

THE HOUSTON CAKE CLUB

Constitution

Article 1 - Name

The name of the Club shall be The Houston Cake Club.

Article 2 – Purpose

The purpose of this organization shall be to educate and promote learning opportunities for those interested in the art of cake and food decorating.

Article 3 – Membership

The composition of the membership shall be as provided in the by-laws of this Club.

Article 4 – Meetings

This Club shall meet eleven months of the year on the fourth Tuesday of each month, from 10:00 am to 12:00 pm. There will be no meeting in December but a social gathering will be held.

Article 5 – Dues

Every member of this Club shall pay dues as described in the by-laws of this Club.

Article 6 – Officers

The officers of this club shall be President, Vice President, Secretary, and Treasurer.

Article 7 – Quorum

A quorum is 5 voting members in good standing present at the meeting.

Article 8 – Amendments

This constitution may be amended by a resolution adopted by two-thirds vote. The amendment proposed must be in writing by an active member at the meeting immediately preceding that at which the amendment is to be voted on. Upon its adoption, a copy of the amendment shall be included in the Club minutes and published in the monthly Newsletter

THE HOUSTON CAKE CLUB

By-Laws

Article 1 - Membership

Section 1 – The membership shall consist of anyone who is interested in the purpose of this organization.

Section 2 – All active members shall be entitled to all rights and privileges of the Club, and all members shall share in its responsibilities and uphold its standards. These standards shall include support of its purpose, constructive contribution to its purpose and activities and behaving respectfully toward the Club and Club members. Not adhering to these standards could result in a referral to the Conflict Resolution Committee.

Section 3 – A voting member shall be in good standing and eligible to vote if dues are paid by the close of the prior month's meeting.

Section 4 – All members will receive a discount card when membership dues are paid.

Section 5 – Guest will not be required to pay for the first three meetings they attend, thereafter they will share in all activities and expenses of the Club.

Article 2 – Dues

Section 1 – The dues of this Club shall be set at the general meeting. All members shall pay dues. The amount of dues paid by new members will be prorated depending on the quarter in which they join. This proration only applies with initial membership. Each new member, upon being received into membership and payment of their dues, shall be given the information needed to access the Members Only section of the Club's website where they will be able to view the Club's Constitution and By-Laws. If a member so desires, they may request a hard copy of the Constitution and By-laws from the Secretary.

Section 2 – All dues will be payable by January 31st annually. Notification will be included in the Club newsletter that the annual memberships are due to expire.

Article 3 – Meetings

Section 1 – The regular meetings of the Club shall be held eleven months of the year on the fourth Tuesday of each month, from 10:00 am to 12:00 pm. A social gathering will be held in December in lieu of a regular meeting.

Section 2 - Meetings shall be primarily held through Zoom. Each member will get notification and a link to join in on the demos and meetings. If any one person choses to, they can meet at the President's (President at that time) home to watch the meeting. The primary meeting place (Zoom) shall remain the same unless changed by a two-thirds vote of the membership. All votes will be counted by the end of the following business day.

Section 3 - An Annual Meeting shall be held in February of each year for the purpose of election of officers (every other year), and identifying other business to be conducted on an

annual basis. Current members shall be notified of the location and date of the annual meeting in the January newsletter.

Section 4 - Meetings shall be open to members and guests. Guests will be permitted speaking rights at the discretion of the President.

Section 5 - In the event of severe inclement weather, meetings may be cancelled at the discretion of the President. Any pending business will be postponed until the following month's meeting.

Article 4 – Election of Officers

Section 1 - The officers of this club shall be President, Vice President, Secretary and Treasurer. No elected officer may hold more than one office at a time.

Section 2 - Nominations shall be made from the floor in January of every other year and shall present only the names of active members who have consented to serve if elected in February. Any nominated member must have been a member for at least 6 months. All elections shall be by secret ballot either by being present at meeting, email, or mail with a majority vote needed to win.

Section 3 - The bi-annual election of officers will be held in February, with the installation following the election.

Section 4 - If any officer resigns their seat on the Board before their term of office has expired, nominations for the vacancy will be accepted from the floor during the meeting in which the vacancy is announced. Members not present will be notified via U.S. mail or e-mail within one week of the meeting and will have one week to submit nominations if they desire. The final vote will be taken by secret ballot at the next regular meeting. The person elected to fill the vacancy shall serve the remainder of the unexpired term.

