



New Mexico

Bed & Breakfast Association

P.O. BOX 70513 • ALBUQUERQUE, NEW MEXICO 87197-0513 • www.nmbba.org • info@nmbba.org

REPLY TO:

PRUDY ABELN, MEMBERSHIP CHAIR
P.O. BOX 2069 • TAOS, NM 87571
575-758-0613 • membership@nmbba.org

Dear Prospective Associate Member,

Thank you for your interest in the New Mexico Bed & Breakfast Association. The benefits of joining our Association as an Associate Member are as follows:

- Access to our membership mailing list.
- An opportunity to promote your products/services to our members.
- An opportunity to attend our bi-annual meetings and display your information.
- Opportunities for co-operative advertising.
- Listing on our website as an Associate Member.

The annual fee for Associate Membership is \$100. Please don't hesitate to call me if you have any questions. We look forward to receiving your completed application.

Sincerely,

Prudy Abeln

Prudy Abeln
NMBBA Membership Chair

APPLICATION FOR ASSOCIATE MEMBER STATUS

Name _____

Name of Business _____

Address (Street/City/State/Zip) _____

Mailing Address if different _____

Telephone _____ Toll-Free _____ Fax _____

Website Address _____ E-Mail Address _____

Nature of Business or Relationship to Bed & Breakfast Industry: _____

Please provide a description (2-5 sentences) of your product or service. We will use this in your listing on the NMBBA website (use another sheet if needed):

CERTIFICATION: With my signature(s), I (we) certify that the information on this application is, to the best of my (our) knowledge, complete and accurate. I (We) acknowledge receipt of a copy of the By-Laws and Standing Rules for the New Mexico Bed & Breakfast Association and agree to abide by them.

Date _____ Signature(s) _____

Return completed form with your check for \$100 payable to NMBBA to: Prudy Abeln, NMBBA Membership Chair
P.O. Box 2069 • Taos, NM 87571

As adopted 11/94
As amended 1/96
As amended 5/99
As amended 11/01
As amended 5/05
As amended 5/09
As amended 5/10

NEW MEXICO BED & BREAKFAST ASSOCIATION BYLAWS

ARTICLE I NAME, OFFICE AND PURPOSE

1. The name of this Corporation is NEW MEXICO BED & BREAKFAST ASSOCIATION (the Corporation).
2. The principal office of the Corporation shall be in Santa Fe, New Mexico at 215 Washington Avenue initially, and thereafter, if changed, to an address designated by the Board of Directors. The principal office may be at the business or residence of any officer of the Corporation. The corporation may also maintain offices at such other places as the Board of Directors may from time to time determine.
3. The purpose of this Corporation is to create a high standard of service, cleanliness, safety and ethics in member lodging facilities as prescribed in the Corporation's Standing Rules. The Corporation will have charge and responsibility to consider, promote and deal with matters common to the membership and act as its representative, including the promotion of the Corporation and its members throughout the tourism industry.

ARTICLE II MEMBERSHIP

1. The Corporation shall have members. The members will have the powers designated by these Bylaws and by the Board of Directors.
- 2. Eligibility for Lodging Facility Members:**
 - A. Any bed and breakfast establishment defined as a small scale inn, historically or architecturally noteworthy, personally attended by its Innkeepers or their manager, residential in aspect and consisting of no more than thirty (30) and no less than two (2) guest rooms.
 - B. The nightly rate of each guest room includes a continental or full breakfast.
 - C. Eligibility excludes home stays, larger operations, chain operators, hotels, standard motels and restaurants, which by definition must fall under other regulations.
 - D. All prospective member properties and current member properties shall meet and maintain the rules and regulations and the evaluation criteria set for selection or re-inspection by the Standards Committee on the basis of safety, professionalism, cleanliness and hospitality as described in the Corporation's Standing Rules.

