Form **990** Department of the Treasury Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990 and its instructions is at www.irs.gov/form990

OMB No 1545-0047 **2013** Open to Public Inspection

A For the 2013 calendar year, or tax year beginning JUL 1, 2013 and ending JUN 30, 2014

B Check if applicable: ☐ Address change ☒ Name change ☐ Initial return ☐ Terminated ☐ Amended return ☐ Application pending

C Name of organization: VIRGINIA BEACH HOTEL ASSOCIATION

Doing Business As

Number and street (or P.O. box if mail is not delivered to street address): 1023 LASKIN ROAD — Room/suite: 111

City or town, state or province, country, and ZIP or foreign postal code: VIRGINIA BEACH, VA 23451-6302

D Employer identification number: 54-0857374

E Telephone number: 757-428-8015

G Gross receipts $ 322,228.

F Name and address of principal officer: JOSEPH DABIERO SAME AS C ABOVE

H(a) Is this a group return for subordinates? ☐ Yes ☒ No

H(b) Are all subordinates included? ☐ Yes ☐ No If "No," attach a list. (see instructions)

H(c) Group exemption number ▶

I Tax-exempt status: ☐ 501(c)(3) ☒ 501(c) (6)◀ (insert no.) ☐ 4947(a)(1) or ☐ 527

J Website: ▶ WWW.VBHMA.COM

K Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation: 1994 **M** State of legal domicile: VA

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: THE VIRGINIA BEACH HOTEL ASSOCIATION IS A REPRESENTATIVE TRADE ASSOCIATION SERVING THE

2 Check this box ▶ ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets.

3	Number of voting members of the governing body (Part VI, line 1a)	3	16
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	16
5	Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	3
6	Total number of volunteers (estimate if necessary)	6	16
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
7b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	0.	0.
	9	Program service revenue (Part VIII, line 2g)	331,646.	320,790.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,841.	1,438.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0.	0.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	333,487.	322,228.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	28,843.	29,911.
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	159,033.	136,741.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 0.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	165,675.	137,048.
	18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	353,551.	303,700.
	19	Revenue less expenses. Subtract line 18 from line 12	-20,064.	18,528.

			Beginning of Current Year	End of Year
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	405,457.	424,112.
	21	Total liabilities (Part X, line 26)	5,616.	5,743.
	22	Net assets or fund balances. Subtract line 21 from line 20	399,841.	418,369.

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SCANNED DEC 0 5 2014

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here ▶ Signature of officer — Date 11/12/14

▶ JOSEPH DABIERO, PRESIDENT — Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
PATRICK L. SHULER, CPA		11/11/14	☐	P00529100

Firm's name ▶ DIXON HUGHES GOODMAN LLP — Firm's EIN ▶ 56-0747981

Firm's address ▶ 272 BENDIX ROAD, SUITE 600 VIRGINIA BEACH, VA 23452 — Phone no. (757)457-8400

May the IRS discuss this return with the preparer shown above? (see instructions) ☒ Yes ☐ No

SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION

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Part III **Statement of Program Service Accomplishments**

Check if Schedule O contains a response or note to any line in this Part III [X]

1 Briefly describe the organization's mission:
THE VIRGINIA BEACH HOTEL ASSOCIATION IS A REPRESENTATIVE TRADE ASSOCIATION SERVING THE VIRGINIA BEACH HOTEL INDUSTRY TO ADVANCE AND PROMOTE ETHICAL PRACTICES; EDUCATION AND TRAINING OF EMPLOYEES; COOPERATION WITH LOCAL GOVERNMENT OFFICIALS AND CITY LEADERS; AND A

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [ ] Yes [X] No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [ ] Yes [X] No
If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code) (Expenses $ including grants of $) (Revenue $)
PROMOTING TOURISM AND EDUCATING THE COMMUNITY TO THE BENEFIT OF THE HOSPITALITY INDUSTRY.

4b (Code) (Expenses $ including grants of $) (Revenue $)

4c (Code) (Expenses $ including grants of $) (Revenue $)

4d Other program services (Describe in Schedule O.)
(Expenses $ including grants of $) (Revenue $)

4e Total program service expenses ▶

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1		X
2	Is the organization required to complete *Schedule B, Schedule of Contributors*?	2		X
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If "Yes," complete Schedule C, Part II*	4		
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If "Yes," complete Schedule C, Part III*	5	X	
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9		X
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? *If "Yes," complete Schedule D, Part V*	10		X
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.			
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? *If "Yes," complete Schedule D, Part VI*	11a	X	
b	Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII*	11b		X
c	Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VIII*	11c		X
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part IX*	11d		X
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e	X	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If "Yes," complete Schedule D, Part X*	11f		X
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI and XII*	12a		X
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional*	12b		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If "Yes," complete Schedule F, Parts I and IV*	14b		X
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or other assistance to or for any foreign organization? *If "Yes," complete Schedule F, Parts II and IV*	15		X
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or other assistance to or for foreign individuals? *If "Yes," complete Schedule F, Parts III and IV*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I*	17		X
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18		X
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		X
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
21	Did the organization report more than $5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21	X	
22	Did the organization report more than $5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23		X
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K. If "No", go to line 25a*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If so, complete Schedule L, Part II	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34		X
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		X
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35b		
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	X	

Form **990** (2013)

