

# BY-LAWS OF THE MID-HUDSON FOOD AND WINE SOCIETY

Drafted 19 May 2004

## SECTION I

### NAME

1. The name of this organization shall be: MID-HUDSON FOOD AND WINE SOCIETY.

## SECTION II

### PURPOSE

1. The purpose of this Society shall be the enjoyment of Society Members, study of the culinary arts, awarding annual scholarships to the Culinary Institute of America (CIA) and the dining together in different and sometimes, unusual settings.

## SECTION III

### MEMBERS

1. Membership in this Society shall be limited to those whose yearly dues are paid in full. It can be held as an individual or for two individuals.
2. Membership requires the completion of an application form and the payment of annual dues by the end of January.
3. Membership will terminate when annual membership dues are not paid by the last day of February in the year due. Unpaid members will be dropped from the mailing list and will pay guest fees for any event attended.

## SECTION IV

### DUES

1. Annual dues with application are to be received by the Treasurer at the beginning of each calendar year (January 1<sup>st</sup>) and will run through to the end of that year (December 31<sup>st</sup>).
2. The amount shall be established by the Board of Directors and announced at the Annual Meeting.

## SECTION V

### OFFICERS

1. The Officers of this Society shall be a President (Co-Presidents), Vice President, Secretary and a Treasurer elected annually at the October's Annual Meeting.
2. These Officers and the prior year's President plus Web Master and Historian shall constitute the Board of Directors. In the order named above, the Officers shall preside at all Society Meetings.
3. The term of office for all officers shall be for one year. Terms shall commence on the first day of the month following Annual Elections.
4. Prior to the Annual Meeting the President shall appoint a Nominating Committee of at least two members. They shall nominate one candidate for each of the four (4) offices.
5. At the Annual Meeting the Nominating Committee shall present the candidates and ask for any other candidates from the floor. A voice vote shall be taken.

6. If there is more than one candidate for an office, a paper ballot shall be cast. The candidate receiving the most votes will be elected to that office. All members including the Officers have the right to cast a vote. In case of a tie, voting shall be repeated until a single candidate is elected.

7. If a vacancy should occur, the Board of Directors shall appoint a replacement for that office which will continue until the following Annual Elections.

8. All Officers shall maintain appropriate books and records of their activities. Upon retiring from office, books, records and any other property belonging to the Society shall be delivered to the incoming officer by the outgoing officer.

## **SECTION VI** **MEETINGS**

1. The Annual Meeting shall be held during the month of October. Other meetings shall be held as determined by the President and/or the Board of Directors.

2. Meetings of the Board of Directors shall be held at the call of the President.

3. Special meetings may be called by at least ten (10) members of the Society and notice given to the membership at least seven (7) days before such meeting. The purpose of the meeting is to be stated in the Meetings Notice sent to each member.

## **SECTION VII** **COMMITTEES**

1. The President shall appoint committees as may be necessary to carry out the business and purpose of the Society.

2. It shall be the duty of the Board of Directors to establish a program of cultural and social events designed to carry out the purposes of the Society

3. The Vice President shall be responsible for the organization of the monthly dinner meetings by recruiting the host for a particular month.

4. The Treasurer shall receive all funds for depositing to the Society's checking account and shall pay all invoices in a timely manner. A Financial Report may be given from time to time as requested by the President or a majority of the membership but shall be made at each Annual Meeting in October.

5. The Secretary shall keep the records of the Society and give reports as requested by the President or a majority of the membership. The Secretary shall publish Newsletters and Event Reservations forms and send out all mailings.

6. The Historian shall maintain past records of the Society.

7. The Web Master shall maintain the Mid-Hudson Food and Wine Society web site.

## **SECTION VIII** **AMENDMENT OF THE BY-LAWS**

1. Amendments to these By-Laws may be proposed by the Board of Directors or the majority of the membership.

2. Any such amendment must be submitted to the membership for review at least one month prior to final vote by the membership.

3. The majority of ballots returned by the specified date shall be considered sufficient to approve or reject the proposed amendments.

## SECTION IX SCHOLARSHIPS

1. One of the stated purposes of this Society shall be to award an annual scholarship(s) to a student(s) in good standing at the CIA.
2. The Board of Directors, with the assistance of the CIA Staff, will select one or more students to be scholarship recipients.
3. The Scholarship(s) shall be presented at the Society's Annual Dinner meeting.
4. The student(s) must have lived in the Mid Hudson region prior to entering the CIA.
5. The amount of any scholarship and the members to be awarded shall be determined by the Board of Directors. After all scholarships are awarded and bills paid, the balance of Society funds on hand should be sufficient to cover the cost of an average monthly dinner.

## SECTION X DISSOLUTION

1. If the Society ceases to exist, the Board of Directors shall donate to the Culinary Institute of America any remaining cash assets, after all expenses are paid.