3. **Voting Rights:** No member inn shall have more than one (1) vote, cast by its owner or manager.
4. **Grounds for Suspension and Expulsion:** Failure to comply with any of the conditions stated in these Bylaws or the Corporation's Standing Rules or non-payment of dues or promotional fees agreed to by members may result in suspension or expulsion from the Corporation. Any member held in non-compliance will be granted a thirty (30) day grace period from day of notification by certified letter to comply with such conditions.
5. **Dues:**
 - A. The annual dues for each member shall be established by the membership at a regularly scheduled meeting as stated in the Standing Rules.
 - B. Remittance to the Treasurer, in the form prescribed, of annual dues shall be made immediately upon billing, but in no event later than 30 days after billing. Non-payment of dues shall be grounds for suspension or expulsion and are subject to late payment fees as stated in the Standing Rules.
6. **Eligibility for Associate Members: Vendors**
 - A. Must be associated with tourism industry, providing goods or services to the bed and breakfast industry.
 - B. May attend and have limited speaking privileges at educational and business meetings. May demonstrate products and/or services and participate in package offerings of NMBBA as appropriate.
 - C. Must be approved for membership by the Board of Directors.
 - D. Have a non-voting status.
 - E. Must pay dues as described in the NMBBA Financial Policy.
7. **Eligibility for Non-conforming Lodging Facilities:**
 - A. Definition: Small lodging facility that meets the cleanliness, safety and licensing standards of the Association, has historic or specialty features similar to bed and breakfast inns in the Association, but may not serve breakfast or has some other non-conforming aspect that is an attraction.
 - B. Have the same privileges, dues responsibility and voting status as lodging facilities members.
 - C. Must be approved by the Board of Directors.
8. **Eligibility for Aspiring Innkeeper Members:**
 - A. Definition: Any persons interested in owning or managing an inn in the future
 - B. May attend educational sessions.
 - C. Must pay dues as described in the Financial Policies.
9. **Eligibility for Industry Associations:**

- A. Definition: Any association or government body that is associated with the tourism industry such as convention and visitors bureau, NM Tourism Department, a hotel/motel association.
- B. Has no voting privileges.
- C. Must be approved by the Board of Directors.
- D. No dues are payable.

ARTICLE III BOARD OF DIRECTORS

- 1. Election:** The business and property of the Corporation shall be managed and controlled by a Board of Directors. The Board of Directors shall consist of the President, Vice-President, Secretary, Treasurer, Marketing Chairperson, Standards Chairperson, Membership Chairperson, immediate past President, and two at-large positions, and shall serve until the expiration of their term of office or until the election and qualification of their successors or as otherwise provided in these Bylaws for filling vacancies. The directors, other than the initial Board of Directors, shall be elected annually at the annual meeting of the members and shall be chosen by a majority vote of the members.
- 2. Quorum and Voting:** A majority of the directors shall constitute a quorum for the transaction of business, and all action of the Board except as otherwise provided in the Articles of Incorporation or these Bylaws shall be taken by majority vote.
- 3. Vacancies:** Any vacancy in the Board shall be filled for the unexpired portion of the term by a majority vote of the remaining directors, at any special meeting of the Board called for that purpose.
- 4. Removal of Directors:** Any director may be removed by the majority vote of the full Board of Directors, in person, at any regular or special meeting called for that purpose, with or without cause. Any such directors proposed to be removed shall be entitled to at least five (5) days notice in writing by mail of the proposed removal and of the meeting time and place at which such removal is to be voted upon and shall be entitled to appear before and be heard at such meeting.
- 5. Compensation:** Directors shall not receive any compensation for their services but may be reimbursed for budgeted expenses incurred as a result of their duties, or at the direction of the Board of Directors.
- 6. Officers:** Any two or more offices may be held by the same person, except the offices of President and Secretary.
- 7. Indemnification of Officers and Directors:** This Corporation shall have the power to indemnify any Director or Officer or former Director or Officer of the Corporation against expenses, costs, and attorney's fees actually and reasonably incurred by him/her in connection with the defense of any action, suit or proceeding, civil or criminal, in which s/he is made a party by reason of being or having been a Director or Officer. The indemnification may include any amounts paid to satisfy a judgment or to compromise or settle a claim. The Director or Officer shall not be indemnified if he is guilty of negligence or misconduct in the performance of his duties as a Director or Officer.

ARTICLE IV OFFICERS

- 1. Elected Officers:** The elected officers shall be President, Vice President, Treasurer, Recording Secretary and the Standing Committee Chairs. Election of officers will be held at the annual meeting by a majority vote of the membership.
- 2. At-large Members:** There shall be up to two (2) at-large positions representing the membership of the organization. Election of the at-large members will be held at the annual meeting by a majority vote of the membership.
- 3. Board of Directors:** The Board of Directors shall consist of the elected officers, at-large members, and the immediate past President.
- 4. Vacancies:** A vacancy in the office of President shall be filled by the Vice President. A vacancy in all other offices shall be filled by appointment of the President subject to the approval of the Board of Directors until the next regular meeting of the membership.
- 5. Duties:** The duties of the officers and the Board of Directors shall be such as are implied by their respective titles and as defined by the Standing Rules of this Corporation.