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V ☐

					Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	0			
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c		
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	3			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?			2b	X	
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)					
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?			3a		X
b	If "Yes," has it filed a Form 990-T for this year? *If "No," to line 3b, provide an explanation in Schedule O*			3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?			4a		X
b	If "Yes," enter the name of the foreign country ▶					
	See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.					
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			5a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?			5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?			6a		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			6b		
7	**Organizations that may receive deductible contributions under section 170(c).**					
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?			7a		
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?			7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c		
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d				
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?			7g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?			7h		
8	**Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			8		
9	**Sponsoring organizations maintaining donor advised funds.**					
a	Did the organization make any taxable distributions under section 4966?			9a		
b	Did the organization make a distribution to a donor, donor advisor, or related person?			9b		
10	**Section 501(c)(7) organizations.** Enter:					
a	Initiation fees and capital contributions included on Part VIII, line 12	10a				
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b				
11	**Section 501(c)(12) organizations.** Enter:					
a	Gross income from members or shareholders	11a				
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b				
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b				
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**					
a	Is the organization licensed to issue qualified health plans in more than one state?			13a		
	Note. See the instructions for additional information the organization must report on Schedule O.					
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b				
c	Enter the amount of reserves on hand	13c				
14a	Did the organization receive any payments for indoor tanning services during the tax year?			14a		X
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O*			14b		

Form **990** (2013)

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10-29-13

16281031 781789 2048217000 2013.04030 VIRGINIA BEACH HOTEL ASSOCI 20482171

Part VI Governance, Management, and Disclosure *For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O See instructions.*

Check if Schedule O contains a response or note to any line in this Part VI [X]

Section A. Governing Body and Management

			Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year — 1a: 16 If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.			
b	Enter the number of voting members included in line 1a, above, who are independent — 1b: 16			
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	3		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5		X
6	Did the organization have members or stockholders?	6		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:			
a	The governing body?	8a	X	
b	Each committee with authority to act on behalf of the governing body?	8b	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses in Schedule O*	9		X

Section B. Policies *(This Section B requests information about policies not required by the Internal Revenue Code)*

			Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a		X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.			
12a	Did the organization have a written conflict of interest policy? *If "No," go to line 13*	12a		X
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b		
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? *If "Yes," describe in Schedule O how this was done*	12c		
13	Did the organization have a written whistleblower policy?	13		X
14	Did the organization have a written document retention and destruction policy?	14		X
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a	The organization's CEO, Executive Director, or top management official	15a	X	
b	Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).	15b		X
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶ VA

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection Indicate how you made these available. Check all that apply.
[ ] Own website [ ] Another's website [X] Upon request [ ] Other *(explain in Schedule O)*

19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization ▶
OFFICERS - 757-428-8015
1023 LASKIN ROAD, SUITE 111, VIRGINIA BEACH, VA 23451

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII ☐

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(1) VERNE BURLAGE VICE PRESIDENT	5.00	X		X				0.	0.	0.
(2) JOSEPH DABIERO PRESIDENT	10.00	X		X				0.	0.	0.
(3) OLIVER JOYNER DIRECTOR	1.00	X						0.	0.	0.
(4) DUANE GAUTHIER TREASURER	5.00	X		X				0.	0.	0.
(5) LINWOOD BRANCH PAST PRESIDENT	1.00	X						0.	0.	0.
(6) JIMMY CAPPS DIRECTOR	1.00	X						0.	0.	0.
(7) DAVE MAKARSKY DIRECTOR	1.00	X						0.	0.	0.
(8) CHRISTINE GEIST DIRECTOR	1.00	X						0.	0.	0.
(9) STACEY W. SHIFLET SECRETARY	1.00	X		X				0.	0.	0.
(10) DONNA MITCHELL DIRECTOR	1.00	X						0.	0.	0.
(11) ANDY VAKOS DIRECTOR	1.00	X						0.	0.	0.
(12) MICHELE COLSON DIRECTOR	1.00	X						0.	0.	0.
(13) HENRY RICHARDSON DIRECTOR	1.00	X						0.	0.	0.
(14) AXEL SURAY DIRECTOR	1.00	X						0.	0.	0.
(15) SHARON FENTON DIRECTOR	1.00	X						0.	0.	0.
(16) MARK SMITH DIRECTOR	1.00	X						0.	0.	0.
(17) DIANA BURKE EXECUTIVE DIRECTOR	40.00			X				21,687.	0.	92.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees *(continued)*

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(18) NANCY PERRY EXECUTIVE DIRECTOR	40.00			X				57,790.	0.	1,278.

1b Sub-total ▶	79,477.	0.	1,370.
c Total from continuation sheets to Part VII, Section A ▶	0.	0.	0.
d Total (add lines 1b and 1c) ▶	79,477.	0.	1,370.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ▶ 0

		Yes	No
3 Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*	3		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If "Yes," complete Schedule J for such individual*	4		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If "Yes," complete Schedule J for such person*	5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address NONE	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 of compensation from the organization ▶ 0

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16281031 781789 2048217000 2013.04030 VIRGINIA BEACH HOTEL ASSOCI 20482171