Section 5 - The term of office shall be for a period of two (2) years.

Article 5 – Duties of the Officers

Section 1 - The President shall preside over the meetings and appoint committees as required. The President will also appoint a Club member in good standing as Parliamentarian. The Parliamentarian will not be considered a member of the Board.

Section 2 - The Vice President will assume the duties of the President in her/his absence, or upon resignation. The Vice President does not automatically become President the following year. The Vice President also acts as Program Director by scheduling hostesses/hosts (someone to furnish refreshments) and demonstrations for the monthly meetings.

Section 3 - The Secretary will take the minutes of the Club meetings and transmit a copy of the minutes to the Board prior to the following month's meeting and distribute copies to the members for approval at the meeting. The Secretary will also submit the approved minutes to the webmaster for posting on the Club website.

Section 4 - The Treasurer will receive and disburse all Club funds with Club approval, keep an accurate record of all transactions and make financial reports to the Club at each monthly

meeting. The Treasurer shall also submit a year-end financial report at the Annual meeting in February. Should the office of Treasurer be vacated prior to the expiration of the two (2) year term, the Board will audit the books before the newly elected Treasurer takes office.

Section 5 - Receipts for any expense(s) incurred on the Club's behalf must be attached to a completed and signed HCC Reimbursement Request Form and submitted to the Treasurer within 60 days of expenditure in order to be eligible for reimbursement.

Article 6 – Committees

Section 1 – Committee Formation - Committees shall be formed and assigned duties or be dissolved as deemed necessary by the club. Committee members must be members in good standing.

Section 2. Committees - Committees are those the club members deem necessary to carry on the work of the club.

Section 3 – Conflict Resolution Committee (CRC) – the purpose being to resolve problems or conflicts involving Club members as the need arises. This committee will consist of the Parliamentarian and two (2) additional members nominated and elected by the active HCC members present at the meeting. The Committee will follow the process outlined below:

- a) Any member wishing to lodge a complaint against another member will submit the complaint in writing to the President who will then notify the rest of the Board and the Parliamentarian.
- b) At the next regularly scheduled meeting after the complaint is received the CRC will be activated and two (2) active club members will be elected to serve along with the Parliamentarian for the duration of the investigation. Upon formation the Committee members will choose who is to lead the group and will be expected to start the investigative process before the next scheduled meeting.
- c) The committee leader will send a certified letter to the member referenced in the complaint notifying them of the complaint and requesting a statement from them. This member will also be sent a copy of the original complaint. The involved party then has 15 days from receipt of the notification letter to submit their response to the committee leader. Failure to submit a response will result in the process moving forward without the involved member's input.
- d) After statements have been received from all involved parties, the statements will be posted in the Members Only section of the website only until the issue has been resolved.
- e) A notice will be included in the next published newsletter (after the complaint is posted to the website) and will read simply, "The CRC has been convened. For further information please go to the Members Only section of the club website."
- f) The CRC will meet to investigate and review all information pertaining to the complaint and will draft a list of recommendations that will be presented to the Board for review.
- g) The President will present the recommendations to the Club members at the next scheduled Club meeting. Those present will be asked to vote on the CRC recommendations. The ballot will be secret and a two-thirds majority will rule.

- h) It will be the responsibility of the President to ensure the involved parties are aware of the outcome of the investigation and Club vote.

Article 7 – Service Project

Section 1 – The Club’s service project shall be an annual donation of a portion of the CDE registration fees to a charitable organization of the Club’s choice.

Article 8 –Dissolution

Section 1 – In the event of dissolution of this Club, distribution of all funds after payment of indebtedness will be made to a charitable organization.

Article 9 – Amendments

Section 1 – These By-Laws may be amended at any regular meeting of this Club by a two-thirds vote of the members present and by absentee voting by email or mail. An active member at the meeting immediately preceding that at which the amendment is to be voted on must propose such amendment in writing. Upon its adoption, a copy of the amendment shall be included in the Club minutes and published in the monthly Newsletter.

Revised: 1/27/2015

Adopted: 2/24/2015

Revised 10/27/2020; changed Article 3, Section 2; and Article 1, Section 4.