ARTICLE V COMMITTEES

- 1. Standing Committees:**
 - A. Standards:** Charged with on-site review and compliance to the rules and regulations for initial membership and for re-inspection of current members as prescribed by the Standing Rules of this Corporation.
 - B. Marketing:** Responsible for all forms of publicity and advertising for the Corporation.
 - C. Membership**
- 2. Special Committees:** The President may appoint special committees as needed, subject to the approval of the Board of Directors.
- 3. Duties:** The duties of the Standing Committees shall be as set forth in the Standing Rules of this Corporation.
4. The President shall be an ex-officio member of all committees. The Vice President shall be an active member of all Standing and Special Committees.

ARTICLE VI MEETINGS

- 1. Regular meetings** of the membership shall be held two (2) times in each calendar year, on such dates as determined by the Board of Directors. The meeting dates for the following calendar year shall be determined by the Board of Directors not later than the fall meeting. The date for the first meeting in each calendar year

shall be between May 1 and June 30. The date for the second meeting each calendar year shall be between October 16 and November 30.

- 2. Special Meetings:** Special meetings may be called by the President or upon a written request of six (6) members. The call for any special meeting must state the business to be transacted and no business except that stated in the call shall be transacted.
- 3. Call:** The President of this Corporation shall issue a call to the regular meetings to all members at least forty-five (45) days prior to such meeting.
- 4. Quorum:** A quorum consists of thirty-five percent (35%) of the membership in order to conduct business. If no quorum exists, business may be conducted by the Board of Directors.
- 5. Parliamentary Authority:** The current edition of ROBERT'S RULES OF ORDER, NEWLY REVISED shall be used by the parliamentary authority for the conduct of meetings of this Corporation.

ARTICLE VII DISSOLUTION

Upon termination or dissolution of this Corporation all assets and funds, after all expenses and debts are paid, will be transferred to a like non-profit corporation which is recognized as exempt under IRS Code 501(c).

ARTICLE VIII FISCAL YEAR

The fiscal year of this Corporation shall be from January 1 through December 31.

ARTICLE IX AMENDMENTS

These Bylaws may be amended at any meeting of this Corporation by a two-thirds (2/3) vote of the quorum, provided that the amendment has been submitted in writing to the members at least thirty (30) days prior to said meeting.

As adopted 1/10/93
As amended 11/7/93
As amended 8/9/94
As amended 5/95
As amended 1/96
As amended 12/96
As amended 5/99
As amended 11/99

As amended 11/03
As amended 5/04
As amended 5/05
As amended 11/06
As amended 5/10
As amended 5/18

NEW MEXICO BED AND BREAKFAST ASSOCIATION STANDING RULES

1. PURPOSE

Standing rules are adopted to implement provisions of the Bylaws and to furnish guidelines for procedures for officers and committees in the performance of their respective duties and activities. Parliamentary authority for Standing Rules is the current edition of ROBERT'S RULES OF ORDER, NEWLY REVISED.

2. APPLICATION FOR MEMBERSHIP

All business properties shall meet and maintain rules and regulations and the evaluation criteria set for selection by the Standards Committee (all state and federal requirement included herein).

A. Application for Bed and Breakfast Membership

- 1. Eligibility:** Any business calling itself a Bed and Breakfast as defined in Article II of the Bylaws of this Association and which conforms to the requirements listed herein.
- 2. Presentation of Application:** A written application addressed to the Association shall consist of the following requirements that apply to membership in this Association:
 - a. A business license
 - b. A gross receipts tax permit
 - c. Proof of current commercial liability insurance
 - d. Food Service Permit meeting standards of the applicant's local Environmental Improvement Department
 - e. A non-refundable application fee due with presentation of the application. An additional fee will be imposed on new member applicants if a second visit is necessary for evaluation.
 - f. A description/floor plan of facilities and services to be included by applicant in the form of brochures, photos or other descriptive materials.
 - g. Fire inspection current within six months of application.