Part VIII **Statement of Revenue**

Check if Schedule O contains a response or note to any line in this Part VIII ☐

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c				
	d Related organizations	1d				
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above	1f				
	g Noncash contributions included in lines 1a-1f $					
	h **Total.** Add lines 1a-1f ▶					
Program Service Revenue		Business Code				
	2 a ACCOMMODATIONS DIRECTO	900099	221,650.	221,650.		
	b MEMBERSHIP DUES	900099	71,810.	71,810.		
	c ASSOCIATE DUES	900099	24,572.	24,572.		
	d ASSOCIATE MEMBER EXPO	900099	2,250.	2,250.		
	e ISOP & FIND A KID	900099	368.	368.		
	f All other program service revenue	900099	140.	140.		
	g **Total.** Add lines 2a-2f ▶		320,790.			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts) ▶		1,438.			1,438.
	4 Income from investment of tax-exempt bond proceeds ▶					
	5 Royalties ▶					
		(i) Real / (ii) Personal				
	6 a Gross rents					
	b Less: rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss) ▶					
		(i) Securities / (ii) Other				
	7 a Gross amount from sales of assets other than inventory					
	b Less: cost or other basis and sales expenses					
	c Gain or (loss)					
	d Net gain or (loss) ▶					
	8 a Gross income from fundraising events (not including $ ______ of contributions reported on line 1c) See Part IV, line 18 a					
	b Less: direct expenses b					
	c Net income or (loss) from fundraising events ▶					
	9 a Gross income from gaming activities. See Part IV, line 19 a					
	b Less: direct expenses b					
	c Net income or (loss) from gaming activities ▶					
	10 a Gross sales of inventory, less returns and allowances a					
	b Less: cost of goods sold b					
	c Net income or (loss) from sales of inventory ▶					
	Miscellaneous Revenue	Business Code				
	11 a					
	b					
	c					
	d All other revenue					
	e **Total.** Add lines 11a-11d ▶					
	12 **Total revenue.** See instructions. ▶		322,228.	320,790.	0.	1,438.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A)

Check if Schedule O contains a response or note to any line in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	29,911.			
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	59,021.			
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	43,691.			
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	1,197.			
9 Other employee benefits	15,491.			
10 Payroll taxes	17,341.			
11 Fees for services (non-employees)				
a Management				
b Legal	25.			
c Accounting	3,500.			
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)				
12 Advertising and promotion	414.			
13 Office expenses	4,068.			
14 Information technology				
15 Royalties				
16 Occupancy	19,434.			
17 Travel	983.			
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	5,439.			
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	331.			
23 Insurance	1,943.			
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a PRINTING AND PUBLICATIO	83,616.			
b WEBSITE AND HOSTING	13,544.			
c SUPPLIES (EXPO, ISOP, F	2,073.			
d DUES AND SUBSCRIPTIONS	876.			
e All other expenses	802.			
25 **Total functional expenses.** Add lines 1 through 24e	303,700.			
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ▶ ☐ if following SOP 98-2 (ASC 958-720)				

Part X | Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X ☐

			(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing	15,979.	1	33,529.
	2	Savings and temporary cash investments	388,184.	2	389,622.
	3	Pledges and grants receivable, net		3	
	4	Accounts receivable, net		4	
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges		9	
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D — 10a: 4,922.			
	b	Less· accumulated depreciation — 10b: 4,642.	611.	10c	280.
	11	Investments - publicly traded securities		11	
	12	Investments - other securities. See Part IV, line 11		12	
	13	Investments - program-related See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11	683.	15	681.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	405,457.	16	424,112.
Liabilities	17	Accounts payable and accrued expenses		17	
	18	Grants payable		18	
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	5,616.	25	5,743.
	26	**Total liabilities.** Add lines 17 through 25	5,616.	26	5,743.
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ ☐ and complete lines 27 through 29, and lines 33 and 34.**			
	27	Unrestricted net assets		27	
	28	Temporarily restricted net assets		28	
	29	Permanently restricted net assets		29	
		Organizations that do not follow SFAS 117 (ASC 958), check here ▶ ☒ and complete lines 30 through 34.			
	30	Capital stock or trust principal, or current funds	0.	30	0.
	31	Paid-in or capital surplus, or land, building, or equipment fund	0.	31	0.
	32	Retained earnings, endowment, accumulated income, or other funds	399,841.	32	418,369.
	33	Total net assets or fund balances	399,841.	33	418,369.
	34	Total liabilities and net assets/fund balances	405,457.	34	424,112.

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	322,228.
2	Total expenses (must equal Part IX, column (A), line 25)	2	303,700.
3	Revenue less expenses. Subtract line 2 from line 1	3	18,528.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	399,841.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	418,369.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII ☐

			Yes	No
1	Accounting method used to prepare the Form 990: ☒ Cash ☐ Accrual ☐ Other ______ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
	If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
b	Were the organization's financial statements audited by an independent accountant?	2b		X
	If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c		
	If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b		

SCHEDULE C (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527

▶ Complete if the organization is described below. ▶ Attach to Form 990 or Form 990-EZ.
▶ See separate instructions. ▶ Information about Schedule C (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

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2013

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If the organization answered "Yes," to Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)). Complete Part II-A. Do not complete Part II-B
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," to Form 990, Part IV, line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35c (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization	**Employer identification number**
VIRGINIA BEACH HOTEL ASSOCIATION	54-0857374

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.

2 Political expenditures ▶ $ ____________

3 Volunteer hours ____________

Part I-B Complete if the organization is exempt under section 501(c)(3).

1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ $ ____________

2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ $ ____________

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ☐ Yes ☐ No

4a Was a correction made? ☐ Yes ☐ No

b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ $ ____________

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ $ ____________

3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ $ ____________

4 Did the filing organization file **Form 1120-POL** for this year? ☐ Yes ☐ No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	**(b)** Address	**(c)** EIN	**(d)** Amount paid from filing organization's funds. If none, enter -0-.	**(e)** Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.

Part II-A **Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).**

A Check ▶ ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).

