to vote, and a majority of the vote cast by the members present at any meeting of the membership at which a quorum is present shall be necessary and sufficient for the transaction of any business unless otherwise provided in these Bylaws. If a majority of the membership shall not be present at an Annual Meeting of the Members of the Association, the President, may adjourn such meeting from time to time, without notice other than by announcement at the meetings, until a quorum consisting of a majority of the membership shall be present.
- Section 9.5 At all Meetings of the Membership of the Association, a vote shall be cast in person by the duly designated representative of a member establishment on good standing. There shall be no voting by proxy except authorized and prescribed by the Board of Directors.

ARTICLE 10
FUNDS

- Section 10.1 A reserve fund may be established and maintained by the Association for the purpose of providing the income from funds which may be utilized to insure continuous extension and development of activities in general furtherance of the purposes of the Association. The principal of this reserve shall be accumulated (1) through dues as provided in the Bylaws, and (2) through any other source of income or from funds as specifically voted by the Board of Directors.
- Section 10.2 No appropriation shall be made from the principal of the reserve fund except upon affirmation vote of the Board of Directors at a meeting of the Board to be held not less than twenty (20) days after the proposal has been submitted in writing to the entire Board of Directors. If less than a majority of the entire Board is present at such meeting, the President shall within ten (10) days thereafter transmit by mail such proposal to each member of the Board of Directors for a vote. If the President shall have received within the ten (10) days thereafter votes in writing in favor of the proposal signed by a majority of the entire Board of Directors, such proposal shall be deemed to be adopted with the same force and effect as if it has been adopted at a duly constituted meeting.
- Section 10.3 The Board of Directors shall have the power to establish and maintain funds other than the reserve fund for specified purposes consistent with the objectives of the Association, such purposes to be stated by the Board of Directors when and if such funds are established. The Board of Directors shall also have the power to make provision for any necessary and appropriate standards and procedures relating to the investment and utilization of such other funds.
- Section 10.4 In the case of dissolution of the Association and liquidation of its affairs, any money or other assets remaining after the payment of all obligations shall be distributed for such charitable or educational purposes as the Board of Directors may determine or direct unless the Board of Directors votes to merge with another Association or Associations together with a merger of the Association's funds; and in every case the final decision and the determination of the Board shall be final and conclusive upon all persons in any way interested.

ARTICLE 11
BYLAWS

- Section 11.1 Subject to the Articles of Incorporation, the basic rules for the management and governance of the Association shall be set forth in the Bylaws. The Board of Directors shall approve the Bylaws and any changes or amendments thereof.
- Section 11.2 The Bylaws may be amended, repealed, or added to in the following manner only:
- A. The Officers or the Bylaws Committee, or one-third (1/3) of the Members of the Association eligible to vote may at any time propose in writing, addressed to the President, the proposed amendment or deletion of an addition to any existing provision or provisions of the Bylaws.
 - B. The President shall present such proposed amendment, repeal or addition at the next regular or special meeting of the Board of Directors and shall incorporate in the notice of that meeting a statement that such proposed amendment, deletion or addition will be considered. No such proposed amendment, deletion or addition shall be considered at any Meeting of the Board of Directors unless such notice has been given to each member of the Board of Directors not less than ten (10) days prior to its meeting.
 - C. A proposed amendment must be presented to the Board of Directors for their approval at least two (2) weeks prior to the meeting at which it is moved for adoption. With approval of the Board of Directors, notice of the proposed amendment shall be mailed to each member of the Association no more than one (1) week after it was presented to the Board of Directors. An affirmation vote by two-thirds (2/3) of the members present at a regular meeting is required to pass an amendment.
 - D. Amendments, deletions, or additions to the Bylaws by the Board of Directors shall be noted in the minutes.

ARTICLE 12
INTERIM PROVISIONS

Notwithstanding any provisions of these Bylaws to the contrary to provisions set forth in this Article 12 shall be controlling over any conflicting or contradictory term or condition in the Bylaws for the interim period noted. Following the expiration of such designated interim period, the provisions of this Article 12 shall be null and void, and shall, without any formal action on the part of the Board of Directors or the members of HMCHA, be stricken from the Bylaws.

Section 12.1 **NOMINATION AND TERMS OF OFFICE INITIAL FOR BOARD OF DIRECTORS**

The current President of the Huntsville Hotel & Motel Association shall appoint a Nominating Committee to present nominations to the membership for a vote. The nominees, being duly elected by the membership, shall serve until the 1997 Annual Meeting, when, directorships expiring in 1997 shall be filled by the nomination process as provided for in these bylaws. Thereafter, all nominations shall be governed as set forth in these Bylaws.

APPROVED: _____ by a vote of the Membership of the
Huntsville Madison County Hospitality Association.

Recap

COMPONENTS OF THE HUNTSVILLE/MADISON COUNTY HOSPITALITY ASSOCIATION:

Membership in AHA is open to all segments of the hospitality and tourism industry and is categorized into three areas.

1. Lodging:
An establishment engaged in owning, operating or managing a licensed public lodging business within Madison County, including resorts, conference centers, hotels, bed & breakfasts, motels, inns, condos/vacation rentals, campgrounds and any other entity who collects lodging taxes.

2. Restaurant:
An establishment engaged in owning, operating or managing a licensed public food or beverage serving establishment.

3. Travel:
An establishment engaged in owning, operating or managing a licensed business within Madison County engaged in tourism, recreation, travel and/or transportation including but not limited to attractions, fairs & festivals, destination marketing organizations, regional tourism organizations, transportation companies, park/recreational facilities, sporting events, travel agents, travel organizations, parks/historic sites & retail sales.

4. Allied:
Any organization not engaged in a lodging, restaurant, or tourism & travel business, as defined above, who is a purveyor or consultant to such establishments including suppliers of products/equipment, food/beverage products, services, educational institutions, students, educators, members of the media and others supporting the hospitality and tourism industry.

LEADERSHIP OF THE HUNTSVILLE/MADISON COUNTY HOSPITALITY ASSOCIATION

The nominating committee of the Huntsville/Madison County Hospitality Association will nominate a twelve (12) member Board of directors.

The original board will be appointed as follows in order to stagger the terms: four (4) members of this 12 member board will be appointed to one year terms, four (4) members to two year terms and four (4) members to three year terms.

Thereafter, Board members shall hold office for a term of three (3) years from their election to office or until their successors are elected. Terms of office will be staggered so that annually one-third of the elected directorships become available.

