

Bylaws of the (State / Area) Chapter of the
International Cake Exploration Societé

(Revised 04/02/2019)

ARTICLE I

NAME

The name of this Chapter shall be known as the (State / Area) Chapter of The International Cake Exploration Societé (hereinafter referred to as (State / Area) ICES). The design of the chapter logo, if any, and its use are governed by the Representative/Alternates of (State / Area) ICES in keeping with the International Cake Exploration Societé logo policy.

ARTICLE II

PURPOSES

Section 1. The purpose of this Chapter is:

- to share, promote, perpetuate, encourage, publicize, and enlarge the appreciation, love, practice and recognition of the art of cake decorating;
- to collect and disseminate information in regard to said art to its practitioners and the general public;
- to hold shows and other gatherings for the purposes stated herein above;
- to engage in any lawful act or activity consistent with the bylaws of the International Cake Exploration Societé (hereinafter referred to as ICES).

Section 2. The Chapter shall not carry on any activities not permitted by a corporation exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Service Code of 1986, as may be amended (the "Code").

ARTICLE III

TERRITORIAL LIMITS

The territorial limits of this Chapter are as follows: The (State / Area) of _____. These territorial limits have been established by ICES.

ARTICLE IV

MEMBERSHIP

Section 1. Any person in good standing with ICES and residing within the territorial limits provided by these Chapter Bylaws shall be considered a member.

Section 2. All members shall have the right to receive the Chapter newsletter at least twice a year or other publications, if any, upon payment of any required fee. However, publications regarding business and general meetings of this Chapter must be sent to all Chapter members at no cost to the members.

Section 3. All members shall be entitled to a copy of the Chapter Bylaws upon payment of a reasonable fee, if required. Said fee shall be set by the Representative/Alternate(s) to cover the cost of providing copies of the Bylaws to the membership.

ARTICLE V

MEETINGS

Section 1. There shall be a minimum of two (2) meetings per year. All major decisions requiring a vote will be addressed at these meetings. All meetings will be called by a Representative or Alternate. The Representative or Alternate shall designate the location, date, and hour of said meetings. All members must be notified of any meetings not less than twenty (20) days and not more than sixty (60) days in advance.

Section 2. Certain reports are required to be given at each membership meeting. The Secretary shall give a report that includes the minutes of the previous meeting for approval by the membership. The Treasurer shall give a report as to the financial condition of the Chapter and the financial dealings of the Chapter since the last meeting.

Section 3. A meeting for the election of Representative, Alternate(s), Secretary and Treasurer shall be held at least every two (2) years. The positions of Secretary and Treasurer may be held by an Alternate; however, the position of Treasurer may not be held simultaneously with the position of Representative.

Section 4. All membership meetings and organizational meetings of Representatives/Alternates, whether regular or special, shall use as their rules of procedure, Robert's Rules of Order, *Newly Revised*, latest edition, so as to ensure orderly and productive meetings and equal access to rules.

ARTICLE VI

REPRESENTATIVE, ALTERNATES, AND SECRETARY/TREASURER

Section 1. The governing body of this Chapter will consist of the Representative, any elected Alternate(s), the Secretary, and the Treasurer.

Section 2. The Representative, Alternate(s), Secretary, and Treasurer shall be nominated from the (State / Area) Chapter membership. All members within that Chapter shall have the right to vote for these positions and shall have the right of absentee and proxy voting.

Section 3. Terms of office for all Officers will begin at the close of the ICES Annual Convention of the same year as the election. ICES Procedures for Local Elections shall be consulted for election procedures.

Section 4. An Alternate, selected at the time of election of officers, shall fill the office of Representative for the remainder of the term if a vacancy should occur. The office of Alternate would then be filled per the ICES Procedures for Local Elections at the next meeting.

ARTICLE VII

DUTIES OF OFFICERS

Section 1. It shall be the duty of the Representative to preside at meetings of the Chapter, appoint committees, as necessary, and perform the duties of Representative as outlined in the Representative's Responsibilities in Detail. The Representative shall maintain copies of all minutes, ICES Board of Directors correspondence and other correspondence deemed necessary by the Representative. Financial records shall be kept for a minimum of seven (7) years. Copies of all newsletters shall be sent to the ICES President, Representative Liaison, Newsletter Editor, and Board Liaison. All Chapter property is to be delivered to the incoming Representative. It shall be the responsibility of the Representative to file the semiannual reports in accordance with the deadline set by the ICES Board of Directors.

Section 2. The Alternate(s) shall assist the Representative and be available to perform as needed in the absence of the Representative. The Alternate(s) shall perform the duties as indicated in Representative's Responsibilities in Detail.

Section 3. The Secretary shall record the minutes of all proceedings and send copies of the same to the Representative to be kept in the Chapter's permanent records. Copies of all minutes must be made available to all Chapter members, upon request, at a reasonable cost.