B Check ▶ ☐ if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)	(a) Filing organization's totals	(b) Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)		
b Total lobbying expenditures to influence a legislative body (direct lobbying)		
c Total lobbying expenditures (add lines 1a and 1b)		
d Other exempt purpose expenditures		
e Total exempt purpose expenditures (add lines 1c and 1d)		
f Lobbying nontaxable amount Enter the amount from the following table in both columns.		

If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:
Not over $500,000	20% of the amount on line 1e.
Over $500,000 but not over $1,000,000	$100,000 plus 15% of the excess over $500,000
Over $1,000,000 but not over $1,500,000	$175,000 plus 10% of the excess over $1,000,000.
Over $1,500,000 but not over $17,000,000	$225,000 plus 5% of the excess over $1,500,000.
Over $17,000,000	$1,000,000

	(a) Filing organization's totals	(b) Affiliated group totals
g Grassroots nontaxable amount (enter 25% of line 1f)		
h Subtract line 1g from line 1a. If zero or less, enter -0-		
i Subtract line 1f from line 1c. If zero or less, enter -0-		

j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? ☐ Yes ☐ No

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f on page 4.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B **Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).**

For each "Yes," response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity	(a) Yes	(a) No	(b) Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
c Media advertisements?			
d Mailings to members, legislators, or the public?			
e Publications, or published or broadcast statements?			
f Grants to other organizations for lobbying purposes?			
g Direct contact with legislators, their staffs, government officials, or a legislative body?			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?			
i Other activities?			
j Total Add lines 1c through 1i			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A **Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).**

			Yes	No
1	Were substantially all (90% or more) dues received nondeductible by members?	1		X
2	Did the organization make only in-house lobbying expenditures of $2,000 or less?	2	X	
3	Did the organization agree to carry over lobbying and political expenditures from the prior year?	3		X

Part III-B **Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."**

1	Dues, assessments and similar amounts from members	1	
2	Section 162(e) nondeductible lobbying and political expenditures **(do not include amounts of political expenses for which the section 527(f) tax was paid).**		
a	Current year	2a	
b	Carryover from last year	2b	
c	Total	2c	
3	Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4	If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5	Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV **Supplemental Information**

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list), Part II-A, line 2; and Part II-B, line 1. Also, complete this part for any additional information.

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990.
▶ Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990

OMB No 1545-0047
2013
Open to Public Inspection

Name of the organization
VIRGINIA BEACH HOTEL ASSOCIATION

Employer identification number
54-0857374

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.
Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year		
2	Aggregate contributions to (during year)		
3	Aggregate grants from (during year)		
4	Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No

Part II Conservation Easements.
Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).
- ☐ Preservation of land for public use (e.g., recreation or education)
- ☐ Preservation of an historically important land area
- ☐ Protection of natural habitat
- ☐ Preservation of a certified historic structure
- ☐ Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

			Held at the End of the Tax Year
a	Total number of conservation easements	2a	
b	Total acreage restricted by conservation easements	2b	
c	Number of conservation easements on a certified historic structure included in (a)	2c	
d	Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ ______

4 Number of states where property subject to conservation easement is located ▶ ______

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ ______

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ $ ______

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.
Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 ▶ $ ______

(ii) Assets included in Form 990, Part X ▶ $ ______

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1 ▶ $ ______

b Assets included in Form 990, Part X ▶ $ ______

Part III **Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets** *(continued)*

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

a ☐ Public exhibition
b ☐ Scholarly research
c ☐ Preservation for future generations
d ☐ Loan or exchange programs
e ☐ Other ____________

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV **Escrow and Custodial Arrangements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

		Amount
c Beginning balance	1c	
d Additions during the year	1d	
e Distributions during the year	1e	
f Ending balance	1f	

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII ☐

Part V **Endowment Funds.** Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

a Board designated or quasi-endowment ▶ ________ %

b Permanent endowment ▶ ________ %

c Temporarily restricted endowment ▶ ________ %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

		Yes	No
(i) unrelated organizations	3a(i)		
(ii) related organizations	3a(ii)		
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b		

4 Describe in Part XIII the intended uses of the organization's endowment funds

Part VI **Land, Buildings, and Equipment.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		4,922.	4,642.	280.
e Other				
Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ▶				280.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col (B) line 15.)* ▶	

Part X Other Liabilities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) OTHER LIABILITIES	5,743.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 25)* ▶	5,743.

2. Liability for uncertain tax positions In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740) Check here if the text of the footnote has been provided in Part XIII ☐

Part XI | Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements			1	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains on investments	2a			
b	Donated services and use of facilities	2b			
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII.)	2d			
e	Add lines **2a** through **2d**			2e	
3	Subtract line **2e** from line **1**			3	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b			
c	Add lines **4a** and **4b**			4c	
5	Total revenue. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 12.)*			5	

Part XII | Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements			1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a			
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII.)	2d			
e	Add lines **2a** through **2d**			2e	
3	Subtract line **2e** from line **1**			3	
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b			
c	Add lines **4a** and **4b**			4c	
5	Total expenses. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 18.)*			5	

Part XIII | Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2, Part XI, lines 2d and 4b, and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

Grants and Other Assistance to Organizations, Governments, and Individuals in the United States

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.

▶ Attach to Form 990.

▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization: VIRGINIA BEACH HOTEL ASSOCIATION

Employer identification number 54-0857374

Part I — General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [X] Yes [ ] No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II — Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than $5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CONTEMPORARY ART CENTER OF VIRGINIA - 2200 PARKS AVE - VIRGINIA BEACH, VA 23451	23-7112328	501(C)3	7,500.	0.			BOARDWALK ART SHOW
VIRGINIA AQUARIUM & MARINE SCIENCE CENTER FOUNDATION - 717 GENERAL BOOTH BOULEVARD - VIRGINIA BEACH, VA 23451	52-1272309	501(C)3	10,000.	0.			SUPPORT MISSION OF ORGANIZATION
VIRGINIA BEACH RESQUE SQUAD 740 VIRGINIA BEACH BLVD VIRGINIA BEACH, VA 23451	51-0242962	501(C)3	5,000.	0.			SUPPORT MISSION OF ORGANIZATION

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ 3.

3 Enter total number of other organizations listed in the line 1 table ▶ 0.

Part III **Grants and Other Assistance to Individuals in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 22
Part III can be duplicated if additional space is needed

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

Part IV **Supplemental Information.** Provide the information required in Part I, line 2, Part III, column (b), and any other additional information

SCHEDULE O (Form 990 or 990-EZ)

Department of the Treasury Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization	Employer identification number
VIRGINIA BEACH HOTEL ASSOCIATION	54-0857374

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

VIRGINIA BEACH HOTEL INDUSTRY TO ADVANCE AND PROMOTE ETHICAL PRACTICES; EDUCATION AND TRAINING OF EMPLOYEES; COOPERATION WITH LOCAL GOVERNMENT OFFICIALS AND CITY LEADERS; AND A SPIRIT OF FRIENDLY COOPERATION AMONG MEMBERS TO BETTER SERVE THE PUBLIC.

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

SPIRIT OF FRIENDLY COOPERATION AMONG MEMBERS TO BETTER SERVE THE PUBLIC.

FORM 990, PART VI, SECTION B, LINE 11:

EXPLANATION: TAX RETURN IS REVIEWED BY ALL MEMBERS OF THE BOARD OF DIRECTORS BEFORE IT IS APPROVED FOR FILING WITH THE IRS.

FORM 990, PART VI, SECTION B, LINE 15A:

EXPLANATION: THE COMPENSATION OF THE ORGANIZATION'S EXECUTIVE DIRECTOR WAS DETERMINED BY THE ORGANIZATION'S EXECUTIVE BOARD. THE EXECUTIVE BOARD OBTAINED COMPARABLE DATA SUCH AS SIMILAR JOB POSTINGS AND PERFORMING INQUIRIES OF HOTEL AND MOTEL ASSOCIATIONS FROM SIMILAR MARKETS. THE COMPENSATION DISCUSSION AND DECISION WAS DOCUMENTED IN THE EXECUTIVE BOARD'S MEETING MINUTES.

FORM 990, PART VI, SECTION C, LINE 19:

EXPLANATION: ALL THE DOCUMENTS ARE AVAILABLE UPON REQUEST

AMENDED AND RESTATED BYLAWS OF VIRGINIA BEACH HOTEL & MOTEL ASSOCIATION
(As amended and adopted on June 16, 1994)
(further amended and adopted May 16, 1996)
(further amended and adopted July 17, 2014)

ARTICLE I - INCORPORATION

SECTION 1. The name of the corporation is the Virginia Beach Hotel Association, hereinafter called association.

SECTION 2. The principle office of the corporation shall be 1023 Laskin Road, Suite 111, Virginia Beach, Virginia 23451.

SECTION 3. The registered office of the corporation, required by law to be maintained in the Commonwealth of Virginia, may be, but need not be, identical to the principle office.

SECTION 4. Definition - Any hotel, motel, motor hotel, inn, bed & breakfast, or cottage which was a member prior to 1985, shall hereinafter be referred to as a hotel.

ARTICLE 11 - PURPOSE

SECTION 1. The purpose of this association shall be:

- To serve member hotels in any and all ways that are legally and properly within the scope of a representative trade association.
- To unite together for the general welfare and mutual protection of hotels.
- To advance and promote ethical practices amongst innkeepers and to promote lawful conduct and trade practices necessary to the public interest as well as that of hotels.
- To encourage and uphold a spirit of friendly cooperation among the members of the association thus enabling hotels to better serve the public.
- To promote cooperation with local, state, and federal government offices and agencies on behalf of association members.
- To promote education and training within the industry for the advancement of the hotel industry and its employees.

SECTION 2. This shall be a trade association, composed of businesses engaged in the hotel industry, associated for matters concerning their profession, as opposed to a civic, cultural, fraternal, or charitable organization.

SECTION 3. This association shall become politically aware of the nomination, election or appointment of any candidate for office in the city, state, or nation. Meetings of this association may be political in nature to discuss opinions, but the association shall not endorse or fund candidates. The association may establish a political action committee for the separate purpose of contributing funds to candidates. Participation by the association's members in any such political action committee shall be voluntary, but not mandatory, and any political action committee established by the association shall be governed separately from the governance of the association.

ARTICLE III - MEMBERSHIP

SECTION 1 - Classes of membership and eligibility. There shall be two classes of membership in the association, namely; active and associate.

Any hotel, located within the corporate limits of the City of Virginia Beach meeting the membership requirements of the association, shall be eligible for active membership within the association.

Any hotel, located within the corporate limits of the City of Virginia Beach, being planned or constructed, shall be eligible for active membership in the association provided the opening or completion of construction is within twelve months (12) of becoming an active member.

Any person, firm or corporation, except a hotel, located in or doing business within the corporate limits of the City of Virginia Beach, shall be eligible for approval by the Board of Directors for associate membership. Associate members shall be entitled to all of the printed material provided by the association and to attend all general meetings of the association, but shall not be entitled to vote.