B. Criteria for Membership

- 1. Safety:** All properties shall maintain an appropriate commercial liability insurance policy and meet all local building, zoning, health and fire codes.
- 2. Professionalism**
 - a. All owner/managers or innkeepers must reside on or near premises and keep constant (no fewer than eight [8] hours per day) published business hours.

- b. All owners or managers must maintain the business as their primary occupation.
- c. All establishments must be open for business at least six (6) days per week and at least forty (40) weeks per year and publish this information in their brochure.
- d. All properties are responsible for applicable local, state and federal business requirements (including all fees, taxes and licenses).
- e. Individual brochures must state nightly rates, including breakfast. Long-term rentals which do not provide full services are prohibited.
- f. A clearly visible exterior business sign must define each property.

Note: Variances from 2b and 2c may be allowed. Any variances from 2b and 2c must be approved by the Standards Committee and the Board of Directors.

3. Cleanliness

- a. Clean and tidy guest rooms, public areas and grounds are imperative for health, safety and enjoyment of each facility.
- b. All facilities shall provide daily maid service.

4. Hospitality

- a. Hospitality and personal attention to the guests throughout their visits must be the priority of the innkeepers. The keynote of each inn should be the individual, hospitable and gracious atmosphere presented by the innkeeper.

5. Ethical Business Standards

- a. Ethical behavior on the part of inn owners and inn staff is paramount to maintaining, promoting and enhancing the image of the Bed & Breakfast industry in New Mexico. As members of the New Mexico Bed & Breakfast Association, innkeepers, inn owners and staff are expected to exhibit the highest standards of professional and business ethics. Specifically, all agree to be fair and truthful in dealings with customers, vendors and other members of the industry and to present a positive attitude as ambassadors for the Bed & Breakfast industry in New Mexico. All agree that while competition is healthy, appropriate cooperation is the key to success. Further, when one fails to behave professionally, courteously or ethically, such behavior tarnishes the entire industry.
- b. When questions arise concerning difficult choices and disturbing situations with customers, vendors or other innkeepers, member inns are encouraged to seek advice from respected members of the industry, members of the Standards Committee and industry associations such as the Professional Association of Innkeepers International.

C. Approval of Membership

1. After review of the application and an on-site inspection by an appointed inspector, a majority vote of the membership will be needed to approve a new member. The Membership Chair will send pertinent information on applicant to the General Membership.
2. Applicant will be notified of the membership's decision within sixty (60) days of receipt of applica-

tion. Reasons for rejection will be given and rejected applicants may re-apply once at no additional fee.

D. Current Member Status

1. In the event of any changes in services provided, number of rooms, ownership, etc., the Standards Chairperson must be contacted immediately.
2. In the event of change of ownership a membership transfer fee and re-inspection fee will apply as stated in Association Financial Policy.
3. Each member inn is responsible to report change of mailing address and any change in e-mail address to a member of the Board of Directors as soon as change is in effect.

E. Re-inspection

Internet posted reviews of member inns and complaints received by postal mail or e-mail will be monitored by the Standards Committee on a regular basis. Inns found to have reviews or complaints which, in the opinion of the Standards chairperson or NMBBA president, reflect negatively on service, cleanliness, ethical behavior, safety issues, or accuracy of advertising will be contacted by a member of the Standards Committee so that the issues can be addressed and rectified.

F. Enforcement of Standards

1. In cases where it is decided that re-inspection is required, Inspectors will turn in any written report requiring action to the Standards chair within ten (10) days of the date of inspection.
2. A member of the Standards Committee or NMBBA Board of Directors will contact the innkeeper within ten (10) days of being made aware of the negative review of complaint to discuss the remedies needed.
3. Innkeepers have sixty (60) days from notification by the Standards Chair or member of the NMBBA Board to correct the infractions and provide documentation either through photos and copies of paid invoices, or other documentation from appropriate government inspectors, or in the case of some larger issue, by the visit of a nearby member who will sign off that the problem(s) has been fixed.
4. If the innkeepers do not meet the sixty (60) day time frame, the Standards Chair or member of the NMBBA board contacts them by certified letter that they have thirty (30) more days to present proof of compliance in order to remain members in good standing or they will be placed on inactive status and removed from the NMBBA website and other marketing materials until compliance has been met. If compliance is not met after six (6) months from the date of inspection, the member may be dropped from the Association. Return to the Association will then require re-applying as a new member with associated costs of new membership.
5. Members may appeal to the Board with a letter to the Standards Chair and the President outlining their case and why the problem hasn't been resolved within the above mentioned sixty (60) day period. The Board will meet in person (by phone if a face-to-face meeting isn't possible) to discuss the issue and make a determination. The Board will document in writing to the innkeepers their

choice of action (i.e., extending the time line, placing them on inactive status or discontinuing the membership) and their reasons for so doing.