Section 4. The Treasurer shall be the chief financial officer of this Chapter, keep the complete, permanent financial records (backup for these records, receipts, etc., must be kept for a minimum of seven (7) years), sign the checks, and perform other duties as required by government agencies and these Chapter Bylaws. The Treasurer shall provide a written report of receipts and disbursements at each meeting and maintain the necessary financial records. The Treasurer shall prepare the required Semiannual Financial Reporting Form for ICES S/A/P/C/C and send it to the Representative in a timely manner. The Treasurer shall deposit all funds of the Chapter in a financial institution to be named by the Chapter Representative/Alternates. This account to be set up within thirty (30) days of receiving Chapter status. The Treasurer is authorized to pay expenses incurred for Days of Sharing, newsletters, and other Chapter-approved projects. Upon retirement from office, the Treasurer shall turn over to the succeeding Treasurer or to the Representative, all funds, financial records, and any other Chapter property. Copies of all Treasurer reports must be made available to all Chapter members, upon request, at a reasonable cost. Section 5.

There is no division within a Chapter and there is only one Representative for each Chapter for purposes of member assignments, S/A/P/C/C Annual Activity Allotment and Midyear travel reimbursement. ARTICLE VIII METHOD OF VOTING The business of this Chapter shall be transacted by a majority vote; election of Representatives, Alternate(s), Secretary and Treasurer shall be conducted by secret ballot. ARTICLE IX FINANCES Section 1. The Chapter bank account shall be in the Chapter name with at least two signatures (Representative and Treasurer) required for amounts over \$300. The name on such bank account shall be (State / Area) as provided for in Article I of these Bylaw

Section 4. Section 5. There is no division within a Chapter and there is only one Representative for each Chapter for purposes of member assignments, S/A/P/C/C Annual Activity Allotment and Midyear travel reimbursement.

ARTICLE VIII

METHOD OF VOTING

The business of this Chapter shall be transacted by a majority vote; election of Representatives, Alternate(s), Secretary and Treasurer shall be conducted by secret ballot.

ARTICLE IX

FINANCES

Section 1. The Chapter bank account shall be in the Chapter name with at least two signatures (Representative and Treasurer) required for amounts over \$300. The name on such bank account shall be (State / Area) as provided for in Article I of these Bylaws.

Section 2. The Fiscal Year of this Chapter shall extend from September 1 to August 31.

Section 3. The Treasurer of this Chapter is hereby authorized to pay whatever reasonable expenses are incurred in carrying out the requirements and intent of these Bylaws and the stated purpose of this Chapter.

Section 4. Financial reporting will be required of the Chapter to the ICES Treasurer on a semiannual basis. Reports will be required whether or not there has been activity within the Chapter during that six (6) month reporting period. Any Chapter failing to meet required financial reporting during any fiscal year will be notified in writing on October 1st that they have thirty (30) days to comply.

ARTICLE X

ICES CHAPTERS

Section 1. Application for Chapter status will be approved by the ICES Board of Directors at no charge. . ICES will secure liability insurance on behalf of the Chapter at no cost to the Chapter.

Section 2. Every Chapter must establish a bank account in the Chapter's name. Each Chapter must secure its own EIN number using the current forms located on the IRS website. A copy of the Chapter IRS EIN notification letter must be sent to the Representative Liaison and ICES Treasurer. After a Chapter receives its EIN number from the IRS, the designated Executor/Trustee contact name and address must be changed to "ICES Treasurer".

Section 3. Dues for the Société are to be paid to the ICES Membership Coordinator (either directly or through the Representative) and will not be held by the Chapter. The Chapter may not charge additional funds for membership.

Section 4. Fundraising is permitted by this Chapter in connection with a Day of Sharing. All other fundraising activities using the ICES Logo must be approved by the ICES Board of Directors Logo Committee, with the exception of any ICES Chapter-sponsored cake show.

Section 5. ICES Bylaws shall supersede all Chapter Bylaws.

Section 6. Every Chapter shall have the right to set up operating rules unique to that Chapter as long as those rules are not in conflict with either the ICES Bylaws or the Chapter Bylaws. The Chapter shall have the right to change these rules upon proper notice and vote of the Chapter membership.

ARTICLE XI

LOGO

All Chapter logos must be approved by the ICES Board of Directors Logo Committee and the ICES President.

ARTICLE XII

AMENDMENTS TO CHAPTER BYLAWS

These Bylaws can only be amended by the ICES Board of Directors.

ARTICLE XIII

DISSOLUTION

Upon dissolution of this Chapter, and after all financial obligations have been met, its assets shall be delivered to the ICES treasurer and kept in a restricted account for a maximum of three (3) years, during this time the Representative may submit for reimbursement against these funds, if allowed. If the Chapter reorganizes within

the three (3) year time frame, all monies in the restricted fund will be returned to the Chapter. If the Chapter has not been reinstated at the conclusion of this time period all restricted funds will be released to the main ICES treasury and the restricted account closed.

Revisions:

3/6/15 - Article I; Article III; Article VI, Section 2; Article IX, Section 1; Article XIII – revised reference of “State” to “State/Area”

8/3/15 – Article VII, Section 1 & Article X, Section 1 – removed reference to Chapters paying insurance premium, Motion #19 4/2015 ICES will pay insurance

4/2/19- Article XIII- Amended to now read- “Upon dissolution of this Chapter, and after all financial obligations have been met, its assets shall be delivered to the ICES treasurer and kept in a restricted account for a maximum of three (3) years, during this time the Representative may submit for reimbursement against these funds, if allowed. If the Chapter reorganizes within the three (3) year time frame, all monies in the restricted fund will be returned to the Chapter. If the Chapter has not been reinstated at the conclusion of this time period all restricted funds will be released to the main ICES treasury and the restricted account closed.”