SECTION 2 - **Group Properties** - Multiple hotel management properties will be accepted for membership, provided that all properties within the group apply for membership and pay their individual dues. Each property within the group shall have one vote.

SECTION 3 - **Representation**. Each active member of the association shall file with the executive director a written statement, signed by such member designating the person or persons authorized to act as the accredited representative of such member at meetings of the association. Such representative designation may be amended from time to time by said active member. Each active member in good standing shall be entitled to one vote.

SECTION 4 - **Good standing and expulsion**. Each active member of the association who shall fail to make payment of its regular dues or any special assessment legally imposed upon, within thirty days after said dues or assessment is due and payable shall be held to be delinquent. Only active members in good standing may vote or otherwise participate in any meeting of the association or its board or committees. Active members whose annual dues are not paid in full, and who are not in good standing as of July 31, may not be approved for the Accommodations Directory advertising and/or listing or other promotional advertising by the association.

New members joining between July 1 and December 31 shall pay the full annual dues. New members joining between January 1 and June 30 shall pay one half of the annual dues. Payment shall be made within thirty days to the association after notice of acceptance by the Board of Directors.

Active members or associate members delinquent in payment of dues or assessments shall be expelled from the membership after thirty days written notice in advance to such member. However, a member is allowed an opportunity for a hearing before the Board of Directors, provided the member notifies the executive director within the thirty days (30) written notice. A three-fourths vote of the directors, a quorum being present, shall be necessary to expel a member. An expelled member shall have the right to appeal to the active membership, and, upon written request to the president must be allowed to make such an appeal at the next regular or special meeting.

The resignation or expulsion of a member shall terminate his membership. The termination of membership shall work as a forfeiture of all interests, dues, or benefits derived from the association.

Former members may rejoin the association without penalty, provided their dues were current when their membership was last terminated. If dues were delinquent at the time of termination, then a special member fee in the amount equal to the full annual dues shall be required in addition to the normal dues structure of the association.

An application for membership must be submitted by the applicant and the applicant must agree in writing to abide by the Code of Ethics and the Bylaws of the association.

SECTION 5 - **Misconduct**. Any member may be expelled from the association for conduct detrimental to the association, violation of the Code of Ethics or Bylaws. The Ethics Review Committee shall review and take appropriate action of misconduct.

SECTION 6 - **Annual meetings**. The association shall hold its annual meeting during the fourth quarter of each year or as such other time as may be fixed by the Board of Directors, provided that notice thereof be given as hereinafter provided. The purpose of the annual meeting shall be to elect officers and directors and for the transaction of other such business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday in the Commonwealth of Virginia, such meeting shall be held on the next succeeding business day. Failure to hold the annual meeting at the designated time and place shall not affect the validity of a corporate action. If the annual meeting shall not be held during the period of time designated by the Bylaws, a substitute annual meeting may be called in accordance with the provisions of Section 6 of this Article III. A meeting so called shall be designated and treated for all purposes as the annual meeting.

SECTION 7 - **Special meetings**. The association may hold a special meeting upon the call of the president, executive committee or of the Board of Directors, at any place designated in such call. Upon written request of not less than ten active members in good standing, the president shall call a special meeting to be held not less than five days nor more than thirty days after receipt of such request by said president. The reason for calling the special meeting, shall be set forth in the request of call.

SECTION 8 - **Notice of meetings**. Notice of meetings, written or printed, for every regular or special meeting of the association shall list the action items which require a vote known, at the time of mailing and mailed to the last known address of each member, not less than five days before such meeting. In case of a special meeting, such notice shall state the object or objects thereof. No business may be transacted at any meeting except in accordance with applicable laws of the Commonwealth of Virginia, the Articles of Corporation and the Bylaws of the association.

SECTION 9 - **General membership meetings**. General membership meetings shall be held on the third Thursday of January, March, May, July, September, October, November, December, unless otherwise specified by the executive committee and/or the Board of Directors. Due notice shall be given in accordance with the provisions of Section 7 of this Article III.

SECTION 10 - **A quorum**. A quorum shall consist of ten percent (10%) of the active membership to be present at the meeting, to conduct business that may come before the membership for vote. A simple majority vote of those present will approve a matter, if the votes cast within the voting group favoring the action exceed the votes cast opposing the action, unless the Articles of Incorporation or the laws of the Commonwealth of Virginia require a greater number of affirmative votes. Less than a quorum may adjourn a meeting.

Amendments to the Bylaws and/or Articles of Incorporation must be presented in writing to the active members in good standing not less than ten days prior to the general membership meeting or special meeting and shall require a two-thirds majority vote of those present. Twenty percent (20%) of the active membership must be present in person to constitute a quorum for such vote.

SECTION 11 - **Proxy**. No written proxies shall be accepted for the transaction of any business of the association. Designated representative, an owner, Corporate office, employee of each hotel in attendance at said meeting shall be allowed one vote per hotel.

SECTION 12 - **Order of business**. The order of business at any regular meeting and, as for a practical, at all meeting of the association shall be:

(a) Calling of the roll
(b) Reading and disposal of any unapproved minutes
(c) Reports of officers
(d) Reports of committee
(e) Executive director's report
(f) Unfinished business
(g) New business
(h) Election of officers (at annual meeting)
(i) Election of directors (at annual meeting)
(j) Adjournment

SECTION 13 - **Dues and special assessments**. The dues payable by active and associate members shall be fixed by the Board of Directors and submitted to the active membership good standing for approval. Notice of the amount of such dues shall be sent by the executive director to each member by June 15. They shall be due and payable upon election to the membership in a manner approved by the Board of Directors, and thereafter shall be due and payable on the first of July for the ensuing year.