6. If a re-inspection is required, the innkeeper will pay a fifty dollar (\$50.00) re-inspection fee.

G. Grounds for Suspension and Expulsion

Failure to comply with any of the conditions stated in these Standing Rules or the Bylaws may result in suspension or expulsion from the Association. Any member held in non-compliance will be granted a thirty (30) day grace period from day of notification to comply. Non-payment of any fees is also grounds for suspension or expulsion.

H. Dues

1. Due upon billing, but in no event later than thirty (30) days after billing. Annual dues are set by the Association at regular meetings and published in the Association's Financial Policy.
2. A twenty-five dollar (\$25.00) late fee will be imposed on any Association bill which is delinquent thirty (30) days after the due date.
3. Optional advertising shall be billed by the Treasurer on an as-needed basis.
4. At sixty (60) days past due, member inns are in a state of non-compliance and will be placed on the inactive list and removed from the website until dues are paid in full. At six (6) months past due, members will be expelled from the membership. Return to the Association will then require re-applying as a new member with associated costs of new membership.

3. APPLICATION FOR ASPIRING INNKEEPER, VENDOR AND NON-CONFORMING SMALL LODGING MEMBERSHIPS

These forms of membership require completion of a written application as prepared by the Membership Committee and approved by the Board of Directors. All members receive copies of the Bylaws and Standing Rules and Standards for Membership.

4. APPLICATION FOR INDUSTRY ASSOCIATIONS

Industry Association members must complete a written application as prepared by the Membership Committee and approved by the Board of Directors. All members receive copies of the Bylaws and Standing Rules and Standards for Membership.

5. DUTIES OF OFFICERS

A. President shall:

1. See that all files are transferred to the incoming officers and committee Chairpersons.
2. Submit roster of officers and chairpersons to membership within thirty (30) days of election and approval.
3. Prepare an agenda for each meeting and mail to membership at least forty-five (45) days prior to each meeting.

4. Be an ex-officio member of all committees.
5. Organize and preside at meetings and cast the deciding vote in the event of a tie vote on any matter pending before the Board of Directors or the membership.
6. Provide one (1) set of all official notices of meetings and business to be placed in the Archives by the Recording Secretary.

B. Vice-President shall:

1. Promote the Association
2. Preside in the absence of the President at any meeting of the Board of Directors or regular membership meetings.
3. Be an active member of the Standing Committees

C. Recording Secretary shall:

1. Maintain two (2) permanent files of the minutes of all meetings. One to be kept in possession of the Secretary and one to be in possession of the President.
2. Provide call to all meetings, notices and all pertinent mailings of the Association.
3. Provide membership list to all members and to all officers on a regular basis.
4. Incorporate new or amended text to the Standing Rules and Bylaws as necessary and furnish copies to the membership.

D. Treasurer shall be responsible for:

1. Giving bond, the cost of which shall be paid by the Association.
2. Billing for and receiving all fees, paying all bills.
3. Hiring a certified bookkeeper as directed by the Board to keep an itemized account of all receipts and disbursements and presenting a report at each meeting.
4. Preparing a proposed budget for the coming year for review by the Board of Directors and approval by the membership.
5. Overseeing the bookkeeper's closing of the Association's books as of December 31 of each year and preparation of the Association's records for audit.

6. COMMITTEES

A. Standards: Charged with on-site review and compliance to the Bylaws, Standing Rules and Standards for Membership by new or current members.

B. Marketing: Responsible for all forms of publicity and advertising for the Association.

- C. Board of Directors:** Charged with the day-to-day functioning of the Association pursuant to the Bylaws and Standing Rules and may act on matters not delegated to the responsibility of the membership or matters needing action between regular meetings. Vote may be by mail, e-mail, fax or phone.

7. AMENDMENTS

Upon notice given thirty (30) days prior to any meeting of the membership, these Standing Rules may be amended by a majority vote of the quorum present at the meeting. If a quorum of the membership is not present at the meeting, then the vote can be taken electronically after the meeting.