Dues and assessments for active members shall be based upon the number of guest rooms in the hotel, motor hotel, motel or inn. The minimum dues shall be set at 25 rooms.

SECTION 14 - **Membership in associations**. This association may maintain direct membership in such local, state, regional and national associations as approved by the Board of Directors.

ARTICLE IV - DIRECTORS

SECTION 1 - **Numbers and vacancies**. There shall be a Board of Directors composed of the president, the vice president, the treasurer, the secretary, the immediate past president and eleven directors. The Executive Director shall sit on the Board of Directors (ex officio).

The immediate active past presidents of the association, (not to exceed two,) shall serve on the board in an Exofficio capacity the terms of which shall not exceed two years.

SECTION 2 - **Election and terms**. Directors shall be selected from among the active members in good standing who attended at least fifty percent (50%) of the (general) and special membership meetings of the (current) year. To be eligible for renomination, an officer or director must have attended at least seventy-five percent (75%) of the board meetings and 50% of general meetings on an annual basis.

The nominating committee of the association shall be comprised of a least three active members in good standing elected by the Board of Directors at the September Board meeting. The slate of candidates for officers and directors, shall be solicited from the membership by the nominating committee and, approved by the Board of Directors at the October Board meeting, then submitted to the membership by mail not less than thirty days prior to the November meeting. Nominations for officers and directors may be made from the floor at the October and or November meeting by any active member in good standing. The active members present at the November meeting shall vote on the entire slate of officers and directors proposed by the nominating committee and on all additional persons nominated as officers and directors from the floor. The vote shall constitute the election of officers and directors. No active member may have more than one officer or director from any single company.

Nominations for directors shall be submitted on the following rotation Year one – four directors; Year two – four directors; Year three – three directors each being elected for a term of three years.

Members of the Board of Directors shall not miss more than three Board meetings on an annual basis. If there are more than three absences, the director shall be replaced by action of the board.

In case of death, resignation/separation from a business, or expulsion by the Board of Directors, a successor shall be nominated for the unexpired term by the president subject to approval by the remaining members on the board. In the event of separation, allowing a director to be reinstated, the vacancy created shall not be filled by action of the Board of Directors for a period three months, unless the secretary of the association has been advised verbally or in writing of their resignation.

SECTION 3 - **Regular meetings**. The regular meeting of the Board of Directors shall be held monthly at any place designated by the president and/or the executive committee.

SECTION 4 - **Special meetings**. Special meetings of the Board of Directors may be called at any time by the president. A special meeting shall be called by the president upon written request of not less than five members of the board. At least a five day written notice of time and place of the meeting shall be given to each director. Notice of special meetings shall state the purpose thereof.

SECTION 5 - **A quorum**. A quorum shall exist at any meeting of the Board of Directors when there is present no less than nine (9) directors. A majority of the members of the board present at such meeting shall decide any questions that may properly come before the meeting.

SECTION 6 - **Power and authority of the board**. The Board of Directors shall be vested with full power and authority to manage and govern the business of the association. The board shall advise with the president of the association on the appointment of all committees and ratify or reject all appointments made by him/her by a majority vote. All decisions by the Board of Directors shall be final unless an appeal be taken hereinafter provided.

The executive committee shall be vested with full power and authority to manage and govern the business of the association between meetings of the Board of Directors and regular meetings of the membership and may authorize expenditures not to exceed $1,000 at one time, unless it is provided for in the budget.

The executive committee and/or Board of Directors shall be vested with full power and authority of the association to sue and be sued, buy, sell, lease or mortgage both real and personal property, to incur debts, and to borrow money, giving therefore notes of the association signed by two or more officials duly authorized for that purpose by the Board of Directors, such actions subject to membership approval.

The Board of Directors shall employ an executive director to assist in the work of the association, at a salary determined by the board. The executive director shall be responsible only to the executive committee.

SECTION 7 - **Appeals**. Appeals may be taken from any action of the Board of Directors by the active members in good standing of the association as a whole within ninety (90) days of such Board of Directors action, at a regular meeting or special meeting thereof, by a petition in writing signed by not less than twenty percent (20%) of the membership of the association.

SECTION 8 - **Order of business**. The order of business at any regular or special meeting of the Board of Directors shall be:

(a) Reading and approval or correction of any unapproved minutes
(b) Reports of officers and committees
(c) Executive director's report
(d) New business
(e) Unfinished business
(f) Adjournment

ARTICLE V - OFFICERS

SECTION 1 - **Election of officers**. The officers of the association shall be a president, vice president, secretary, and treasurer. The president, vice president, secretary and treasurer shall be elected by ballot by the association at the annual meeting of the association, from among accredited representatives of the active members of the association, for two years, and shall hold office until their successors are elected and qualified. Neither the president, the vice president, the secretary nor the treasurer may be elected to serve more than two consecutive terms in the same office, unless recommended by the Board of Directors and approved by the active members, in good standing of the association. The election of officers shall be in accordance with provisions of Section 2 Article IV.

SECTION 2 - **President**. The president shall preside at all association meetings and shall be chairman of the Board of Directors; shall have general supervision of the affairs of the association; shall sign or countersign all contracts or other instruments of the association after delegation of authority by the Board of Directors, appoint all committees, both standing and special, except the nominating committee, with the advice and consent of the Board of Directors, a two-thirds majority vote and the independent action of the board being required to reject any appointment made by him/her. He/she shall perform all other duties as are incident of this office or are properly requested of him/her by the Board of Directors. **The president shall act as the sole authorized public spokesperson for the association and shall only reflect the approved positions of the board and membership when representing the association in writing or in person. In the absence of the president the executive director shall fulfill the role as public spokesperson under the same conditions as the president.**

SECTION 3 - **Vice president**. The vice president shall exercise all functions of the president in the absence or disability of the president.

SECTION 4 - **Secretary**. The secretary shall oversee the keeping of an outline of minutes of all executive, directors and/or membership meetings. The secretary shall also make such reports and perform such other duties as are incident to the office and are properly requested of him/her by the Board of Directors.

SECTION 5 - **Treasurer**. The treasurer shall oversee the disposition of all funds of the association which shall be deposited in the name of the association in such bank or banks as may from time to time be designated by the Board of Directors. Said funds shall be disbursed only in accordance with the budget or as authorized by the executive committee and/or the Board of Directors. The treasurer shall be protected by a bond to be paid by the association.

SECTION 6 - **Executive director**. The executive director shall be the administrator of the association and shall have general supervision of the offices of the association and personnel thereof.

SECTION 7 - **Check, contracts, loans and deposits**. Notwithstanding any other provisions of these bylaws, any check or other order for the payment of money of the association shall be consonant with the programs and budget authorized by the Board of Directors.

The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or executive and deliver any instrument in the name of and on behalf of the association, and such authority may be general or confined to specific instances.

No loans shall be contracted on behalf of the association and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors and approved by the active membership of the association.

All funds of the association not otherwise employed may be deposited from time to time to the credit of the association in such banks, trust companies, savings and loan associations or other depositories as the Board of Directors may select.

ARTICLE VI - COMMITTEES

SECTION 1 - **Executive committee**. The president, vice president, secretary, treasurer, immediate past president shall constitute the executive committee. The executive committee may exercise the powers of the Board of Directors when the Board of Directors is not in session, reporting to the Board of Directors thereon at the next succeeding meeting, except that the subordinate body cannot modify any action taken by its superior. Three members shall constitute a quorum for the transaction of business. Meetings may be called by the president or two members of the executive committee. The executive director shall sit on the executive committee (ex officio).

SECTION 2 - **Committees**. There shall be a member services committee, finance committee, advertising committee, convention committee, legislative committee, and there may be such other committees, either standing of special, authorized by the Board of Directors from time to time, as occasion demands. All committees shall be appointed by the president of the association, but such appointments may be rejected by a two-thirds majority vote of the Board of Directors.

ARITCLE VII - ASSOCIATION RECORDS

SECTION 1 - **Association records**. The association shall keep as permanent records minutes of all meetings of its members and Board of Directors, a record of all actions taken by the members of Board of Directors without a meeting, and a record of all actions taken by a committee of the Board of Directors in place of the Board of Directors on behalf of the association.

The association shall maintain its records in written form or in another form capable of conversion into written form within a reasonable time.

The association shall keep a copy of the following records: (a) the Articles or restated Articles of Incorporation and all amendments to them currently if effect; (b) the Bylaws or restated Bylaws and all amendments to them currently in effect; (c) the minutes of all meetings, and records of all action taken by members without a meeting, for the past three years; d) all written communications to members generally within the past three years, including the financial statements furnished for the past three years, under the Code of Virginia S 13.1-774; (e) a list of the names and business addresses of its current officers and directors; (f) the most recent annual report delivered to the State Corporation Commission of Virginia under Code of Virginia S 13.1-775; and (g) any accounting records or other association documents so long as the contents thereof may become material in the administration of any federal or state tax law.

ARTICLE VIII - CONFLICT OF INTEREST

SECTION 1 - **Conflict of interest**. A conflict of interest exists if a transaction with the association in which an active member of director of the association has a direct or indirect personal interest. A conflict of interest transaction is not voidable by the association solely because of the active member of director's interest in the transaction if the requirements and procedures set forth in Code of Virginia S 13.1-691 are satisfied.

ARTICLE IX - RULES OF ORDER

SECTION 1 - **Rules of order**. All questions of parliamentary law which shall arise in any meeting of the association or the Board of Directors, shall be determined according to Robert's Rules of Order, unless provided in the Bylaws or Articles of Incorporation of the association.

Commonwealth of Virginia

STATE CORPORATION COMMISSION

Richmond, May 30, 2014

This is to certify that the certificate of incorporation of

Virginia Beach Hotel Association
(Originally Knows As: Innkeepers of Virginia Beach, Inc.)

was issued and admitted to record in this office and that the said corporation is authorized to transact its business subject to all Virginia laws applicable to the corporation and its business. Effective date: July 2, 1968

State Corporation Commission
Attest:

Joel H. Peck
Clerk of the Commission

CIS0502

C001035542

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION
CLERK'S OFFICE
P. O. BOX 1197
RICHMOND, VIRGINIA 23218
May 30, 2014

DIANA H BURKE
VIRGINIA BEACH HOTEL ASSOCIATION
1023 LASKIN ROAD
SUITE 111
VIRGINIA BEACH, VA 23451

TOTAL INVOICE AMOUNT	:	$6.00
RECEIVED PAYMENT	:	$6.00
THIS AMOUNT IS NOW DUE	:	$0.00

THANK YOU FOR YOUR PAYMENT

QTY	DESCRIPTION	PAGES	AMOUNT
1	CERTIFICATE OF FACT FOR A CORPORATION	0	$6.00
-	Virginia Beach Hotel Association		

CIS0502